



\$583,876,372

Government National Mortgage Association

GINNIE MAE®

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

Ginnie Mae REMIC Trust 2007-053

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be September 28, 2007.

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
FP	\$ 50,000,000	(5)	PAC I	FLT	38375LDM9	September 2037
FT	50,000,000	(5)	PAC I	FLT	38375LDN7	September 2037
KA	18,435,000	6.00%	SUP	FIX	38375LDP2	August 2036
KB	2,334,000	6.00	SUP	FIX	38375LDQ0	December 2036
KC	3,341,000	6.00	SUP	FIX	38375LDR8	June 2037
KD	2,234,370	6.00	SUP	FIX	38375LDS6	September 2037
KE	2,769,000	6.00	PAC II	FIX	38375LDT4	June 2037
KG	1,294,000	6.00	PAC II	FIX	38375LDU1	August 2037
KH	1,165,000	6.00	PAC II	FIX	38375LDV9	September 2037
KJ	1,427,000	6.00	SUP	FIX	38375LDW7	January 2037
KL	1,745,000	6.00	SUP	FIX	38375LDX5	April 2037
KM	1,080,000	6.00	SUP	FIX	38375LDY3	June 2037
KP	2,006,000	6.00	SUP	FIX	38375LDZ0	September 2037
KU	1,000,000	6.00	SUP	FIX	38375LEA4	March 2037
KW	146,000	6.00	SUP	FIX	38375LEB2	September 2037
LT	20,000,000	(5)	SUP	INV/DLY	38375LEC0	November 2036
LX	4,166,667	(5)	SUP	FLT/DLY	38375LED8	November 2036
PO(1)	16,666,668	0.00	PAC I	PO	38375LEE6	September 2037
SY(1)	100,000,000	(5)	NTL (PAC I)	INV/IO	38375LEF3	September 2037
TI	3,000,000	(5)	NTL (PAC I)	INV/IO	38375LEG1	September 2037
Security Group 2						
AB	3,250,000	5.50	SC/SEQ	FIX	38375LEH9	July 2033
AC	5,500,000	5.50	SC/SEQ	FIX	38375LEJ5	July 2033
AD	2,250,000	5.50	SC/SEQ	FIX	38375LEK2	July 2033
AE	1,400,000	5.50	SC/SEQ	FIX	38375LEL0	July 2033
Security Group 3						
FM(1)	29,212,323	(5)	PT	FLT	38375LEM8	September 2037
SA	29,212,323	(5)	NTL (PT)	INV/IO	38375LEN6	September 2037
Security Group 4						
FN(1)	27,787,677	(5)	PT	FLT	38375LEP1	September 2037
SB	27,787,677	(5)	NTL (PT)	INV/IO	38375LEQ9	September 2037
Security Group 5						
GA	7,000,000	5.50	SC/SEQ	FIX	38375LER7	October 2033
GB	6,000,000	5.50	SC/SEQ	FIX	38375LES5	October 2033
GC	5,000,000	5.50	SC/SEQ	FIX	38375LET3	October 2033
GD	2,000,000	5.50	SC/SEQ	FIX	38375LEU0	October 2033
Security Group 6						
CI	10,000,000	(5)	NTL (PT)	INV/IO	38375LEV8	September 2037
DI	4,000,000	(5)	NTL (PT)	INV/IO	38375LEW6	September 2037
FC	50,000,000	(5)	PT	FLT	38375LEX4	September 2037
FD	20,000,000	(5)	PT	FLT	38375LEY2	September 2037
FE	5,000,000	(5)	PT	FLT	38375LEZ9	September 2037
SC	75,000,000	(5)	NTL (PT)	INV/IO	38375LFA3	September 2037
Security Group 7						
AT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375LFB1	September 2037
BT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375LFC9	September 2037
CT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375LFD7	September 2037
DT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375LFE5	September 2037
EH	50,000,000	(5)	PT	FLT	38375LFF2	September 2037
EV(1)	14,536,000	(5)	TAC	FLT	38375LFG0	September 2037
FW(1)	3,190,000	(5)	SUP	FLT	38375LFH8	September 2037
IM(1)	12,080,000	5.75	NTL (PAC I)	FIX/IO	38375LFJ4	June 2035
JA	3,621,149	5.75	PAC II	FIX	38375LFK1	September 2037
JB	18,762,518	5.75	SUP	FIX	38375LFL9	July 2037
JC	1,250,000	5.75	SUP	FIX	38375LFM7	September 2037
MC(1)	12,253,000	5.75	PAC I	FIX	38375LFN5	September 2037
MI(1)	18,700,000	5.75	NTL (PAC I)	FIX/IO	38375LFP0	September 2032
MO(1)	18,700,000	0.00	PAC I	PO	38375LFO8	September 2032
OM(1)	12,080,000	0.00	PAC I	PO	38375LFR6	June 2035
PF(1)	32,274,000	(5)	PAC	FLT	38375LFS4	September 2037
SE	50,000,000	(5)	NTL (PT)	INV/IO	38375LFT2	September 2037
SG	50,000,000	(5)	NTL (PT)	INV/IO	38375LFU9	September 2037
Security Group 8						
IA	7,632,332	6.00	NTL (SC/PT)	FIX/IO	38375LFV7	June 2037
Security Group 9						
ES(1)	73,000,000	(5)	NTL (PT)	INV/IO	38375LFW5	September 2037
GI(1)	2,920,000	(5)	NTL (PT)	INV/IO	38375LFX3	September 2037
HI(1)	2,920,000	(5)	NTL (PT)	INV/IO	38375LFY1	September 2037
KI(1)	2,920,000	(5)	NTL (PT)	INV/IO	38375LFZ8	September 2037
LI(1)	2,920,000	(5)	NTL (PT)	INV/IO	38375LGA2	September 2037
NF(1)	73,000,000	(5)	PT	FLT	38375LGB0	September 2037
NI(1)	2,920,000	(5)	NTL (PT)	INV/IO	38375LGC8	September 2037
Residual						
RR	0	0.00	NPR	NPR	38375LGD6	September 2037

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

AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 2, Group 5 and Group 8 securities, each disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Documents”).

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

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

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

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TERMS SHEET

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

Sponsor: Banc of America Securities LLC

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: September 28, 2007

Distribution Dates: For the Group 3, 4 and 8 Securities, the 16th day of each month or, if the 16th is not a Business Day, the first Business Day thereafter, commencing in October 2007. For the Group 1, 2, 5, 6, 7 and 9 Securities, the 20th day of each month or, if the 20th is not a Business Day, the first Business Day thereafter, commencing in October 2007.

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	Underlying Certificate	(1)	(1)
3	Ginnie Mae I	7.0%	30
4	Ginnie Mae I	7.0%	30
5	Underlying Certificate	(1)	(1)
6	Ginnie Mae II	7.0%	30
7	Ginnie Mae II	6.5%	30
8	Underlying Certificates	(1)	(1)
9	Ginnie Mae II	7.0%	30

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, Group 3, Group 4, Group 6, Group 7 and Group 9 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets \$179,809,705	357	3	6.377%
Group 3 Trust Assets \$ 29,212,323	347	10	7.500%
Group 4 Trust Assets \$ 27,787,677	345	11	7.500%
Group 6 Trust Assets \$ 75,000,000	356	3	7.380%
Group 7 Trust Assets \$166,666,667	357	3	6.859%
Group 9 Trust Assets \$ 73,000,000	359	1	7.357%

¹ As of September 1, 2007.

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

³ The Mortgage Loans underlying the Group 1, Group 6, Group 7 and Group 9 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1, Group 6, Group 7 and Group 9 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, Group 3, Group 4, Group 6, Group 7 and Group 9 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
AF.....	LIBOR + 0.30%	6.10313%	0.300%	7.0000000%	0	0.0000%
AT.....	67.00% - (LIBOR × 10)	0.50000%	0.000%	0.5000000%	0	6.7000%
BF.....	LIBOR + 0.35%	6.15313%	0.350%	7.0000000%	0	0.0000%
BT.....	66.50% - (LIBOR × 10)	0.50000%	0.000%	0.5000000%	0	6.6500%
CF.....	LIBOR + 0.40%	6.20313%	0.400%	7.0000000%	0	0.0000%
CI.....	32.85% - (LIBOR × 5)	0.35000%	0.000%	0.3500000%	0	6.5700%
CT.....	66.00% - (LIBOR × 10)	0.50000%	0.000%	0.5000000%	0	6.6000%
DF.....	LIBOR + 0.45%	6.25313%	0.450%	7.0000000%	0	0.0000%
DI.....	32.95% - (LIBOR × 5)	0.45000%	0.000%	0.4500000%	0	6.5900%
DT.....	65.50% - (LIBOR × 10)	0.50000%	0.000%	0.5000000%	0	6.5500%
EF.....	LIBOR + 0.45%	5.60000%	0.450%	7.0000000%	0	0.0000%
ES.....	6.55% - LIBOR	1.40000%	0.000%	6.5500000%	0	6.5500%
FA.....	LIBOR + 0.48%	6.24500%	0.480%	7.0000000%	0	0.0000%
FC.....	LIBOR + 0.43%	6.25000%	0.430%	7.0000000%	0	0.0000%
FD.....	LIBOR + 0.41%	6.23000%	0.410%	7.0000000%	0	0.0000%
FE.....	LIBOR + 0.50%	6.32000%	0.500%	7.0000000%	0	0.0000%
FH.....	LIBOR + 0.40%	6.20313%	0.400%	7.0000000%	0	0.0000%
FL.....	LIBOR + 0.50%	6.30313%	0.500%	7.0000000%	0	0.0000%
FM.....	LIBOR + 0.48%	6.24500%	0.480%	7.0000000%	0	0.0000%
FN.....	LIBOR + 0.48%	6.24500%	0.480%	7.0000000%	0	0.0000%
FP.....	LIBOR + 0.25%	5.75000%	0.250%	7.0000000%	0	0.0000%
FT.....	LIBOR + 0.265%	5.76500%	0.265%	7.0000000%	0	0.0000%
FV.....	LIBOR + 0.30%	6.10313%	0.300%	7.0000000%	0	0.0000%
FW.....	LIBOR + 0.30%	6.10313%	0.300%	7.0000000%	0	0.0000%
FX.....	LIBOR + 0.30%	6.10313%	0.300%	7.0000000%	0	0.0000%
GF.....	LIBOR + 0.44%	5.59000%	0.440%	7.0000000%	0	0.0000%
GI.....	164.00% - (LIBOR × 25)	0.25000%	0.000%	0.2500000%	0	6.5600%
GS.....	6.56% - LIBOR	1.41000%	0.000%	6.5600000%	0	6.5600%
HF.....	LIBOR + 0.43%	5.58000%	0.430%	7.0000000%	0	0.0000%
HI.....	164.25% - (LIBOR × 25)	0.25000%	0.000%	0.2500000%	0	6.5700%
HS.....	6.57% - LIBOR	1.42000%	0.000%	6.5700000%	0	6.5700%
IH.....	82.125% - (LIBOR × 12.50)	0.25000%	0.000%	0.2500000%	0	6.6000%
IK.....	54.83333333% - (LIBOR × 8.33333333)	0.25000%	0.000%	0.2500000%	0	6.6000%
IL.....	41.1875% - (LIBOR × 6.25)	0.25000%	0.000%	0.2500000%	0	6.6000%
IN.....	33.00% - (LIBOR × 5)	0.25000%	0.000%	0.2500000%	0	6.6000%
KF.....	LIBOR + 0.42%	5.57000%	0.420%	7.0000000%	0	0.0000%
KI.....	164.50% - (LIBOR × 25)	0.25000%	0.000%	0.2500000%	0	6.5800%
KS.....	6.58% - LIBOR	1.43000%	0.000%	6.5800000%	0	6.5800%
LF.....	LIBOR + 0.41%	5.56000%	0.410%	7.0000000%	0	0.0000%
LI.....	164.75% - (LIBOR × 25)	0.25000%	0.000%	0.2500000%	0	6.5900%
LS.....	6.59% - LIBOR	1.44000%	0.000%	6.5900000%	0	6.5900%
LT.....	5082.25% - (LIBOR × 725)	7.25000%	0.000%	7.2500000%	19	7.0100%
LX.....	(LIBOR × 3479.9997216) - 24359.9980512%	0.00000%	0.000%	34.7999972%	19	7.0000%
NF.....	LIBOR + 0.40%	5.55000%	0.400%	7.0000000%	0	0.0000%
NI.....	165.00% - (LIBOR × 25)	0.25000%	0.000%	0.2500000%	0	6.6000%
NS.....	6.60% - LIBOR	1.45000%	0.000%	6.6000000%	0	6.6000%
PF.....	LIBOR + 0.30%	6.10313%	0.300%	7.0000000%	0	0.0000%
SA.....	6.52% - LIBOR	0.75500%	0.000%	6.5200000%	0	6.5200%
SB.....	6.52% - LIBOR	0.75500%	0.000%	6.5200000%	0	6.5200%
SC.....	6.50% - LIBOR	0.68000%	0.000%	6.5000000%	0	6.5000%
SD.....	40.41% - (LIBOR × 6)	7.41000%	0.000%	40.4100000%	0	6.7350%
SE.....	6.50% - LIBOR	0.69687%	0.000%	6.5000000%	0	6.5000%
SG.....	6.60% - LIBOR	0.79687%	0.000%	6.6000000%	0	6.6000%
SW.....	20.205% - (LIBOR × 3)	3.70500%	0.000%	20.2050000%	0	6.7350%
SY.....	6.735% - LIBOR	1.23500%	0.000%	6.7350000%	0	6.7350%
TI.....	112.50% - (LIBOR × 16.66666667)	0.25000%	0.000%	0.2500000%	0	6.7500%

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

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

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

SECURITY GROUP 1

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

1. Concurrently to FP, FT and PO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently:
 - a. 50.0013485256% in the following order of priority:
 - i. Sequentially, to KE, KG and KH, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Sequentially, to KA, KB, KC and KD, in that order, until retired
 - iii. Sequentially, to KE, KG and KH, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - b. 48.1837245174% in the following order of priority:
 - i. Concurrently, to LT and LX, pro rata until retired
 - ii. Sequentially, to KJ, KL, KM and KP, in that order, until retired
 - c. 1.814926957% to KU and KW, in that order, until retired
3. Concurrently, to FP, FT and PO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated, sequentially, to AB, AC, AD and AE, in that order, until retired

SECURITY GROUP 3

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

SECURITY GROUP 4

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

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated, sequentially, to GA, GB, GC and GD, in that order, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated, concurrently, to FC, FD and FE, pro rata, until retired

SECURITY GROUP 7

The Group 7 Principal Distribution Amount will be allocated, concurrently, as follows:

1. 29.99999994% to FH, until retired
2. 29.99999994% in the following order of priority:
 - a. To PF, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To FV, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To FW, until retired
 - d. To FV, without regard to its Scheduled Principal Balance, until retired
 - e. To PF, without regard to its Scheduled Principal Balance, until retired
3. 40.00000012% in the following order of priority:
 - a. Sequentially, to MO, OM and MC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To JA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. Sequentially, to JB and JC, in that order, until retired
 - d. To JA, without regard to its Scheduled Principal Balance, until retired
 - e. Sequentially, to MO, OM and MC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 9

The Group 9 Principal Distribution Amount will be allocated to NF, until retired.

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

<u>Class</u>	<u>Structuring Ranges or Rate</u>
PAC Class	
PF	100% PSA through 300% PSA
PAC I Classes	
FP, FT and PO (in the aggregate)	100% PSA through 300% PSA
MC, MO and OM (in the aggregate)	100% PSA through 300% PSA
PAC II Classes	
JA	122% PSA through 300% PSA
KE, KG and KH (in the aggregate)	115% PSA through 225% PSA
TAC Class	
FV	145% PSA

Notional Classes: The Notional Classes will not receive distributions of principal but have Class Notional Balances for convenience in describing their entitlements to interest. The Class

Notional Balance of each Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances or Group Notional Trust Asset Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
AT	\$ 5,000,000	10% of FH (PT Class)
BT	5,000,000	10% of FH (PT Class)
CI	10,000,000	20% of FC (PT Class)
CT	5,000,000	10% of FH (PT Class)
DI	4,000,000	20% of FD (PT Class)
DT	5,000,000	10% of FH (PT Class)
ES	73,000,000	100% of NF (PT Class)
GI	2,920,000	4% of NF (PT Class)
GS	73,000,000	100% of NF (PT Class)
HI	2,920,000	4% of NF (PT Class)
HS	73,000,000	100% of NF (PT Class)
IA	7,632,332	100% of the Group 8 Notional Trust Asset Balance
IH	5,840,000	8% of NF (PT Class)
IJ	30,780,000	100% of MO and OM (PAC I Classes)
IK	8,760,000	12% of NF (PT Class)
IL	11,680,000	16% of NF (PT Class)
IM	12,080,000	100% of OM (PAC I Class)
IN	14,600,000	20% of NF (PT Class)
KI	2,920,000	4% of NF (PT Class)
KS	73,000,000	100% of NF (PT Class)
LI	2,920,000	4% of NF (PT Class)
LS	73,000,000	100% of NF (PT Class)
MI	18,700,000	100% of MO (PAC I Class)
NI	2,920,000	4% of NF (PT Class)
NS	73,000,000	100% of NF (PT Class)
SA	29,212,323	100% of FM (PT Class)
SB	27,787,677	100% of FN (PT Class)
SC	75,000,000	100% of FC, FD and FE (PT Classes)
SE	50,000,000	100% of FH (PT Class)
SG	50,000,000	100% of FH (PT Class)
SY	100,000,000	100% of FP and FT (PAC I Classes)
TI	3,000,000	6% of FP (PAC I Class)

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

Regular and Residual Classes: Class RR is a Residual Class and includes the Residual Interests 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.

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

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

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

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

on your security may occur much earlier than the final distribution date.

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

The rate of principal payments on the underlying certificates or the reductions in notional balances of the underlying certificates will directly affect the rate of principal payments on and reductions in the notional balances of the group 2, group 5 and group 8 securities, as applicable. The underlying certificates will be sensitive in varying degrees to

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

In addition, the principal entitlement of certain of the underlying certificates included in trust asset group 2 and group 5, and the reductions in notional balances of the underlying certificates included in trust asset group 8, on any payment date is calculated on the basis of schedules; no assurance can be given that the underlying certificates will adhere to their schedules. Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed.

This supplement contains no information as to whether the underlying certificates have adhered to any applicable principal balance

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

The securities may not be a suitable investment for you. The securities, especially the group 2, group 5 and group 8 securities and, in particular, the support, interest only, principal only, inverse floating rate, interest only inverse floating rate and residual classes, are not suitable investments for all investors.

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

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

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

The residual securities may experience significant adverse tax timing consequences. Accordingly, you are urged to consult tax advisors and to consider the after-tax effect of ownership of a residual security and the suitability of the residual securities to your investment objectives. See “Certain Federal

Income Tax Consequences” in this supplement and in the base offering circular.

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

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

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

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

THE TRUST ASSETS

General

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

The Trust MBS (Groups 1, 3, 4, 6, 7 and 9)

The Group 3 and 4 Trust Assets are either:

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

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

The Group 1, 6, 7 and 9 Trust Assets are either:

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

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

Rate and (b) the sum of the Certificate Rate and the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

The Underlying Certificates (Groups 2, 5 and 8)

The Group 2, 5 and 8 Trust Assets are Underlying Certificates that represent beneficial ownership interests in separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a separate Series of certificates described in the related Underlying Certificate Disclosure Document, excerpts of which are attached as Exhibit B to this Supplement. Each Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under “Available Information” in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of each Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. See “*Underlying Certificates*” in the *Base Offering Circular*.

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

The Mortgage Loans

The Mortgage Loans underlying the Group 1, 3, 4, 6, 7 and 9 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, Group 3, Group 4, Group 6, Group 7 and Group 9 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Underlying Certificates are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A to this Supplement. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, the Rural Housing Service or the United States Department of Housing and Urban Development (“HUD”). See “*The Ginnie Mae Certificates — General*” in the *Base Offering Circular*.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and, in the case of the Group 1, Group 6, Group 7 and Group 9 Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 1, Group 6, Group 7 and Group 9 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of the Mortgage Loans can have a significant effect on the weighted average lives and yields of the Securities. See “*Risk Factors*” and “*Yield, Maturity and Prepayment Considerations*” in this Supplement.

The Trustee Fee

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

GINNIE MAE GUARANTY

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

DESCRIPTION OF THE SECURITIES

General

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

Form of Securities

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

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

Each Class (other than the Increased Minimum Denomination Classes) will be issued in minimum dollar denominations of initial principal balance of \$1,000 and integral multiples of \$1 in excess of \$1,000. The Increased Minimum Denomination Classes will be issued in minimum denominations that equal \$100,000 in initial principal or notional balance.

Distributions

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the 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 front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used on the front cover 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 and Delay Classes	The calendar month preceding the related Distribution Date
Group 3 and 4 Floating Rate and Inverse Floating Rate Classes	From the 16th day of the month preceding the month of the related Distribution Date through the 15th day of the month of that Distribution Date
Group 1, 6, 7 and 9 Floating Rate and Inverse Floating Rate Classes (other than Delay Classes)	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date

Fixed Rate Classes

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

Floating Rate and Inverse Floating Rate Classes

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

For information regarding the manner in which the Trustee determines LIBOR and calculates the Interest Rates for the Floating Rate and Inverse Floating Rate Classes, see

“Description of the Securities — Interest Rate Indices — Determination of LIBOR” in the Base Offering Circular.

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

Principal Distributions

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

Categories of Classes

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

Notional Classes

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

Residual Securities

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Issuing REMIC and the beneficial ownership of the Residual Interest in the Pooling REMIC, as described 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 related Trust REMICs after the Class Principal Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

Class Factors

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the applicable Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities 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 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 can calculate the amount of principal and interest to be distributed to that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

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

Termination

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

Modification and Exchange

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class 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 One Federal Street, Boston, Massachusetts 02110, Attention: Ginnie

Mae REMIC Program. The Trustee may be contacted by telephone at (617) 603-6451 and by fax at (617) 603-6644.

A fee will be payable to the Trustee in connection with each exchange equal to $1/32$ of 1% of the outstanding principal balance (or notional balance) of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000); provided, however that no fee will be payable in respect of an interest only security, unless all securities involved in the exchange are interest only securities. If the notional balance of the interest only securities surrendered exceeds that of the interest only securities received, the fee will be based on the latter. The fee must be paid concurrently with the exchange.

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

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

YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

General

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

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

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

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

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

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

Investors in the Group 2, Group 5 and Group 8 Securities are urged to review the discussion under “Risk Factors — The rate of principal payments on the underlying certificates or the reductions in notional balances of the underlying certificates will directly affect the rate of principal payments on and reductions in the notional balances of the group 2, group 5 and group 8 securities, as applicable” in this Supplement.

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 Rate for the PAC and TAC Classes are as follows:

<u>Class</u>	<u>Initial Effective Ranges or Rate</u>
PAC Class	
PF	100% PSA through 300% PSA
PAC I Classes	
FP, FT and PO (in the aggregate)	100% PSA through 300% PSA
MC, MO and OM (in the aggregate)	100% PSA through 300% PSA
PAC II Classes	
JA	122% PSA through 300% PSA
KE, KG and KH (in the aggregate)	115% PSA through 225% PSA
TAC Class	
FV	145% PSA

- The principal payment stability of the Group 1 PAC I Classes will be supported by the Group 1 PAC II Classes and the Group 1 Support Classes.
- The principal payment stability of the Group 1 PAC II Classes will be supported by Classes KA, KB, KC and KD.
- The principal payment stability of the Group 7 PAC Class will be supported by the Group 7 TAC Class and Class FW.
- The principal payment stability of the Group 7 TAC Class will be supported by Class FW.
- The principal payment stability of the Group 7 PAC I Classes will be supported by the Group 7 PAC II Class and Classes JB and JC.
- The principal payment stability of the Group 7 PAC II Class will be supported by Classes JB and JC.

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

There is no assurance that the related Mortgage Loans will have the characteristics assumed in the Modeling Assumptions, which were used to determine the initial Effective Ranges or Rate. If the initial Effective Ranges or Rate were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges 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, shift over time or cease to exist 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 such related PAC or TAC Class, if any, and its Weighted Average Life may be extended, perhaps significantly.

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

Assumability

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

Final Distribution Date

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

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

Modeling Assumptions

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

1. The Mortgage Loans underlying the Group 1, Group 3, Group 4, Group 6, Group 7 and Group 9 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, Group 3, Group 4, Group 6, Group 7 and Group 9 Trust Assets” in the Terms Sheet, except in the case of information set forth under the

0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Group 1, 3, 4, 6, 7 and 9 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months, and each Mortgage Loan underlying a Group 1, 6, 7 and 9 Trust Asset is assumed to have a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

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

3. Distributions on the Group 3, Group 4 and Group 8 Securities are always received on the 16th day of the month and distributions on the Group 1, Group 2, Group 5, Group 6, Group 7 and Group 9 Securities are always received on the 20th day of the month, in each case, whether or not a Business Day, commencing in October 2007.

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

5. The Closing Date for the Securities is September 28, 2007.

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

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

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

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

- For example, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 16th or 20th day of the month, as applicable, and the Trustee may cause a termination of the Trust as described under “Description of the Securities — Termination” in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, if applicable, which may not reflect actual receipts on the Trust Assets.

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

Decrement Tables

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

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of PSA (the “PSA Prepayment Assumption Rates”). As used in the 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 a Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional amount, as applicable, referred to in clause (a).

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

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

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

Security Group 1 PSA Prepayment Assumption Rates																				
Distribution Date	Classes FP, FT, PO, SD, SW, SY and TI					Class KA					Class KB					Class KC				
	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	99	95	95	95	95	100	100	97	83	74	100	100	100	100	100	100	100	100	100	100
September 2009	97	87	87	87	87	100	100	91	48	21	100	100	100	100	100	100	100	100	100	100
September 2010	95	77	77	77	77	100	100	84	10	0	100	100	100	100	0	100	100	100	100	0
September 2011	94	67	67	67	65	100	100	79	0	0	100	100	100	0	0	100	100	100	75	0
September 2012	92	58	58	58	48	100	100	74	0	0	100	100	100	0	0	100	100	100	0	0
September 2013	90	50	50	50	36	100	100	71	0	0	100	100	100	0	0	100	100	100	0	0
September 2014	87	42	42	42	27	100	100	68	0	0	100	100	100	0	0	100	100	100	0	0
September 2015	85	34	34	34	20	100	100	67	0	0	100	100	100	0	0	100	100	100	0	0
September 2016	82	27	27	27	15	100	100	66	0	0	100	100	100	0	0	100	100	100	0	0
September 2017	80	22	22	22	11	100	100	64	0	0	100	100	100	0	0	100	100	100	0	0
September 2018	77	17	17	17	8	100	100	62	0	0	100	100	100	0	0	100	100	100	0	0
September 2019	73	14	14	14	6	100	100	56	0	0	100	100	100	0	0	100	100	100	0	0
September 2020	70	11	11	11	4	100	100	48	0	0	100	100	100	0	0	100	100	100	0	0
September 2021	66	9	9	9	3	100	92	41	0	0	100	100	100	0	0	100	100	100	0	0
September 2022	62	7	7	7	2	100	82	33	0	0	100	100	100	0	0	100	100	100	0	0
September 2023	58	5	5	5	2	100	72	25	0	0	100	100	100	0	0	100	100	100	0	0
September 2024	53	4	4	4	1	100	62	18	0	0	100	100	100	0	0	100	100	100	0	0
September 2025	48	3	3	3	1	100	52	11	0	0	100	100	100	0	0	100	100	100	0	0
September 2026	43	3	3	3	1	100	42	4	0	0	100	100	100	0	0	100	100	100	0	0
September 2027	37	2	2	2	0	100	33	0	0	0	100	100	84	0	0	100	100	100	0	0
September 2028	30	1	1	1	0	100	24	0	0	0	100	100	38	0	0	100	100	100	0	0
September 2029	23	1	1	1	0	100	15	0	0	0	100	100	0	0	0	100	100	96	0	0
September 2030	16	1	1	1	0	100	6	0	0	0	100	100	0	0	0	100	100	68	0	0
September 2031	8	1	1	1	0	100	0	0	0	0	100	81	0	0	0	100	100	43	0	0
September 2032	0	0	0	0	0	100	0	0	0	0	100	19	0	0	0	100	100	19	0	0
September 2033	0	0	0	0	0	97	0	0	0	0	100	0	0	0	0	100	71	0	0	0
September 2034	0	0	0	0	0	66	0	0	0	0	100	0	0	0	0	100	32	0	0	0
September 2035	0	0	0	0	0	33	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	71	0	0	0	0	100	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	16.2	6.9	6.9	6.9	5.6	27.5	18.3	11.1	1.9	1.4	29.1	24.5	20.8	3.6	2.5	29.5	26.6	23.8	4.2	2.8

PSA Prepayment Assumption Rates																				
Distribution Date	Class KD					Class KE					Class KG					Class KH				
	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	100	100	100	100	100	91	91	91	100	100	100	100	100	100	100	100	100	100
September 2009	100	100	100	100	100	100	100	71	71	71	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	80	100	100	47	47	47	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	100	0	100	100	27	27	0	100	100	100	100	0	100	100	100	100	0
September 2012	100	100	100	62	0	100	100	11	11	0	100	100	100	100	0	100	100	100	100	0
September 2013	100	100	100	0	0	100	100	0	0	0	100	100	95	45	0	100	100	100	100	0
September 2014	100	100	100	0	0	100	100	0	0	0	100	100	72	0	0	100	100	100	39	0
September 2015	100	100	100	0	0	100	100	0	0	0	100	100	55	0	0	100	100	100	1	0
September 2016	100	100	100	0	0	100	92	0	0	0	100	100	27	0	0	100	100	100	0	0
September 2017	100	100	100	0	0	100	66	0	0	0	100	100	0	0	0	100	100	77	0	0
September 2018	100	100	100	0	0	100	26	0	0	0	100	100	0	0	0	100	100	19	0	0
September 2019	100	100	100	0	0	100	0	0	0	0	100	49	0	0	0	100	100	0	0	0
September 2020	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	19	0	0	0
September 2021	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2022	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2023	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2024	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2025	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2026	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2027	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2028	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2029	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2030	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2031	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2032	100	100	100	0	0	84	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2033	100	100	96	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	100	100	67	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	100	92	40	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	100	38	16	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	29.9	28.8	27.7	5.1	3.1	25.2	10.3	3.0	3.0	2.5	25.6	12.0	8.0	6.0	3.5	25.8	12.8	10.5	7.0	3.7

**Security Group 1
PSA Prepayment Assumption Rates**

Distribution Date	Class KJ					Class KL					Class KM					Class KP				
	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2009	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	37	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
September 2012	100	100	100	0	0	100	100	100	52	0	100	100	100	100	0	100	100	100	100	0
September 2013	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	84	0
September 2014	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	22	0
September 2015	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2016	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2017	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2018	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2019	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2020	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2021	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2022	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2023	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2024	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2025	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2026	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2027	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2028	100	100	98	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2029	100	100	29	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 2030	100	100	0	0	0	100	100	73	0	0	100	100	100	0	0	100	100	100	0	0
September 2031	100	100	0	0	0	100	100	25	0	0	100	100	100	0	0	100	100	100	0	0
September 2032	100	67	0	0	0	100	100	0	0	0	100	100	70	0	0	100	100	100	0	0
September 2033	100	0	0	0	0	100	78	0	0	0	100	100	6	0	0	100	100	100	0	0
September 2034	100	0	0	0	0	100	5	0	0	0	100	100	0	0	0	100	100	72	0	0
September 2035	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	98	43	0	0
September 2036	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	41	18	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	29.2	25.2	21.7	4.6	3.0	29.5	26.4	23.5	5.0	3.2	29.7	27.5	25.3	5.6	3.4	29.9	28.9	27.8	6.6	3.6

PSA Prepayment Assumption Rates

Distribution Date	Class KU					Class KW					Classes LT and LX				
	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%	0%	100%	145%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	97	88	81	100	100	100	100	100	100	100	97	86	80
September 2009	100	100	91	62	44	100	100	100	100	100	100	100	91	59	39
September 2010	100	100	84	34	6	100	100	100	100	100	100	100	83	28	0
September 2011	100	100	79	14	0	100	100	100	100	0	100	100	76	6	0
September 2012	100	100	74	0	0	100	100	100	100	0	100	100	71	0	0
September 2013	100	100	70	0	0	100	100	100	44	0	100	100	67	0	0
September 2014	100	100	68	0	0	100	100	100	11	0	100	100	64	0	0
September 2015	100	100	66	0	0	100	100	100	0	0	100	100	62	0	0
September 2016	100	99	64	0	0	100	100	100	0	0	100	99	60	0	0
September 2017	100	97	60	0	0	100	100	100	0	0	100	96	56	0	0
September 2018	100	93	56	0	0	100	100	100	0	0	100	92	52	0	0
September 2019	100	88	51	0	0	100	100	100	0	0	100	86	47	0	0
September 2020	100	82	46	0	0	100	100	100	0	0	100	80	41	0	0
September 2021	100	76	41	0	0	100	100	100	0	0	100	73	36	0	0
September 2022	100	69	36	0	0	100	100	100	0	0	100	66	30	0	0
September 2023	100	62	31	0	0	100	100	100	0	0	100	59	24	0	0
September 2024	100	56	26	0	0	100	100	100	0	0	100	51	19	0	0
September 2025	100	49	21	0	0	100	100	100	0	0	100	44	14	0	0
September 2026	100	42	17	0	0	100	100	100	0	0	100	37	9	0	0
September 2027	100	36	13	0	0	100	100	100	0	0	100	30	4	0	0
September 2028	100	30	9	0	0	100	100	100	0	0	100	23	0	0	0
September 2029	100	24	5	0	0	100	100	100	0	0	100	16	0	0	0
September 2030	100	18	2	0	0	100	100	100	0	0	100	10	0	0	0
September 2031	100	13	0	0	0	100	100	91	0	0	100	4	0	0	0
September 2032	98	7	0	0	0	100	100	71	0	0	98	0	0	0	0
September 2033	79	2	0	0	0	100	100	53	0	0	77	0	0	0	0
September 2034	58	0	0	0	0	100	82	37	0	0	54	0	0	0	0
September 2035	36	0	0	0	0	100	51	22	0	0	30	0	0	0	0
September 2036	12	0	0	0	0	100	21	9	0	0	3	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	27.3	17.9	11.6	2.5	1.8	29.7	28.1	26.4	6.0	3.5	27.1	17.2	10.6	2.3	1.7

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Class AB					Class AC					Class AD					Class AE				
	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2009	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	21	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	25	0	100	100	100	100	44	100	100	100	100	100	100	100	100	100	100
September 2012	100	100	100	0	0	100	100	100	61	0	100	100	100	100	81	100	100	100	100	100
September 2013	100	100	43	0	0	100	100	100	17	0	100	100	100	100	0	100	100	100	100	79
September 2014	100	100	0	0	0	100	100	87	0	0	100	100	100	57	0	100	100	100	100	0
September 2015	100	100	0	0	0	100	100	54	0	0	100	100	100	0	0	100	100	100	80	0
September 2016	100	72	0	0	0	100	100	25	0	0	100	100	100	0	0	100	100	100	0	0
September 2017	100	25	0	0	0	100	100	0	0	0	100	100	97	0	0	100	100	100	0	0
September 2018	100	0	0	0	0	100	89	0	0	0	100	100	42	0	0	100	100	100	0	0
September 2019	100	0	0	0	0	100	64	0	0	0	100	100	0	0	0	100	100	90	0	0
September 2020	100	0	0	0	0	100	41	0	0	0	100	100	0	0	0	100	100	23	0	0
September 2021	100	0	0	0	0	100	19	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2022	100	0	0	0	0	100	0	0	0	0	100	98	0	0	0	100	100	0	0	0
September 2023	100	0	0	0	0	100	0	0	0	0	100	51	0	0	0	100	100	0	0	0
September 2024	100	0	0	0	0	100	0	0	0	0	100	8	0	0	0	100	100	0	0	0
September 2025	90	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	47	0	0	0
September 2026	37	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2027	0	0	0	0	0	89	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2028	0	0	0	0	0	54	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2029	0	0	0	0	0	17	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	45	0	0	0	0	100	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	9	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	18.8	9.5	5.9	3.8	2.8	21.1	12.7	8.2	5.3	3.9	23.0	16.1	10.9	7.1	5.3	23.8	18.0	12.6	8.3	6.3

**Security Group 3
PSA Prepayment Assumption Rates**

Distribution Date	Classes FM and SA				
	0%	100%	445%	700%	900%
Initial Percent	100	100	100	100	100
September 2008	99	96	84	76	69
September 2009	98	89	63	46	34
September 2010	97	83	46	26	16
September 2011	96	77	33	15	7
September 2012	95	71	24	9	3
September 2013	93	66	17	5	1
September 2014	92	61	12	3	1
September 2015	90	56	9	2	0
September 2016	89	52	6	1	0
September 2017	87	48	5	1	0
September 2018	85	44	3	0	0
September 2019	83	40	2	0	0
September 2020	80	36	2	0	0
September 2021	78	33	1	0	0
September 2022	75	30	1	0	0
September 2023	73	27	1	0	0
September 2024	70	24	0	0	0
September 2025	66	21	0	0	0
September 2026	63	19	0	0	0
September 2027	59	16	0	0	0
September 2028	55	14	0	0	0
September 2029	50	12	0	0	0
September 2030	46	10	0	0	0
September 2031	40	8	0	0	0
September 2032	35	6	0	0	0
September 2033	29	5	0	0	0
September 2034	22	3	0	0	0
September 2035	16	1	0	0	0
September 2036	8	0	0	0	0
September 2037	0	0	0	0	0
Weighted Average					
Life (years)	20.2	11.0	3.6	2.3	1.8

**Security Group 4
PSA Prepayment Assumption Rates**

Distribution Date	Classes FN and SB				
	0%	100%	445%	700%	900%
Initial Percent	100	100	100	100	100
September 2008	99	96	84	75	68
September 2009	98	89	62	45	33
September 2010	97	83	45	26	15
September 2011	96	77	32	15	7
September 2012	95	71	23	8	3
September 2013	93	66	17	5	1
September 2014	92	61	12	3	1
September 2015	90	56	9	2	0
September 2016	89	52	6	1	0
September 2017	87	47	4	0	0
September 2018	85	43	3	0	0
September 2019	83	40	2	0	0
September 2020	80	36	2	0	0
September 2021	78	33	1	0	0
September 2022	75	30	1	0	0
September 2023	73	27	1	0	0
September 2024	70	24	0	0	0
September 2025	66	21	0	0	0
September 2026	63	19	0	0	0
September 2027	59	16	0	0	0
September 2028	55	14	0	0	0
September 2029	50	12	0	0	0
September 2030	46	10	0	0	0
September 2031	40	8	0	0	0
September 2032	35	6	0	0	0
September 2033	29	4	0	0	0
September 2034	22	3	0	0	0
September 2035	16	1	0	0	0
September 2036	8	0	0	0	0
September 2037	0	0	0	0	0
Weighted Average Life (years)	20.2	10.9	3.6	2.3	1.8

**Security Group 5
PSA Prepayment Assumption Rates**

Distribution Date	Class GA					Class GB					Class GC					Class GD					
	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%	0%	100%	185%	300%	400%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2009	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	38	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	40	0	100	100	100	100	56	100	100	100	100	100	100	100	100	100	100	100
September 2012	100	100	83	0	0	100	100	100	78	0	100	100	100	100	89	100	100	100	100	100	100
September 2013	100	100	35	0	0	100	100	100	23	0	100	100	100	100	30	100	100	100	100	100	100
September 2014	100	100	0	0	0	100	100	93	0	0	100	100	100	73	0	100	100	100	100	64	0
September 2015	100	68	0	0	0	100	100	50	0	0	100	100	100	30	0	100	100	100	100	0	0
September 2016	100	36	0	0	0	100	100	13	0	0	100	100	100	0	0	100	100	100	88	0	0
September 2017	100	6	0	0	0	100	100	0	0	0	100	100	76	0	0	100	100	100	18	0	0
September 2018	100	0	0	0	0	100	73	0	0	0	100	100	41	0	0	100	100	100	0	0	0
September 2019	100	0	0	0	0	100	42	0	0	0	100	100	11	0	0	100	100	100	0	0	0
September 2020	100	0	0	0	0	100	12	0	0	0	100	100	0	0	0	100	100	61	0	0	0
September 2021	100	0	0	0	0	100	0	0	0	0	100	82	0	0	0	100	100	3	0	0	0
September 2022	100	0	0	0	0	100	0	0	0	0	100	51	0	0	0	100	100	0	0	0	0
September 2023	100	0	0	0	0	100	0	0	0	0	100	22	0	0	0	100	100	0	0	0	0
September 2024	82	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	86	0	0	0	0
September 2025	50	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	22	0	0	0	0
September 2026	16	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
September 2027	0	0	0	0	0	77	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
September 2028	0	0	0	0	0	32	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
September 2029	0	0	0	0	0	0	0	0	0	0	82	0	0	0	0	100	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	22	0	0	0	0	100	0	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	18.0	8.6	5.7	3.9	2.9	20.6	11.8	8.1	5.5	4.1	22.6	15.1	10.8	7.6	5.7	23.7	17.6	13.2	9.6	7.2	

**Security Group 6
PSA Prepayment Assumption Rates**

Distribution Date	Classes CI, DI, FC, FD, FE and SC				
	0%	100%	445%	700%	900%
Initial Percent	100	100	100	100	100
September 2008	99	97	91	86	82
September 2009	98	92	72	59	49
September 2010	98	86	53	34	23
September 2011	97	79	38	20	10
September 2012	95	74	28	11	5
September 2013	94	68	20	6	2
September 2014	93	63	14	4	1
September 2015	92	58	10	2	0
September 2016	90	54	7	1	0
September 2017	89	49	5	1	0
September 2018	87	45	4	0	0
September 2019	85	41	3	0	0
September 2020	83	38	2	0	0
September 2021	81	34	1	0	0
September 2022	78	31	1	0	0
September 2023	75	28	1	0	0
September 2024	72	25	0	0	0
September 2025	69	23	0	0	0
September 2026	66	20	0	0	0
September 2027	62	18	0	0	0
September 2028	58	15	0	0	0
September 2029	53	13	0	0	0
September 2030	49	11	0	0	0
September 2031	43	9	0	0	0
September 2032	37	7	0	0	0
September 2033	31	6	0	0	0
September 2034	24	4	0	0	0
September 2035	17	2	0	0	0
September 2036	9	1	0	0	0
September 2037	0	0	0	0	0
Weighted Average Life (years)	20.8	11.5	4.0	2.8	2.2

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Classes AF, AT, BF, BT, CF, CT, DF, DT, FH, FL, SE and SG					Classes DK, DL, DM, DN, DP and UJ					Class FV					Class FW				
	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	99	97	94	91	89	98	94	94	94	94	100	100	97	97	96	100	100	69	24	0
September 2009	98	92	83	75	69	96	82	82	82	82	100	100	91	63	45	100	100	5	0	0
September 2010	97	85	70	56	48	94	68	68	68	64	100	100	69	22	0	100	100	0	0	0
September 2011	96	79	59	42	33	92	55	55	52	32	100	100	51	0	0	100	100	0	0	0
September 2012	95	73	49	32	23	89	42	42	29	10	100	100	39	0	0	100	100	0	0	0
September 2013	94	68	41	24	16	87	30	30	11	0	100	100	30	0	0	100	100	0	0	0
September 2014	92	63	34	18	11	84	19	19	0	0	100	100	25	0	0	100	100	0	0	0
September 2015	91	58	29	13	7	81	8	8	0	0	100	100	22	0	0	100	100	0	0	0
September 2016	89	53	24	10	5	77	0	0	0	0	100	99	20	0	0	100	100	0	0	0
September 2017	88	49	20	7	3	73	0	0	0	0	100	97	19	0	0	100	100	0	0	0
September 2018	86	45	16	5	2	69	0	0	0	0	100	93	17	0	0	100	100	0	0	0
September 2019	84	41	14	4	2	65	0	0	0	0	100	87	15	0	0	100	100	0	0	0
September 2020	82	37	11	3	1	60	0	0	0	0	100	81	13	0	0	100	100	0	0	0
September 2021	79	34	9	2	1	55	0	0	0	0	100	75	12	0	0	100	100	0	0	0
September 2022	77	31	8	2	1	50	0	0	0	0	100	68	10	0	0	100	100	0	0	0
September 2023	74	28	6	1	0	44	0	0	0	0	100	61	9	0	0	100	100	0	0	0
September 2024	71	25	5	1	0	37	0	0	0	0	100	54	7	0	0	100	100	0	0	0
September 2025	68	22	4	1	0	30	0	0	0	0	100	47	6	0	0	100	100	0	0	0
September 2026	64	20	3	0	0	23	0	0	0	0	100	40	5	0	0	100	100	0	0	0
September 2027	60	17	3	0	0	14	0	0	0	0	100	33	4	0	0	100	100	0	0	0
September 2028	56	15	2	0	0	5	0	0	0	0	100	26	4	0	0	100	100	0	0	0
September 2029	52	13	2	0	0	0	0	0	0	0	100	20	3	0	0	100	100	0	0	0
September 2030	47	11	1	0	0	0	0	0	0	0	100	14	2	0	0	100	100	0	0	0
September 2031	42	9	1	0	0	0	0	0	0	0	100	8	2	0	0	100	100	0	0	0
September 2032	36	7	1	0	0	0	0	0	0	0	100	2	1	0	0	100	100	0	0	0
September 2033	30	6	0	0	0	0	0	0	0	0	81	0	1	0	0	100	84	0	0	0
September 2034	23	4	0	0	0	0	0	0	0	0	58	0	1	0	0	100	60	0	0	0
September 2035	16	2	0	0	0	0	0	0	0	0	34	0	0	0	0	100	37	0	0	0
September 2036	8	1	0	0	0	0	0	0	0	0	7	0	0	0	0	100	16	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	20.5	11.4	6.4	4.4	3.6	13.8	4.5	4.5	3.9	3.3	27.3	17.6	6.3	2.3	1.9	29.6	27.5	1.3	0.7	0.6

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Class FX					Classes HA, HB, HC, HD, MA, MI and MO					Classes IM, MB, NA, NB, NC, ND and OM				
	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	92	84	79	97	89	89	89	89	100	100	100	100	100
September 2009	100	100	75	52	37	94	71	71	71	71	100	100	100	100	100
September 2010	100	100	57	18	0	90	47	47	47	41	100	100	100	100	100
September 2011	100	100	42	0	0	87	25	25	20	0	100	100	100	100	82
September 2012	100	100	32	0	0	82	5	5	0	0	100	100	100	73	25
September 2013	100	100	25	0	0	78	0	0	0	0	100	77	77	29	0
September 2014	100	100	20	0	0	73	0	0	0	0	100	48	48	0	0
September 2015	100	100	18	0	0	68	0	0	0	0	100	21	21	0	0
September 2016	100	99	17	0	0	62	0	0	0	0	100	0	0	0	0
September 2017	100	97	15	0	0	56	0	0	0	0	100	0	0	0	0
September 2018	100	94	14	0	0	50	0	0	0	0	100	0	0	0	0
September 2019	100	90	12	0	0	42	0	0	0	0	100	0	0	0	0
September 2020	100	85	11	0	0	35	0	0	0	0	100	0	0	0	0
September 2021	100	79	10	0	0	26	0	0	0	0	100	0	0	0	0
September 2022	100	74	8	0	0	17	0	0	0	0	100	0	0	0	0
September 2023	100	68	7	0	0	7	0	0	0	0	100	0	0	0	0
September 2024	100	62	6	0	0	0	0	0	0	0	95	0	0	0	0
September 2025	100	56	5	0	0	0	0	0	0	0	77	0	0	0	0
September 2026	100	51	4	0	0	0	0	0	0	0	58	0	0	0	0
September 2027	100	45	4	0	0	0	0	0	0	0	37	0	0	0	0
September 2028	100	40	3	0	0	0	0	0	0	0	14	0	0	0	0
September 2029	100	34	2	0	0	0	0	0	0	0	0	0	0	0	0
September 2030	100	29	2	0	0	0	0	0	0	0	0	0	0	0	0
September 2031	100	24	1	0	0	0	0	0	0	0	0	0	0	0	0
September 2032	100	20	1	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	84	15	1	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	66	11	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	46	7	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	24	3	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	27.7	19.3	5.4	2.1	1.7	10.2	2.9	2.9	2.8	2.5	19.3	7.0	7.0	5.6	4.6

PSA Prepayment Assumption Rates

Distribution Date	Class JA					Class JB					Class JC				
	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	92	84	92	100	100	91	81	75	100	100	100	100	100
September 2009	100	100	76	76	76	100	100	74	44	25	100	100	100	100	100
September 2010	100	100	56	56	0	100	100	54	5	0	100	100	100	100	0
September 2011	100	100	40	0	0	100	100	39	0	0	100	100	100	0	0
September 2012	100	100	26	0	0	100	100	28	0	0	100	100	100	0	0
September 2013	100	100	15	0	0	100	100	22	0	0	100	100	100	0	0
September 2014	100	100	6	0	0	100	100	18	0	0	100	100	100	0	0
September 2015	100	100	0	0	0	100	100	16	0	0	100	100	100	0	0
September 2016	100	96	0	0	0	100	100	14	0	0	100	100	100	0	0
September 2017	100	82	0	0	0	100	100	13	0	0	100	100	100	0	0
September 2018	100	60	0	0	0	100	100	11	0	0	100	100	100	0	0
September 2019	100	32	0	0	0	100	100	9	0	0	100	100	100	0	0
September 2020	100	0	0	0	0	100	100	7	0	0	100	100	100	0	0
September 2021	100	0	0	0	0	100	93	5	0	0	100	100	100	0	0
September 2022	100	0	0	0	0	100	86	4	0	0	100	100	100	0	0
September 2023	100	0	0	0	0	100	79	2	0	0	100	100	100	0	0
September 2024	100	0	0	0	0	100	72	1	0	0	100	100	100	0	0
September 2025	100	0	0	0	0	100	64	0	0	0	100	100	98	0	0
September 2026	100	0	0	0	0	100	57	0	0	0	100	100	82	0	0
September 2027	100	0	0	0	0	100	50	0	0	0	100	100	67	0	0
September 2028	100	0	0	0	0	100	43	0	0	0	100	100	55	0	0
September 2029	100	0	0	0	0	100	37	0	0	0	100	100	44	0	0
September 2030	100	0	0	0	0	100	30	0	0	0	100	100	35	0	0
September 2031	100	0	0	0	0	100	24	0	0	0	100	100	27	0	0
September 2032	100	0	0	0	0	100	18	0	0	0	100	100	20	0	0
September 2033	0	0	0	0	0	99	12	0	0	0	100	100	14	0	0
September 2034	0	0	0	0	0	76	7	0	0	0	100	100	9	0	0
September 2035	0	0	0	0	0	51	2	0	0	0	100	100	5	0	0
September 2036	0	0	0	0	0	23	0	0	0	0	100	53	2	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.6	11.3	3.6	2.8	2.3	28.0	20.3	4.6	1.8	1.5	29.9	29.1	22.1	3.3	2.5

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Class MC					Class PA					Class PF				
	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%	0%	100%	250%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2008	100	100	100	100	100	99	95	95	95	95	99	95	95	95	95
September 2009	100	100	100	100	100	97	87	87	87	87	97	87	87	87	87
September 2010	100	100	100	100	100	96	77	77	77	75	96	77	77	77	75
September 2011	100	100	100	100	100	94	68	68	65	51	94	68	68	65	51
September 2012	100	100	100	100	100	92	59	59	49	36	92	59	59	49	36
September 2013	100	100	100	100	86	90	50	50	37	24	90	50	50	37	24
September 2014	100	100	100	96	59	88	42	42	27	17	88	42	42	27	17
September 2015	100	100	100	72	41	86	34	34	20	12	86	34	34	20	12
September 2016	100	97	97	53	28	84	28	28	15	8	84	28	28	15	8
September 2017	100	78	78	40	19	81	22	22	11	5	81	22	22	11	5
September 2018	100	62	62	29	13	78	18	18	8	4	78	18	18	8	4
September 2019	100	50	50	22	9	75	14	14	6	3	75	14	14	6	3
September 2020	100	40	40	16	6	72	11	11	5	2	72	11	11	5	2
September 2021	100	31	31	12	4	68	9	9	3	1	68	9	9	3	1
September 2022	100	25	25	9	3	64	7	7	2	1	64	7	7	2	1
September 2023	100	19	19	6	2	60	6	6	2	1	60	6	6	2	1
September 2024	100	15	15	5	1	55	4	4	1	0	55	4	4	1	0
September 2025	100	12	12	3	1	50	3	3	1	0	50	3	3	1	0
September 2026	100	9	9	2	1	45	3	3	1	0	45	3	3	1	0
September 2027	100	7	7	2	0	39	2	2	0	0	39	2	2	0	0
September 2028	100	5	5	1	0	32	2	2	0	0	32	2	2	0	0
September 2029	90	4	4	1	0	25	1	1	0	0	25	1	1	0	0
September 2030	63	3	3	1	0	18	1	1	0	0	18	1	1	0	0
September 2031	35	2	2	0	0	10	1	1	0	0	10	1	1	0	0
September 2032	4	1	1	0	0	1	0	0	0	0	1	0	0	0	0
September 2033	1	1	1	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	1	1	1	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	23.5	13.2	13.2	10.2	8.3	16.5	7.0	7.0	5.7	4.7	16.5	7.0	7.0	5.7	4.7

**Security Group 8
PSA Prepayment Assumption Rates**

Distribution Date	Class IA				
	0%	100%	270%	450%	600%
Initial Percent	100	100	100	100	100
September 2008	99	98	98	98	98
September 2009	97	86	86	86	83
September 2010	94	73	73	65	43
September 2011	92	61	61	39	17
September 2012	89	50	49	21	6
September 2013	85	39	39	8	4
September 2014	82	29	29	5	2
September 2015	78	19	19	4	1
September 2016	74	11	11	3	1
September 2017	70	7	7	2	1
September 2018	66	6	6	1	0
September 2019	61	4	4	1	0
September 2020	56	3	3	1	0
September 2021	51	3	3	0	0
September 2022	45	2	2	0	0
September 2023	39	2	2	0	0
September 2024	33	1	1	0	0
September 2025	26	1	1	0	0
September 2026	18	1	1	0	0
September 2027	10	1	1	0	0
September 2028	7	1	1	0	0
September 2029	4	0	0	0	0
September 2030	2	0	0	0	0
September 2031	0	0	0	0	0
September 2032	0	0	0	0	0
September 2033	0	0	0	0	0
September 2034	0	0	0	0	0
September 2035	0	0	0	0	0
September 2036	0	0	0	0	0
September 2037	0	0	0	0	0
Weighted Average					
Life (years)	13.3	5.5	5.5	3.9	3.0

**Security Group 9
PSA Prepayment Assumption Rates**
Classes EF, ES, GF, GI, GS, HF, HI, HS, IH, IK, IL, IN, KF, KI, KS, LF,
LI, LS, NF, NI and NS

<u>Distribution Date</u>	<u>0%</u>	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
Initial Percent	100	100	100	100	100
September 2008	99	98	92	89	85
September 2009	98	93	76	64	55
September 2010	98	86	55	37	26
September 2011	97	80	40	21	12
September 2012	95	74	29	12	5
September 2013	94	69	21	7	2
September 2014	93	64	15	4	1
September 2015	92	59	11	2	0
September 2016	90	54	8	1	0
September 2017	89	50	6	1	0
September 2018	87	46	4	0	0
September 2019	85	42	3	0	0
September 2020	83	38	2	0	0
September 2021	81	35	1	0	0
September 2022	78	32	1	0	0
September 2023	75	29	1	0	0
September 2024	72	26	1	0	0
September 2025	69	23	0	0	0
September 2026	66	21	0	0	0
September 2027	62	18	0	0	0
September 2028	58	16	0	0	0
September 2029	53	14	0	0	0
September 2030	49	12	0	0	0
September 2031	43	10	0	0	0
September 2032	37	8	0	0	0
September 2033	31	6	0	0	0
September 2034	24	4	0	0	0
September 2035	17	3	0	0	0
September 2036	9	1	0	0	0
September 2037	0	0	0	0	0
Weighted Average Life (years)	20.8	11.6	4.2	2.9	2.4

**Security Groups 3 and 4
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class FA</u>				
	<u>0%</u>	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
Initial Percent	100	100	100	100	100
September 2008	99	96	84	75	68
September 2009	98	89	62	45	34
September 2010	97	83	45	26	15
September 2011	96	77	33	15	7
September 2012	95	71	24	8	3
September 2013	93	66	17	5	1
September 2014	92	61	12	3	1
September 2015	90	56	9	2	0
September 2016	89	52	6	1	0
September 2017	87	47	5	1	0
September 2018	85	44	3	0	0
September 2019	83	40	2	0	0
September 2020	80	36	2	0	0
September 2021	78	33	1	0	0
September 2022	75	30	1	0	0
September 2023	73	27	1	0	0
September 2024	70	24	0	0	0
September 2025	66	21	0	0	0
September 2026	63	19	0	0	0
September 2027	59	16	0	0	0
September 2028	55	14	0	0	0
September 2029	50	12	0	0	0
September 2030	46	10	0	0	0
September 2031	40	8	0	0	0
September 2032	35	6	0	0	0
September 2033	29	4	0	0	0
September 2034	22	3	0	0	0
September 2035	16	1	0	0	0
September 2036	8	0	0	0	0
September 2037	0	0	0	0	0
Weighted Average Life (years)	20.2	11.0	3.6	2.3	1.8

Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Class based on the anticipated yield of that Class resulting from its purchase price, the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 2, Group 5 and Group 8 Securities, the investor's own projection of principal payment rates or reductions in the notional balances of the Underlying Certificates, as applicable, under a variety of scenarios and, in the case of a Floating Rate or an Inverse Floating Rate Class, the investor's own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

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

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

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

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

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

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

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

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

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

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

The effective yield on any Fixed Rate or Delay 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 that Class even though interest began to accrue approximately 46 or 50 days earlier, as applicable.

Yield Tables

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

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

The yields were calculated by

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

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

The information set forth in the following tables was prepared on the basis of the Modeling Assumptions and the assumptions that (1) the Interest Rate applicable to Class LX and each Inverse Floating Rate Class for each Accrual Period following the first Accrual Period will be based on the indicated level of LIBOR and (2) the purchase price of each Class (expressed as a percentage of its original Class Principal Balance or Class Notional Balance) plus accrued

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

SECURITY GROUP 1

**Sensitivity of Class LT to Prepayments
Assumed Price 95.40625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
7.000% and below	7.8%	8.0%	9.5%	10.2%
7.005%	4.0%	4.2%	5.8%	6.5%
7.010% and above	0.3%	0.5%	2.1%	2.8%

**Sensitivity of Class LX to Prepayments
Assumed Price 74.059375%**

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
7.000% and below	1.8%	3.0%	14.0%	18.9%
7.005%	24.6%	26.6%	36.6%	41.6%
7.010% and above	50.3%	52.4%	61.3%	66.2%

**Sensitivity of Class PO to Prepayments
Assumed Price 73.09375%**

<u>PSA Prepayment Assumption Rates</u>			
<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
5.0%	5.0%	5.0%	6.0%

**Sensitivity of Class SD to Prepayments
Assumed Price 119.96875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
4.500%	9.2%	9.2%	9.2%	8.7%
5.500%	3.9%	3.9%	3.9%	3.4%
6.500%	(1.2)%	(1.2)%	(1.2)%	(1.8)%
6.735% and above	(2.5)%	(2.5)%	(2.5)%	(3.0)%

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

Sensitivity of Class SW to Prepayments
Assumed Price 96.53125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
4.500%	7.5%	7.5%	7.5%	7.6%
5.500%	4.4%	4.4%	4.4%	4.5%
6.500%	1.3%	1.3%	1.3%	1.4%
6.735% and above	0.6%	0.6%	0.6%	0.7%

Sensitivity of Class SY to Prepayments
Assumed Price 7.81250%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
4.500%	17.6%	17.6%	17.6%	14.5%
5.500%	1.8%	1.8%	1.8%	(2.7)%
6.500%	(18.6)%	(18.6)%	(18.6)%	(24.5)%
6.735% and above	**	**	**	**

Sensitivity of Class TI to Prepayments
Assumed Price 0.953125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>145%</u>	<u>300%</u>	<u>400%</u>
6.7350% and below	15.0%	15.0%	15.0%	11.6%
6.7425%	(1.7)%	(1.7)%	(1.7)%	(6.5)%
6.7500% and above	**	**	**	**

SECURITY GROUP 3

Sensitivity of Class SA to Prepayments
Assumed Price 3.62500%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.7650%	45.3%	23.4%	5.8%	(9.1)%
5.7650%	14.0%	(7.9)%	(25.8)%	(41.2)%
6.1425%	1.8%	(20.0)%	(37.9)%	(53.6)%
6.5200% 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 4
Sensitivity of Class SB to Prepayments
Assumed Price 3.62500%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.7650%	45.2%	22.7%	4.6%	(10.8)%
5.7650%	13.9%	(8.3)%	(26.4)%	(42.1)%
6.1425%	1.7%	(20.2)%	(38.3)%	(54.1)%
6.5200% and above	**	**	**	**

SECURITY GROUP 6
Sensitivity of Class CI to Prepayments
Assumed Price 0.78125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.500% and below	42.8%	25.1%	11.4%	0.2%
6.535%	16.8%	(2.6)%	(17.9)%	(30.6)%
6.570% and above	**	**	**	**

Sensitivity of Class DI to Prepayments
Assumed Price 1.015625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.500% and below	42.2%	24.5%	10.7%	(0.5)%
6.545%	16.5%	(2.9)%	(18.3)%	(31.0)%
6.590% and above	**	**	**	**

Sensitivity of Class SC to Prepayments
Assumed Price 3.890625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.82%	40.1%	22.2%	8.3%	(3.0)%
5.82%	10.7%	(9.1)%	(25.0)%	(38.2)%
6.16%	0.1%	(20.4)%	(37.1)%	(51.4)%
6.50% 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 7

**Sensitivity of Class AT to Prepayments
Assumed Price 1.890625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>
6.650% and below	21.0%	12.9%	4.5%	(1.2)%
6.675%	5.7%	(2.8)%	(11.7)%	(17.8)%
6.700% and above	**	**	**	**

**Sensitivity of Class BT to Prepayments
Assumed Price 1.421875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>
6.600% and below	31.2%	23.3%	15.3%	9.8%
6.625%	11.0%	2.6%	(6.1)%	(12.1)%
6.650% and above	**	**	**	**

**Sensitivity of Class CT to Prepayments
Assumed Price 1.40625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>
6.550% and below	31.6%	23.8%	15.7%	10.3%
6.575%	11.2%	2.8%	(5.9)%	(11.9)%
6.600% and above	**	**	**	**

**Sensitivity of Class DT to Prepayments
Assumed Price 1.390625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>
6.500% and below	32.1%	24.3%	16.2%	10.8%
6.525%	11.4%	3.1%	(5.6)%	(11.6)%
6.550% and above	**	**	**	**

**Sensitivity of Class IJ to Prepayments
Assumed Price 17.233915%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>	<u>565%</u>
15.4%	15.4%	11.0%	4.6%	0.1%

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

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

**Sensitivity of Class IM to Prepayments
Assumed Price 25.2809375%***

PSA Prepayment Assumption Rates				
100%	250%	400%	500%	517%
14.1%	14.1%	8.3%	1.3%	0.0%

**Sensitivity of Class MI to Prepayments
Assumed Price 12.035625%***

PSA Prepayment Assumption Rates				
100%	250%	400%	500%	674%
18.5%	18.5%	16.8%	11.4%	0.0%

**Sensitivity of Class MO to Prepayments
Assumed Price 88.171875%**

PSA Prepayment Assumption Rates			
100%	250%	400%	500%
4.5%	4.5%	4.6%	5.1%

**Sensitivity of Class OM to Prepayments
Assumed Price 73.78125%**

PSA Prepayment Assumption Rates			
100%	250%	400%	500%
4.4%	4.4%	5.5%	6.8%

**Sensitivity of Class SE to Prepayments
Assumed Price 4.84375%***

LIBOR	PSA Prepayment Assumption Rates			
	100%	250%	400%	500%
4.80313%	30.5%	22.6%	14.6%	9.0%
5.80313%	7.0%	(1.5)%	(10.4)%	(16.5)%
6.15157%	(2.2)%	(10.9)%	(19.9)%	(26.2)%
6.50000% and above	**	**	**	**

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

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

Sensitivity of Class SG to Prepayments
Assumed Price 5.12500%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>500%</u>
4.80313%	30.6%	22.7%	14.6%	9.1%
5.80313%	8.4%	(0.1)%	(8.9)%	(15.0)%
6.20157%	(1.4)%	(10.0)%	(19.1)%	(25.4)%
6.60000% and above	**	**	**	**

SECURITY GROUP 8

Sensitivity of Class IA to Prepayments
Assumed Price 21.703125%*

	<u>PSA Prepayment Assumption Rates</u>				
	<u>100%</u>	<u>270%</u>	<u>450%</u>	<u>481%</u>	<u>600%</u>
	12.5%	12.4%	2.3%	0.0%	(8.8)%

SECURITY GROUP 9

Sensitivity of Class ES to Prepayments
Assumed Price 4.15625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.15%	58.3%	42.8%	31.0%	21.5%
5.15%	29.8%	12.4%	(1.0)%	(11.8)%
6.15%	1.5%	(18.4)%	(34.6)%	(48.2)%
6.55% and above	**	**	**	**

Sensitivity of Class GI to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.550% and below	38.6%	21.8%	9.0%	(1.3)%
6.555%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.560% and above	**	**	**	**

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

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

Sensitivity of Class GS to Prepayments
Assumed Price 4.180625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.15%	58.2%	42.7%	30.8%	21.4%
5.15%	29.9%	12.5%	(1.0)%	(11.8)%
6.15%	1.8%	(18.2)%	(34.3)%	(47.9)%
6.56% and above	**	**	**	**

Sensitivity of Class HI to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.560% and below	38.6%	21.8%	9.0%	(1.3)%
6.565%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.570% and above	**	**	**	**

Sensitivity of Class HS to Prepayments
Assumed Price 4.20500%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.15%	58.1%	42.5%	30.7%	21.2%
5.15%	29.9%	12.5%	(0.9)%	(11.7)%
6.15%	2.0%	(17.9)%	(34.0)%	(47.6)%
6.57% and above	**	**	**	**

Sensitivity of Class IH to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.55% and below	38.6%	21.8%	9.0%	(1.3)%
6.56%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.57% and above	**	**	**	**

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

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

Sensitivity of Class IK to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.550% and below	38.6%	21.8%	9.0%	(1.3)%
6.565%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.580% and above	**	**	**	**

Sensitivity of Class IL to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.55% and below	38.6%	21.8%	9.0%	(1.3)%
6.57%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.59% and above	**	**	**	**

Sensitivity of Class IN to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.550% and below	38.6%	21.8%	9.0%	(1.3)%
6.575%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.600% and above	**	**	**	**

Sensitivity of Class KI to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.570% and below	38.6%	21.8%	9.0%	(1.3)%
6.575%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.580% and above	**	**	**	**

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

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

Sensitivity of Class KS to Prepayments
Assumed Price 4.229375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.15%	58.0%	42.4%	30.6%	21.1%
5.15%	30.0%	12.6%	(0.8)%	(11.7)%
6.15%	2.3%	(17.7)%	(33.8)%	(47.3)%
6.58% and above	**	**	**	**

Sensitivity of Class LI to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.580% and below	38.6%	21.8%	9.0%	(1.3)%
6.585%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.590% and above	**	**	**	**

Sensitivity of Class LS to Prepayments
Assumed Price 4.25375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
4.15%	57.9%	42.3%	30.4%	21.0%
5.15%	30.0%	12.6%	(0.8)%	(11.6)%
6.15%	2.5%	(17.4)%	(33.5)%	(47.0)%
6.59% and above	**	**	**	**

Sensitivity of Class NI to Prepayments
Assumed Price 0.609375%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>445%</u>	<u>700%</u>	<u>900%</u>
6.590% and below	38.6%	21.8%	9.0%	(1.3)%
6.595%	14.8%	(4.0)%	(18.8)%	(30.8)%
6.600% and above	**	**	**	**

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

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

Sensitivity of Class NS to Prepayments
Assumed Price 4.278125%*

LIBOR	PSA Prepayment Assumption Rates			
	100%	445%	700%	900%
4.15%	57.8%	42.2%	30.3%	20.8%
5.15%	30.1%	12.7%	(0.7)%	(11.5)%
6.15%	2.7%	(17.2)%	(33.2)%	(46.7)%
6.60% and above	**	**	**	**

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

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

CERTAIN FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

REMIC Elections

In the opinion of Kennedy Covington Lobdell & Hickman, L.L.P., 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 MO, OM and PO 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 AT, BT, CI, CT, DI, DT, ES, GI, HI, IA, IM, KI, LI, MI, NI, SA, SB, SC, SE, SG, SY and TI 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 assumptions described below.

In addition to the Regular Securities described in the preceding two paragraphs, based on anticipated prices (including accrued interest), the assumed Mortgage Loan characteristics, the prepayment assumptions described below and, in the case of the Floating Rate and Inverse Floating Rate Classes, the constant LIBOR values described below, Classes LT and LX are expected to be issued with OID.

Prospective investors in the Regular 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 145% PSA in the case of the Group 1 Securities, 185% PSA in the case of the Group 2 and 5 Securities, 445% PSA in the case of the Group 3, 4, 6 and Group 9 Securities, 250% PSA in the case of the Group 7 Securities and 270% PSA in the case of the Group 8 Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Group 1 Floating Rate and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 5.50%; in the case of the Group 3 and 4 Floating Rate and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 5.765%; in the case of the Group 6 Floating Rate and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 5.82%; in the case of the Group 7 Floating Rate and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 5.80313% and in the case of the Group 9 Floating and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 5.15%. No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See “*Certain Federal Income Tax Consequences*” in the *Base Offering Circular*.

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

Residual Securities

The Class 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 related Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which

could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Class RR Securities are not entitled to any stated principal or interest payments on the Class RR Securities, the Trust REMICs 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.

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

The United States Department of the Treasury has recently issued temporary regulations that may accelerate the time for withholding with respect to excess inclusions allocable to foreign investors in certain types of pass-through entities that hold the Residual Securities. The regulations are effective as to allocations of income on or after August 1, 2006. You should consult your tax advisor concerning these regulations and their potential application to an investment by you in the 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.

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

ERISA MATTERS

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

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

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

See “ERISA Considerations” in the Base Offering Circular.

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

LEGAL INVESTMENT CONSIDERATIONS

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

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

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

PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest, if any, from (1) September 1, 2007 on the Fixed Rate and Delay Classes, (2) September 16, 2007 on the Group 3 and Group 4 Floating Rate and Inverse Floating Rate Classes, and (3) September 20, 2007 on the Group 1, Group 6, Group 7 and Group 9 Floating Rate and Inverse Floating Rate Classes (other than Delay Classes). The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

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

LEGAL MATTERS

Certain legal matters will be passed upon for Ginnie Mae by Thacher Profitt & Wood LLP, New York, New York, and the Law Offices of Joseph C. Reid, P.A., New York, New York, for the Trust by Kennedy Covington Lobdell & Hickman, L.L.P. Charlotte, North Carolina and Marcell Solomon & Associates, O.C., Greenbelt, Maryland, and for the Trustee by Nixon Peabody LLP, Boston, Massachusetts.

Schedule I

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1								
PO	\$ 16,666,668	SD	\$ 16,666,668	PAC I	(5)	INV	38375LGE4	September 2037
SY	100,000,000							
Combination 2								
PO	\$ 16,666,668	SW	\$ 16,666,668	PAC I	(5)	INV	38375LGF1	September 2037
SY	50,000,000							
Security Groups 3 & 4								
Combination 3								
FM	\$ 29,212,323	FA(6)	\$ 57,000,000	PT	(5)	FLT	38375LGG9	September 2037
FN	27,787,677							
Security Group 7								
Combination 4								
IM	\$ 12,080,000	MB	\$ 12,080,000	PAC I	5.75%	FIX	38375LGH7	June 2035
OM	12,080,000							
Combination 5								
FV	\$ 14,536,000	FX	\$ 17,726,000	SUP	(5)	FLT	38375LGJ3	September 2037
FW	3,190,000							
Combination 6								
FV	\$ 14,536,000	AF	\$ 50,000,000	PT	(5)	FLT	38375LGK0	September 2037
FW	3,190,000							
PF	32,274,000							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
		Notional Balance			Balance(2)					
Combination 7										
AT	\$	5,000,000	BF	\$	50,000,000	PT	(5)	FLT	38375LGL8	September 2037
FV		14,536,000								
FW		3,190,000								
PF		32,274,000								
Combination 8										
AT	\$	5,000,000	CF	\$	50,000,000	PT	(5)	FLT	38375LGM6	September 2037
BT		5,000,000								
FV		14,536,000								
FW		3,190,000								
PF		32,274,000								
Combination 9										
AT	\$	5,000,000	DF	\$	50,000,000	PT	(5)	FLT	38375LGN4	September 2037
BT		5,000,000								
CT		5,000,000								
FV		14,536,000								
FW		3,190,000								
PF		32,274,000								
Combination 10										
AT	\$	5,000,000	FL	\$	50,000,000	PT	(5)	FLT	38375LGP9	September 2037
BT		5,000,000								
CT		5,000,000								
DT		5,000,000								
FV		14,536,000								
FW		3,190,000								
PF		32,274,000								

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 11								
IM	\$ 12,080,000	PA	\$43,033,000	PAC I	5.75%	FIX	38375LGQ7	September 2037
MC	12,253,000							
MI	18,700,000							
MO	18,700,000							
OM	12,080,000							
Combination 12								
IM	\$ 12,080,000	IJ	\$30,780,000	NTL (PAC I)	5.75%	FIX/IO	38375LGR5	June 2035
MI	18,700,000							
Combination 13								
IM	\$ 9,979,130	DK	\$30,780,000	PAC I	4.75%	FIX	38375LGS3	June 2035
MI	15,447,826							
MO	18,700,000							
OM	12,080,000							
Combination 14								
IM	\$ 10,504,347	DL	\$30,780,000	PAC I	5.00%	FIX	38375LGT1	June 2035
MI	16,260,870							
MO	18,700,000							
OM	12,080,000							
Combination 15								
IM	\$ 11,029,565	DM	\$30,780,000	PAC I	5.25%	FIX	38375LGU8	June 2035
MI	17,073,913							
MO	18,700,000							
OM	12,080,000							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 16										
IM	\$	11,554,782	DN	\$	30,780,000	PAC I	5.50%	FIX	38375LGV6	June 2035
MI		17,886,957								
MO		18,700,000								
OM		12,080,000								
Combination 17										
IM	\$	12,080,000	DP	\$	30,780,000	PAC I	5.75%	FIX	38375LGW4	June 2035
MI		18,700,000								
MO		18,700,000								
OM		12,080,000								
Combination 18										
MI	\$	15,447,826	HA	\$	18,700,000	PAC I	4.75%	FIX	38375LGX2	September 2032
MO		18,700,000								
Combination 19										
MI	\$	16,260,869	HB	\$	18,700,000	PAC I	5.00%	FIX	38375LGY0	September 2032
MO		18,700,000								
Combination 20										
MI	\$	17,073,913	HC	\$	18,700,000	PAC I	5.25%	FIX	38375LGZ7	September 2032
MO		18,700,000								
Combination 21										
MI	\$	17,886,956	HD	\$	18,700,000	PAC I	5.50%	FIX	38375LHA1	September 2032
MO		18,700,000								
Combination 22										
MI	\$	18,700,000	MA	\$	18,700,000	PAC I	5.75%	FIX	38375LHB9	September 2032
MO		18,700,000								

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 23								
IM	\$ 9,979,130	NA	\$12,080,000	PAC I	4.75%	FIX	38375LHC7	June 2035
OM	12,080,000							
Combination 24								
IM	\$ 10,504,347	NB	\$12,080,000	PAC I	5.00%	FIX	38375LHD5	June 2035
OM	12,080,000							
Combination 25								
IM	\$ 11,029,565	NC	\$12,080,000	PAC I	5.25%	FIX	38375LHE3	June 2035
OM	12,080,000							
Combination 26								
IM	\$ 11,554,782	ND	\$12,080,000	PAC I	5.50%	FIX	38375LHF0	June 2035
OM	12,080,000							
Security Group 9								
Combination 27								
NF	\$ 73,000,000	LF	\$73,000,000	PT	(5)	FLT	38375LHG8	September 2037
NI	2,920,000							
Combination 28								
LI	\$ 2,920,000	KF	\$73,000,000	PT	(5)	FLT	38375LHH6	September 2037
NF	73,000,000							
NI	2,920,000							
Combination 29								
KI	\$ 2,920,000	HF	\$73,000,000	PT	(5)	FLT	38375LHJ2	September 2037
LI	2,920,000							
NF	73,000,000							
NI	2,920,000							

REMIC Securities			MX Securities					
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 30								
HI	\$ 2,920,000	GF	\$73,000,000	PT	(5)	FLT	38375LHK9	September 2037
KI	2,920,000							
LI	2,920,000							
NF	73,000,000							
NI	2,920,000							
Combination 31								
GI	\$ 2,920,000	EF	\$73,000,000	PT	(5)	FLT	38375LHL7	September 2037
HI	2,920,000							
KI	2,920,000							
LI	2,920,000							
NF	73,000,000							
NI	2,920,000							
Combination 32								
ES	\$ 73,000,000	GS	\$73,000,000	NTL (PT)	(5)	INV/IO	38375LHM5	September 2037
GI	2,920,000							
Combination 33								
ES	\$ 73,000,000	HS	\$73,000,000	NTL (PT)	(5)	INV/IO	38375LHN3	September 2037
GI	2,920,000							
HI	2,920,000							
Combination 34								
ES	\$ 73,000,000	KS	\$73,000,000	NTL (PT)	(5)	INV/IO	38375LHP8	September 2037
GI	2,920,000							
HI	2,920,000							
KI	2,920,000							

REMIC Securities			MX Securities					
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 35								
ES	\$ 73,000,000	LS	\$ 73,000,000	NTL (PT)	(5)	INV/IO	38375LHQ6	September 2037
GI	2,920,000							
HI	2,920,000							
KI	2,920,000							
LI	2,920,000							
Combination 36								
ES	\$ 73,000,000	NS	\$ 73,000,000	NTL (PT)	(5)	INV/IO	38375LHR4	September 2037
GI	2,920,000							
HI	2,920,000							
KI	2,920,000							
LI	2,920,000							
NI	2,920,000							
Combination 37								
GI	\$ 2,920,000	IH	\$ 5,840,000	NTL (PT)	(5)	INV/IO	38375LHS2	September 2037
HI	2,920,000							
Combination 38								
GI	\$ 2,920,000	IK	\$ 8,760,000	NTL (PT)	(5)	INV/IO	38375LHT0	September 2037
HI	2,920,000							
KI	2,920,000							
Combination 39								
GI	\$ 2,920,000	IL	\$ 11,680,000	NTL (PT)	(5)	INV/IO	38375LHU7	September 2037
HI	2,920,000							
KI	2,920,000							
LI	2,920,000							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Notional Balance	Principal Balance		Principal Balance	or Class Notional Balance					
Combination 40										
GI	\$	2,920,000	IN	\$	14,600,000	NTL (PT)	(5)	INV/IO	38375LHV5	September 2037
HI		2,920,000								
KI		2,920,000								
LI		2,920,000								
NI		2,920,000								

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

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

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

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

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

(6) Combination 3 is derived from REMIC Classes of separate Security Groups.

Schedule II

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes FP, FT, and PO (in the aggregate)</u>	<u>Classes KE, KG, and KH (in the aggregate)</u>	<u>Class FV</u>	<u>Class JA</u>	<u>Classes MC, MO, and OM (in the aggregate)</u>	<u>Class PF</u>
Initial Balance ..	\$116,666,668.00	\$5,228,000.00	\$14,536,000.00	\$3,621,149.00	\$43,033,000.00	\$32,274,000.00
October 2007 ...	116,376,849.68	5,218,946.36	14,519,997.22	3,611,126.21	42,931,304.17	32,198,477.97
November 2007	116,056,298.20	5,207,642.40	14,501,110.96	3,598,826.41	42,818,037.75	32,113,528.16
December 2007	115,705,111.47	5,194,097.14	14,478,476.07	3,584,085.61	42,693,407.34	32,020,055.35
January 2008	115,323,403.30	5,178,322.06	14,452,111.91	3,566,915.87	42,557,452.20	31,918,088.99
February 2008 ..	114,911,303.38	5,160,331.16	14,422,042.54	3,547,332.04	42,410,217.49	31,807,662.96
March 2008	114,468,957.21	5,140,140.91	14,388,296.81	3,525,351.78	42,251,754.23	31,688,815.51
April 2008	113,996,526.03	5,117,770.29	14,350,908.25	3,500,995.54	42,082,119.27	31,561,589.30
May 2008	113,494,186.76	5,093,240.71	14,309,915.12	3,474,286.50	41,901,375.30	31,426,031.32
June 2008	112,962,131.87	5,066,576.05	14,265,360.30	3,445,250.63	41,709,590.77	31,282,192.92
July 2008	112,400,569.31	5,037,802.60	14,217,291.26	3,413,916.63	41,506,839.89	31,130,129.76
August 2008	111,809,722.35	5,006,949.07	14,165,760.10	3,380,315.89	41,293,202.54	30,969,901.75
September 2008	111,189,829.49	4,974,046.49	14,110,823.35	3,344,482.45	41,068,764.31	30,801,573.08
October 2008 ...	110,541,144.26	4,939,128.28	14,052,542.04	3,306,453.02	40,833,616.33	30,625,212.09
November 2008	109,863,935.11	4,902,230.13	13,990,981.52	3,266,266.86	40,587,855.31	30,440,891.33
December 2008	109,158,485.18	4,863,390.02	13,926,211.43	3,223,965.81	40,331,583.44	30,248,687.43
January 2009	108,425,092.17	4,822,648.10	13,858,305.65	3,179,594.20	40,064,908.31	30,048,681.08
February 2009 ..	107,664,068.09	4,780,046.76	13,787,342.12	3,133,198.80	39,787,942.86	29,840,957.00
March 2009	106,875,739.06	4,735,630.46	13,713,402.80	3,084,828.79	39,500,805.31	29,625,603.83
April 2009	106,060,445.11	4,689,445.78	13,636,573.54	3,034,535.71	39,203,619.02	29,402,714.12
May 2009	105,218,539.91	4,641,541.27	13,556,943.99	2,982,373.30	38,896,512.50	29,172,384.23
June 2009	104,350,390.52	4,591,967.50	13,474,607.45	2,928,397.58	38,579,619.24	28,934,714.28
July 2009	103,456,377.17	4,540,776.88	13,389,660.75	2,872,666.70	38,253,077.63	28,689,808.08
August 2009	102,536,892.92	4,488,023.70	13,302,204.12	2,815,240.85	37,917,030.90	28,437,773.04
September 2009	101,592,343.41	4,433,764.03	13,212,341.08	2,756,182.22	37,571,626.98	28,178,720.10
October 2009 ...	100,623,146.59	4,378,055.60	13,120,178.22	2,695,554.93	37,217,018.40	27,912,763.66
November 2009	99,629,732.37	4,320,957.79	13,025,825.13	2,633,424.92	36,853,362.18	27,640,021.50
December 2009	98,612,542.31	4,262,531.56	12,929,394.21	2,569,859.90	36,480,819.71	27,360,614.65
January 2010	97,600,557.77	4,204,929.35	12,834,475.01	2,507,204.54	36,110,159.83	27,082,619.74
February 2010 ..	96,593,751.98	4,148,144.15	12,741,052.54	2,445,450.89	35,741,372.85	26,806,029.50
March 2010	95,592,098.31	4,092,169.01	12,649,111.96	2,384,591.06	35,374,449.11	26,530,836.70
April 2010	94,595,570.25	4,036,997.03	12,558,638.57	2,324,617.22	35,009,379.01	26,257,034.12
May 2010	93,604,141.43	3,982,621.35	12,469,617.77	2,265,521.60	34,646,152.99	25,984,614.62
June 2010	92,617,785.63	3,929,035.18	12,382,035.11	2,207,296.46	34,284,761.57	25,713,571.05
July 2010	91,636,476.76	3,876,231.76	12,295,876.26	2,149,934.18	33,925,195.28	25,443,896.34
August 2010	90,660,188.85	3,824,204.39	12,211,127.01	2,093,427.15	33,567,444.72	25,175,583.42
September 2010	89,688,896.07	3,772,946.45	12,127,773.30	2,037,767.84	33,211,500.53	24,908,625.28
October 2010 ...	88,722,572.74	3,722,451.31	12,045,801.15	1,982,948.77	32,857,353.41	24,643,014.94
November 2010	87,761,193.29	3,672,712.43	11,965,196.73	1,928,962.52	32,504,994.09	24,378,745.45
December 2010	86,804,732.29	3,623,723.32	11,885,946.35	1,875,801.74	32,154,413.36	24,115,809.90
January 2011	85,853,164.44	3,575,477.53	11,808,036.39	1,823,459.12	31,805,602.06	23,854,201.43
February 2011 ..	84,906,464.57	3,527,968.64	11,731,453.39	1,771,927.43	31,458,551.06	23,593,913.18

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
March 2011	\$ 83,964,607.65	\$3,481,190.30	\$11,656,184.00	\$1,721,199.45	\$31,113,251.30	\$23,334,938.36
April 2011	83,027,568.75	3,435,136.23	11,582,214.99	1,671,268.07	30,769,693.75	23,077,270.20
May 2011	82,095,323.11	3,389,800.13	11,509,533.23	1,622,126.21	30,427,869.43	22,820,901.96
June 2011	81,167,846.06	3,345,175.82	11,438,125.72	1,573,766.86	30,087,769.40	22,565,826.94
July 2011	80,245,113.07	3,301,257.12	11,367,979.57	1,526,183.01	29,749,384.80	22,312,038.49
August 2011	79,327,099.74	3,258,037.91	11,299,082.01	1,479,367.79	29,412,706.76	22,059,529.96
September 2011	78,413,781.80	3,215,512.12	11,231,420.37	1,433,314.32	29,077,726.50	21,808,294.77
October 2011	77,505,135.10	3,173,673.72	11,164,982.11	1,388,015.80	28,744,435.27	21,558,326.35
November 2011	76,601,135.59	3,132,516.75	11,099,754.79	1,343,465.48	28,412,824.36	21,309,618.16
December 2011	75,701,759.39	3,092,035.24	11,035,726.07	1,299,656.66	28,082,885.11	21,062,163.73
January 2012	74,806,982.70	3,052,223.32	10,972,883.74	1,256,582.68	27,754,608.91	20,815,956.58
February 2012	73,916,781.88	3,013,075.14	10,911,215.70	1,214,236.97	27,427,987.18	20,570,990.28
March 2012	73,031,133.38	2,974,584.89	10,850,709.91	1,172,612.96	27,103,011.40	20,327,258.45
April 2012	72,150,013.78	2,936,746.82	10,791,354.51	1,131,704.19	26,779,673.08	20,084,754.71
May 2012	71,273,399.79	2,899,555.20	10,733,137.69	1,091,504.18	26,457,963.79	19,843,472.74
June 2012	70,401,268.24	2,863,004.38	10,676,047.76	1,052,006.58	26,137,875.12	19,603,406.24
July 2012	69,533,596.06	2,827,088.71	10,620,073.14	1,013,205.02	25,819,398.73	19,364,548.95
August 2012	68,670,360.32	2,791,802.62	10,565,202.35	975,093.23	25,502,526.30	19,126,894.63
September 2012	67,811,538.20	2,757,140.55	10,511,424.01	937,664.96	25,187,249.56	18,890,437.08
October 2012	66,957,107.00	2,723,097.00	10,458,726.85	900,914.01	24,873,560.30	18,655,170.13
November 2012	66,107,044.12	2,689,666.53	10,407,099.67	864,834.26	24,561,450.32	18,421,087.65
December 2012	65,261,327.11	2,656,843.69	10,356,531.42	829,419.59	24,250,911.49	18,188,183.53
January 2013	64,419,933.59	2,624,623.13	10,307,011.11	794,663.97	23,941,935.71	17,956,451.70
February 2013	63,582,841.34	2,592,999.50	10,258,527.86	760,561.40	23,634,514.92	17,725,886.10
March 2013	62,750,028.23	2,561,967.50	10,211,070.88	727,105.93	23,328,641.10	17,496,480.74
April 2013	61,921,472.25	2,531,521.88	10,164,629.49	694,291.64	23,024,306.29	17,268,229.63
May 2013	61,097,151.50	2,501,657.42	10,119,193.09	662,112.70	22,721,502.54	17,041,126.82
June 2013	60,277,044.19	2,472,368.95	10,074,751.19	630,563.28	22,420,221.96	16,815,166.39
July 2013	59,461,128.65	2,443,651.33	10,031,293.38	599,637.61	22,120,456.71	16,590,342.45
August 2013	58,649,383.33	2,415,499.46	9,988,809.36	569,329.99	21,822,198.96	16,366,649.14
September 2013	57,841,786.75	2,387,908.29	9,947,288.90	539,634.72	21,525,440.96	16,144,080.64
October 2013	57,038,317.60	2,360,872.79	9,906,721.88	510,546.19	21,230,174.96	15,922,631.14
November 2013	56,238,954.63	2,334,387.98	9,867,098.26	482,058.82	20,936,393.27	15,702,294.88
December 2013	55,443,676.72	2,308,448.92	9,828,408.11	454,167.06	20,644,088.24	15,483,066.11
January 2014	54,652,462.86	2,283,050.71	9,790,641.55	426,865.40	20,353,252.27	15,264,939.13
February 2014	53,865,292.15	2,258,188.46	9,753,788.82	400,148.40	20,063,877.77	15,047,908.25
March 2014	53,082,143.79	2,233,857.36	9,717,840.25	374,010.67	19,775,957.20	14,831,967.83
April 2014	52,302,997.08	2,210,052.61	9,682,786.24	348,446.82	19,489,483.08	14,617,112.24
May 2014	51,527,831.45	2,186,769.44	9,648,617.27	323,451.52	19,204,447.95	14,403,335.89
June 2014	50,756,626.40	2,164,003.16	9,615,323.94	299,019.50	18,920,844.38	14,190,633.22
July 2014	49,989,361.58	2,141,749.05	9,582,896.91	275,145.53	18,638,665.00	13,978,998.68
August 2014	49,226,016.71	2,120,002.49	9,551,326.91	251,824.39	18,357,902.46	13,768,426.78
September 2014	48,466,571.63	2,098,758.85	9,520,604.80	229,050.95	18,078,549.45	13,558,912.02
October 2014	47,711,006.28	2,078,013.56	9,490,721.47	206,820.08	17,800,598.71	13,350,448.97
November 2014	46,959,300.69	2,057,762.07	9,461,667.92	185,126.71	17,524,043.01	13,143,032.20
December 2014	46,211,435.03	2,037,999.88	9,433,435.24	163,965.79	17,248,875.16	12,936,656.31

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
January 2015 . . .	\$ 45,467,389.52	\$2,018,722.52	\$ 9,406,014.58	\$ 143,332.35	\$16,975,087.99	\$12,731,315.93
February 2015 ..	44,727,144.53	1,999,925.55	9,379,397.18	123,221.43	16,702,674.39	12,527,005.73
March 2015	43,990,680.50	1,981,604.56	9,353,574.35	103,628.12	16,431,627.27	12,323,720.40
April 2015	43,257,977.99	1,963,755.18	9,328,537.51	84,547.52	16,161,939.60	12,121,454.64
May 2015	42,529,017.63	1,946,373.09	9,304,278.11	65,974.82	15,893,604.35	11,920,203.20
June 2015	41,803,780.20	1,929,453.96	9,280,787.70	47,905.23	15,626,614.55	11,719,960.86
July 2015	41,082,246.52	1,912,993.55	9,258,057.93	31,308.40	15,360,963.27	11,520,722.40
August 2015	40,364,397.56	1,896,987.60	9,236,080.49	18,280.48	15,096,643.60	11,322,482.65
September 2015	39,650,214.35	1,881,431.93	9,214,847.16	8,745.02	14,833,648.68	11,125,236.46
October 2015 . . .	38,939,678.05	1,866,322.34	9,194,349.81	2,626.96	14,571,971.67	10,928,978.70
November 2015	38,232,769.88	1,851,654.72	9,174,580.35	0.00	14,311,605.78	10,733,704.28
December 2015	37,537,808.66	1,833,256.10	9,155,158.14	0.00	14,053,041.10	10,539,780.78
January 2016	36,855,003.97	1,811,008.32	9,134,047.80	0.00	13,798,974.20	10,349,230.60
February 2016 ..	36,184,147.95	1,785,002.05	9,111,293.87	0.00	13,549,328.51	10,161,996.34
March 2016	35,525,036.24	1,755,326.27	9,086,940.02	0.00	13,304,028.80	9,978,021.55
April 2016	34,877,467.94	1,722,068.30	9,061,029.06	0.00	13,063,001.07	9,797,250.75
May 2016	34,241,245.53	1,685,313.87	9,033,602.95	0.00	12,826,172.56	9,619,629.38
June 2016	33,616,174.82	1,645,147.11	9,004,702.89	0.00	12,593,471.76	9,445,103.78
July 2016	33,002,064.89	1,601,650.59	8,974,369.20	0.00	12,364,828.35	9,273,621.22
August 2016	32,398,728.06	1,555,551.50	8,942,641.45	0.00	12,140,173.17	9,105,129.83
September 2016	31,805,979.79	1,508,655.02	8,909,558.43	0.00	11,919,438.25	8,939,578.64
October 2016 . . .	31,223,638.67	1,460,995.66	8,875,158.13	0.00	11,702,556.75	8,776,917.52
November 2016	30,651,526.36	1,412,607.12	8,839,477.84	0.00	11,489,462.96	8,617,097.18
December 2016	30,089,467.52	1,363,522.25	8,802,554.08	0.00	11,280,092.27	8,460,069.16
January 2017	29,537,289.76	1,313,773.12	8,764,422.66	0.00	11,074,381.15	8,305,785.82
February 2017 ..	28,994,823.61	1,263,390.98	8,725,118.66	0.00	10,872,267.15	8,154,200.32
March 2017	28,461,902.48	1,212,406.32	8,684,676.47	0.00	10,673,688.87	8,005,266.62
April 2017	27,938,362.58	1,160,848.86	8,643,129.82	0.00	10,478,585.94	7,858,939.42
May 2017	27,424,042.87	1,108,747.61	8,600,511.73	0.00	10,286,899.00	7,715,174.21
June 2017	26,918,785.05	1,056,130.83	8,556,854.56	0.00	10,098,569.69	7,573,927.23
July 2017	26,422,433.50	1,003,026.05	8,512,190.04	0.00	9,913,540.65	7,435,155.45
August 2017	25,934,835.22	949,460.12	8,466,549.25	0.00	9,731,755.45	7,298,816.56
September 2017	25,455,839.81	895,459.21	8,419,962.65	0.00	9,553,158.66	7,164,868.96
October 2017 . . .	24,985,299.38	841,048.83	8,372,460.07	0.00	9,377,695.74	7,033,271.77
November 2017	24,523,068.59	786,253.80	8,324,070.75	0.00	9,205,313.08	6,903,984.78
December 2017	24,069,004.52	731,098.33	8,274,823.32	0.00	9,035,957.98	6,776,968.46
January 2018	23,622,966.68	675,606.00	8,224,745.84	0.00	8,869,578.64	6,652,183.95
February 2018 ..	23,184,816.96	619,799.75	8,173,865.80	0.00	8,706,124.09	6,529,593.04
March 2018	22,754,419.59	563,701.95	8,122,210.11	0.00	8,545,544.28	6,409,158.18
April 2018	22,331,641.10	507,334.36	8,069,805.15	0.00	8,387,789.94	6,290,842.42
May 2018	21,916,350.26	450,718.18	8,016,676.72	0.00	8,232,812.68	6,174,609.48
June 2018	21,508,418.08	393,874.02	7,962,850.14	0.00	8,080,564.90	6,060,423.64
July 2018	21,107,717.75	336,821.96	7,908,350.16	0.00	7,930,999.81	5,948,249.83
August 2018	20,714,124.62	279,581.53	7,853,201.04	0.00	7,784,071.41	5,838,053.53
September 2018	20,327,516.14	222,171.73	7,797,426.55	0.00	7,639,734.47	5,729,800.83
October 2018 . . .	19,947,771.83	164,611.05	7,741,049.92	0.00	7,497,944.54	5,623,458.38

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
November 2018	\$ 19,574,773.26	\$ 106,917.46	\$ 7,684,093.94	\$ 0.00	\$ 7,358,657.90	\$ 5,518,993.40
December 2018	19,208,404.01	49,108.44	7,626,580.89	0.00	7,221,831.58	5,416,373.66
January 2019 . . .	18,848,549.64	0.00	7,568,532.59	0.00	7,087,423.33	5,315,567.47
February 2019 ..	18,495,097.63	0.00	7,509,970.41	0.00	6,955,391.62	5,216,543.69
March 2019	18,147,937.39	0.00	7,450,915.26	0.00	6,825,695.61	5,119,271.68
April 2019	17,806,960.20	0.00	7,391,387.62	0.00	6,698,295.16	5,023,721.34
May 2019	17,472,059.18	0.00	7,331,407.50	0.00	6,573,150.80	4,929,863.07
June 2019	17,143,129.27	0.00	7,270,994.51	0.00	6,450,223.73	4,837,667.78
July 2019	16,820,067.19	0.00	7,210,167.85	0.00	6,329,475.82	4,747,106.84
August 2019 . . .	16,502,771.40	0.00	7,148,946.27	0.00	6,210,869.56	4,658,152.15
September 2019	16,191,142.12	0.00	7,087,348.16	0.00	6,094,368.09	4,570,776.05
October 2019 . . .	15,885,081.23	0.00	7,025,391.48	0.00	5,979,935.17	4,484,951.36
November 2019	15,584,492.30	0.00	6,963,093.81	0.00	5,867,535.18	4,400,651.36
December 2019	15,289,280.53	0.00	6,900,472.35	0.00	5,757,133.07	4,317,849.78
January 2020 . . .	14,999,352.72	0.00	6,837,543.91	0.00	5,648,694.43	4,236,520.81
February 2020 ..	14,714,617.27	0.00	6,774,324.97	0.00	5,542,185.41	4,156,639.04
March 2020	14,434,984.13	0.00	6,710,831.61	0.00	5,437,572.72	4,078,179.52
April 2020	14,160,364.79	0.00	6,647,079.57	0.00	5,334,823.65	4,001,117.72
May 2020	13,890,672.24	0.00	6,583,084.22	0.00	5,233,906.05	3,925,429.52
June 2020	13,625,820.95	0.00	6,518,860.63	0.00	5,134,788.30	3,851,091.20
July 2020	13,365,726.85	0.00	6,454,423.48	0.00	5,037,439.31	3,778,079.47
August 2020 . . .	13,110,307.28	0.00	6,389,787.18	0.00	4,941,828.54	3,706,371.39
September 2020	12,859,481.02	0.00	6,324,965.77	0.00	4,847,925.95	3,635,944.45
October 2020 . . .	12,613,168.22	0.00	6,259,973.00	0.00	4,755,702.02	3,566,776.50
November 2020	12,371,290.38	0.00	6,194,822.29	0.00	4,665,127.71	3,498,845.77
December 2020	12,133,770.34	0.00	6,129,526.76	0.00	4,576,174.50	3,432,130.86
January 2021 . . .	11,900,532.28	0.00	6,064,099.23	0.00	4,488,814.34	3,366,610.74
February 2021 ..	11,671,501.63	0.00	5,998,552.23	0.00	4,403,019.65	3,302,264.72
March 2021	11,446,605.13	0.00	5,932,898.00	0.00	4,318,763.32	3,239,072.47
April 2021	11,225,770.74	0.00	5,867,148.49	0.00	4,236,018.71	3,177,014.02
May 2021	11,008,927.67	0.00	5,801,315.38	0.00	4,154,759.64	3,116,069.71
June 2021	10,796,006.33	0.00	5,735,410.06	0.00	4,074,960.34	3,056,220.24
July 2021	10,586,938.31	0.00	5,669,443.68	0.00	3,996,595.50	2,997,446.61
August 2021 . . .	10,381,656.38	0.00	5,603,427.10	0.00	3,919,640.25	2,939,730.18
September 2021	10,180,094.46	0.00	5,537,370.95	0.00	3,844,070.13	2,883,052.58
October 2021 . . .	9,982,187.57	0.00	5,471,285.57	0.00	3,769,861.09	2,827,395.80
November 2021	9,787,871.88	0.00	5,405,181.08	0.00	3,696,989.49	2,772,742.11
December 2021	9,597,084.63	0.00	5,339,067.37	0.00	3,625,432.11	2,719,074.07
January 2022 . . .	9,409,764.12	0.00	5,272,954.04	0.00	3,555,166.11	2,666,374.57
February 2022 ..	9,225,849.72	0.00	5,206,850.50	0.00	3,486,169.03	2,614,626.76
March 2022	9,045,281.85	0.00	5,140,765.90	0.00	3,418,418.81	2,563,814.10
April 2022	8,868,001.92	0.00	5,074,709.21	0.00	3,351,893.76	2,513,920.31
May 2022	8,693,952.36	0.00	5,008,689.13	0.00	3,286,572.55	2,464,929.40
June 2022	8,523,076.58	0.00	4,942,714.15	0.00	3,222,434.22	2,416,825.66
July 2022	8,355,318.96	0.00	4,876,792.59	0.00	3,159,458.18	2,369,593.62
August 2022 . . .	8,190,624.83	0.00	4,810,932.50	0.00	3,097,624.16	2,323,218.11

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
September 2022	\$ 8,028,940.46	\$ 0.00	\$ 4,745,141.77	\$ 0.00	\$ 3,036,912.27	\$ 2,277,684.19
October 2022 ...	7,870,213.03	0.00	4,679,428.07	0.00	2,977,302.92	2,232,977.18
November 2022	7,714,390.65	0.00	4,613,798.88	0.00	2,918,776.90	2,189,082.66
December 2022	7,561,422.28	0.00	4,548,261.48	0.00	2,861,315.28	2,145,986.45
January 2023	7,411,257.80	0.00	4,482,822.98	0.00	2,804,899.49	2,103,674.61
February 2023 ..	7,263,847.90	0.00	4,417,490.26	0.00	2,749,511.26	2,062,133.44
March 2023	7,119,144.16	0.00	4,352,270.07	0.00	2,695,132.64	2,021,349.47
April 2023	6,977,098.97	0.00	4,287,168.96	0.00	2,641,745.96	1,981,309.46
May 2023	6,837,665.53	0.00	4,222,193.28	0.00	2,589,333.90	1,942,000.42
June 2023	6,700,797.85	0.00	4,157,349.26	0.00	2,537,879.39	1,903,409.53
July 2023	6,566,450.75	0.00	4,092,642.92	0.00	2,487,365.67	1,865,524.24
August 2023	6,434,579.79	0.00	4,028,080.11	0.00	2,437,776.26	1,828,332.19
September 2023	6,305,141.32	0.00	3,963,666.57	0.00	2,389,094.99	1,791,821.23
October 2023 ...	6,178,092.43	0.00	3,899,407.82	0.00	2,341,305.92	1,755,979.43
November 2023	6,053,390.94	0.00	3,835,309.25	0.00	2,294,393.42	1,720,795.06
December 2023	5,930,995.41	0.00	3,771,376.13	0.00	2,248,342.10	1,686,256.57
January 2024	5,810,865.11	0.00	3,707,613.52	0.00	2,203,136.86	1,652,352.64
February 2024 ..	5,692,959.99	0.00	3,644,026.38	0.00	2,158,762.84	1,619,072.12
March 2024	5,577,240.73	0.00	3,580,619.49	0.00	2,115,205.44	1,586,404.07
April 2024	5,463,668.64	0.00	3,517,397.53	0.00	2,072,450.30	1,554,337.72
May 2024	5,352,205.73	0.00	3,454,365.02	0.00	2,030,483.32	1,522,862.48
June 2024	5,242,814.65	0.00	3,391,526.33	0.00	1,989,290.64	1,491,967.97
July 2024	5,135,458.69	0.00	3,328,885.72	0.00	1,948,858.63	1,461,643.96
August 2024	5,030,101.79	0.00	3,266,447.31	0.00	1,909,173.89	1,431,880.42
September 2024	4,926,708.50	0.00	3,204,215.11	0.00	1,870,223.28	1,402,667.45
October 2024 ...	4,825,243.97	0.00	3,142,192.98	0.00	1,831,993.83	1,373,995.37
November 2024	4,725,673.96	0.00	3,080,384.68	0.00	1,794,472.85	1,345,854.63
December 2024	4,627,964.84	0.00	3,018,793.82	0.00	1,757,647.83	1,318,235.87
January 2025	4,532,083.53	0.00	2,957,423.94	0.00	1,721,506.49	1,291,129.86
February 2025 ..	4,437,997.54	0.00	2,896,278.41	0.00	1,686,036.76	1,264,527.57
March 2025	4,345,674.93	0.00	2,835,360.54	0.00	1,651,226.77	1,238,420.07
April 2025	4,255,084.32	0.00	2,774,673.48	0.00	1,617,064.86	1,212,798.64
May 2025	4,166,194.87	0.00	2,714,220.32	0.00	1,583,539.57	1,187,654.67
June 2025	4,078,976.27	0.00	2,654,004.01	0.00	1,550,639.63	1,162,979.72
July 2025	3,993,398.74	0.00	2,594,027.41	0.00	1,518,353.98	1,138,765.48
August 2025	3,909,433.00	0.00	2,534,293.27	0.00	1,486,671.74	1,115,003.80
September 2025	3,827,050.30	0.00	2,474,804.26	0.00	1,455,582.20	1,091,686.65
October 2025 ...	3,746,222.37	0.00	2,415,562.93	0.00	1,425,074.87	1,068,806.15
November 2025	3,666,921.44	0.00	2,356,571.76	0.00	1,395,139.41	1,046,354.55
December 2025	3,589,120.20	0.00	2,297,833.10	0.00	1,365,765.68	1,024,324.25
January 2026	3,512,791.85	0.00	2,239,349.24	0.00	1,336,943.69	1,002,707.76
February 2026 ..	3,437,910.02	0.00	2,181,122.37	0.00	1,308,663.65	981,497.73
March 2026	3,364,448.81	0.00	2,123,154.59	0.00	1,280,915.92	960,686.93
April 2026	3,292,382.77	0.00	2,065,447.93	0.00	1,253,691.02	940,268.26
May 2026	3,221,686.90	0.00	2,008,004.30	0.00	1,226,979.67	920,234.75
June 2026	3,152,336.61	0.00	1,950,825.59	0.00	1,200,772.70	900,579.52

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
July 2026	\$ 3,084,307.76	\$ 0.00	\$ 1,893,913.53	\$ 0.00	\$ 1,175,061.13	\$ 881,295.85
August 2026	3,017,576.61	0.00	1,837,269.85	0.00	1,149,836.14	862,377.10
September 2026	2,952,119.86	0.00	1,780,896.14	0.00	1,125,089.04	843,816.77
October 2026	2,887,914.59	0.00	1,724,793.94	0.00	1,100,811.29	825,608.47
November 2026	2,824,938.28	0.00	1,668,964.74	0.00	1,076,994.53	807,745.90
December 2026	2,763,168.81	0.00	1,613,409.92	0.00	1,053,630.51	790,222.88
January 2027	2,702,584.44	0.00	1,558,130.80	0.00	1,030,711.13	773,033.35
February 2027 . . .	2,643,163.82	0.00	1,503,128.65	0.00	1,008,228.45	756,171.33
March 2027	2,584,885.96	0.00	1,448,404.64	0.00	986,174.63	739,630.97
April 2027	2,527,730.23	0.00	1,393,959.90	0.00	964,542.01	723,406.51
May 2027	2,471,676.38	0.00	1,339,795.51	0.00	943,323.03	707,492.27
June 2027	2,416,704.48	0.00	1,285,912.44	0.00	922,510.27	691,882.70
July 2027	2,362,794.99	0.00	1,232,311.62	0.00	902,096.45	676,572.33
August 2027	2,309,928.67	0.00	1,178,993.94	0.00	882,074.39	661,555.79
September 2027	2,258,086.64	0.00	1,125,960.20	0.00	862,437.07	646,827.80
October 2027	2,207,250.35	0.00	1,073,211.17	0.00	843,177.55	632,383.16
November 2027	2,157,401.56	0.00	1,020,747.53	0.00	824,289.05	618,216.79
December 2027	2,108,522.36	0.00	968,569.94	0.00	805,764.89	604,323.67
January 2028	2,060,595.14	0.00	916,679.00	0.00	787,598.50	590,698.87
February 2028 . . .	2,013,602.62	0.00	865,075.24	0.00	769,783.43	577,337.57
March 2028	1,967,527.80	0.00	813,759.13	0.00	752,313.35	564,235.01
April 2028	1,922,353.99	0.00	762,731.13	0.00	735,182.02	551,386.51
May 2028	1,878,064.78	0.00	711,991.62	0.00	718,383.33	538,787.50
June 2028	1,834,644.07	0.00	661,540.94	0.00	701,911.27	526,433.45
July 2028	1,792,076.02	0.00	611,379.39	0.00	685,759.92	514,319.94
August 2028	1,750,345.07	0.00	561,507.20	0.00	669,923.49	502,442.62
September 2028	1,709,435.94	0.00	511,924.60	0.00	654,396.27	490,797.20
October 2028	1,669,333.62	0.00	462,631.73	0.00	639,172.65	479,379.48
November 2028	1,630,023.36	0.00	413,628.71	0.00	624,247.12	468,185.34
December 2028	1,591,490.66	0.00	364,915.62	0.00	609,614.28	457,210.71
January 2029	1,553,721.29	0.00	316,492.49	0.00	595,268.81	446,451.61
February 2029 . . .	1,516,701.27	0.00	268,359.32	0.00	581,205.49	435,904.12
March 2029	1,480,416.84	0.00	220,516.07	0.00	567,419.18	425,564.38
April 2029	1,444,854.51	0.00	172,962.64	0.00	553,904.84	415,428.63
May 2029	1,410,001.02	0.00	125,698.95	0.00	540,657.51	405,493.13
June 2029	1,375,843.33	0.00	78,724.82	0.00	527,672.33	395,754.24
July 2029	1,342,368.65	0.00	32,040.06	0.00	514,944.51	386,208.38
August 2029	1,309,564.41	0.00	0.00	0.00	502,469.35	376,852.01
September 2029	1,277,418.25	0.00	0.00	0.00	490,242.24	367,681.68
October 2029	1,245,918.03	0.00	0.00	0.00	478,258.64	358,693.98
November 2029	1,215,051.84	0.00	0.00	0.00	466,514.09	349,885.56
December 2029	1,184,807.96	0.00	0.00	0.00	455,004.21	341,253.16
January 2030	1,155,174.89	0.00	0.00	0.00	443,724.70	332,793.53
February 2030 . . .	1,126,141.34	0.00	0.00	0.00	432,671.34	324,503.50
March 2030	1,097,696.19	0.00	0.00	0.00	421,839.97	316,379.98
April 2030	1,069,828.54	0.00	0.00	0.00	411,226.51	308,419.88

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
May 2030	\$ 1,042,527.69	\$ 0.00	\$ 0.00	\$ 0.00	\$ 400,826.95	\$ 300,620.22
June 2030	1,015,783.11	0.00	0.00	0.00	390,637.37	292,978.02
July 2030	989,584.46	0.00	0.00	0.00	380,653.87	285,490.41
August 2030	963,921.59	0.00	0.00	0.00	370,872.68	278,154.51
September 2030	938,784.53	0.00	0.00	0.00	361,290.05	270,967.54
October 2030 . . .	914,163.48	0.00	0.00	0.00	351,902.31	263,926.73
November 2030	890,048.82	0.00	0.00	0.00	342,705.87	257,029.40
December 2030	866,431.10	0.00	0.00	0.00	333,697.18	250,272.88
January 2031	843,301.03	0.00	0.00	0.00	324,872.76	243,654.57
February 2031 . .	820,649.50	0.00	0.00	0.00	316,229.21	237,171.91
March 2031	798,467.54	0.00	0.00	0.00	307,763.15	230,822.37
April 2031	776,746.36	0.00	0.00	0.00	299,471.31	224,603.48
May 2031	755,477.33	0.00	0.00	0.00	291,350.43	218,512.82
June 2031	734,651.94	0.00	0.00	0.00	283,397.34	212,548.01
July 2031	714,261.87	0.00	0.00	0.00	275,608.92	206,706.69
August 2031	694,298.93	0.00	0.00	0.00	267,982.08	200,986.56
September 2031	674,755.07	0.00	0.00	0.00	260,513.82	195,385.37
October 2031 . . .	655,622.41	0.00	0.00	0.00	253,201.18	189,900.89
November 2031	636,893.17	0.00	0.00	0.00	246,041.25	184,530.94
December 2031	618,559.75	0.00	0.00	0.00	239,031.16	179,273.37
January 2032	600,614.66	0.00	0.00	0.00	232,168.12	174,126.09
February 2032 . .	583,050.55	0.00	0.00	0.00	225,449.36	169,087.02
March 2032	565,860.21	0.00	0.00	0.00	218,872.18	164,154.13
April 2032	549,036.55	0.00	0.00	0.00	212,433.91	159,325.43
May 2032	532,572.60	0.00	0.00	0.00	206,131.94	154,598.96
June 2032	516,461.54	0.00	0.00	0.00	199,963.71	149,972.78
July 2032	500,696.64	0.00	0.00	0.00	193,926.69	145,445.02
August 2032	485,271.31	0.00	0.00	0.00	188,018.42	141,013.81
September 2032	470,179.09	0.00	0.00	0.00	182,236.44	136,677.33
October 2032 . . .	455,413.60	0.00	0.00	0.00	176,578.39	132,433.80
November 2032	440,968.62	0.00	0.00	0.00	171,041.91	128,281.44
December 2032	426,837.99	0.00	0.00	0.00	165,624.70	124,218.53
January 2033	413,015.71	0.00	0.00	0.00	160,324.50	120,243.37
February 2033 . .	399,495.86	0.00	0.00	0.00	155,139.07	116,354.31
March 2033	386,272.64	0.00	0.00	0.00	150,066.25	112,549.69
April 2033	373,340.33	0.00	0.00	0.00	145,103.88	108,827.91
May 2033	360,693.35	0.00	0.00	0.00	140,249.87	105,187.40
June 2033	348,326.20	0.00	0.00	0.00	135,502.13	101,626.60
July 2033	336,233.47	0.00	0.00	0.00	130,858.65	98,143.99
August 2033	324,409.87	0.00	0.00	0.00	126,317.43	94,738.07
September 2033	312,850.18	0.00	0.00	0.00	121,876.50	91,407.38
October 2033 . . .	301,549.31	0.00	0.00	0.00	117,533.96	88,150.47
November 2033	290,502.23	0.00	0.00	0.00	113,287.90	84,965.92
December 2033	279,704.01	0.00	0.00	0.00	109,136.47	81,852.35
January 2034	269,149.82	0.00	0.00	0.00	105,077.85	78,808.39
February 2034 . .	258,834.91	0.00	0.00	0.00	101,110.26	75,832.69

Distribution Date	Classes FP, FT, and PO (in the aggregate)	Classes KE, KG, and KH (in the aggregate)	Class FV	Class JA	Classes MC, MO, and OM (in the aggregate)	Class PF
March 2034	\$ 248,754.60	\$ 0.00	\$ 0.00	\$ 0.00	\$ 97,231.93	\$ 72,923.95
April 2034	238,904.33	0.00	0.00	0.00	93,441.14	70,080.85
May 2034	229,279.60	0.00	0.00	0.00	89,736.20	67,302.15
June 2034	219,875.99	0.00	0.00	0.00	86,115.44	64,586.58
July 2034	210,689.16	0.00	0.00	0.00	82,577.23	61,932.92
August 2034	201,714.87	0.00	0.00	0.00	79,119.97	59,339.98
September 2034	192,948.94	0.00	0.00	0.00	75,742.08	56,806.56
October 2034	184,387.27	0.00	0.00	0.00	72,442.02	54,331.52
November 2034	176,025.83	0.00	0.00	0.00	69,218.27	51,913.70
December 2034	167,860.66	0.00	0.00	0.00	66,069.33	49,552.00
January 2035	159,887.89	0.00	0.00	0.00	62,993.75	47,245.31
February 2035	152,103.71	0.00	0.00	0.00	59,990.08	44,992.56
March 2035	144,504.38	0.00	0.00	0.00	57,056.92	42,792.69
April 2035	137,086.23	0.00	0.00	0.00	54,192.88	40,644.66
May 2035	129,845.66	0.00	0.00	0.00	51,396.60	38,547.45
June 2035	122,779.12	0.00	0.00	0.00	48,666.75	36,500.06
July 2035	115,883.15	0.00	0.00	0.00	46,002.01	34,501.51
August 2035	109,154.33	0.00	0.00	0.00	43,401.09	32,550.82
September 2035	102,589.33	0.00	0.00	0.00	40,862.74	30,647.05
October 2035	96,184.85	0.00	0.00	0.00	38,385.71	28,789.28
November 2035	89,937.68	0.00	0.00	0.00	35,968.78	26,976.58
December 2035	83,844.65	0.00	0.00	0.00	33,610.76	25,208.07
January 2036	77,902.66	0.00	0.00	0.00	31,310.47	23,482.86
February 2036	72,108.65	0.00	0.00	0.00	29,066.77	21,800.08
March 2036	66,459.64	0.00	0.00	0.00	26,878.52	20,158.89
April 2036	60,952.68	0.00	0.00	0.00	24,744.60	18,558.45
May 2036	55,584.90	0.00	0.00	0.00	22,663.94	16,997.96
June 2036	50,353.47	0.00	0.00	0.00	20,635.46	15,476.59
July 2036	45,255.60	0.00	0.00	0.00	18,658.10	13,993.58
August 2036	40,288.59	0.00	0.00	0.00	16,730.85	12,548.14
September 2036	35,449.75	0.00	0.00	0.00	14,852.68	11,139.51
October 2036	30,736.45	0.00	0.00	0.00	13,022.60	9,766.95
November 2036	26,146.13	0.00	0.00	0.00	11,239.64	8,429.73
December 2036	21,676.26	0.00	0.00	0.00	9,502.84	7,127.13
January 2037	17,324.35	0.00	0.00	0.00	7,811.26	5,858.45
February 2037	13,087.98	0.00	0.00	0.00	6,163.98	4,622.99
March 2037	8,964.74	0.00	0.00	0.00	4,560.10	3,420.08
April 2037	4,952.31	0.00	0.00	0.00	2,998.72	2,249.04
May 2037	1,048.38	0.00	0.00	0.00	1,478.97	1,109.23
June 2037 and thereafter	0.00	0.00	0.00	0.00	0.00	0.00

Underlying Certificates

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal or Notional Balance of Class	Underlying Certificate Factor(2)	Principal or Notional Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans	Approximate Weighted Average Remaining Term to Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
2	Ginnie Mae	2004-042	IE	June 30, 2004	38374G3Y6	5.5%	FIX	July 2033	PAC I	\$ 54,594,000	1.000000000	\$12,400,000	22.7131186577%	5.853%	312	41	II
5	Ginnie Mae	2004-041	PC(3)	June 30, 2004	38374G2T8	5.5	FIX	October 2033	PAC	137,523,000	1.000000000	20,000,000	14.5430218945	5.855	313	40	II
8	Ginnie Mae	2007-036	ID(3)	June 28, 2007	38375KJ10	6.0	FIX/IO	November 2034	NTL (PAC)	6,988,747	1.000000000	6,988,747	100.0000000000	6.500	352	7	I
8	Ginnie Mae	2007-036	IE(3)	June 28, 2007	38375KJX1	6.0	FIX/IO	March 2036	NTL (PAC)	1,343,366	1.000000000	358,532	26.6890780323	6.500	352	7	I
8	Ginnie Mae	2007-036	IG(3)	June 28, 2007	38375KKB7	6.0	FIX/IO	June 2037	NTL (PAC)	1,391,470	1.000000000	285,053	20.4857452910	6.500	352	7	I

- (1) As defined under “Class Types” in Appendix I to the Base Offering Circular.
- (2) Underlying Certificate Factors are as of September 1, 2007.
- (3) MX Class.

**Cover Pages, Terms Sheets and Schedule I
from Underlying Certificate Disclosure Documents**

TERMS SHEET

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

Sponsor: Banc of America Securities LLC

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: June 28, 2007

Distribution Dates: For the Group 2, 5 and 7 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in July 2007. For the Group 1, 3, 4 and 6 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2007.

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 I	6.0%	30
3	Ginnie Mae II	6.0%	30
4	Underlying Certificates	(1)	(1)
5	Ginnie Mae I	6.0%	30
6	Underlying Certificate	(1)	(1)
7	Ginnie Mae I	6.0%	30

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, Group 2, Group 3, Group 5 and Group 7 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			
\$224,467,000	358	2	6.433%
Group 2 Trust Assets			
\$359,128,000	356	4	6.500%
Group 3 Trust Assets			
\$371,406,517	359	1	6.450%
Group 5 Trust Assets			
\$ 88,605,900	358	1	6.500%
Group 7 Trust Assets			
\$117,521,000	352	7	6.500%

¹ As of June 1, 2007.

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

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

The actual remaining terms to maturity and loan ages (and, in the case of the Group 1 and Group 3 Trust Assets, Mortgage Rates) of many of the Mortgage Loans underlying the Group 1, Group 2, Group 3, Group 5 and Group 7 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans”* in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
AS	23.69499946% - (LIBOR × 3.4999992)	5.07500000%	0.00%	23.69499946%	0	6.77%
CS	32.1575% - (LIBOR × 4.75)	6.88750000%	0.00%	32.15750000%	0	6.77%
FA	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
FC	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
FD	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
FG	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
FJ	LIBOR + 0.25%	5.57000000%	0.25%	6.50000000%	0	0.00%
FW	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
FX	4752.30% - (LIBOR × 730)	7.30000000%	0.00%	7.30000000%	19	6.51%
FY	LIBOR + 0.28%	5.60000000%	0.28%	6.75000000%	0	0.00%
HS	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
IS	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
JF	LIBOR + 0.10%	5.42000000%	0.10%	7.00000000%	0	0.00%
JS	25.29999872% - (LIBOR × 3.66666648)	5.79333000%	0.00%	25.29999872%	0	6.90%
KS	38.82% - (LIBOR × 6)	6.90000000%	0.00%	38.82000000%	0	6.47%
LS	51.76% - (LIBOR × 8)	9.20000000%	0.00%	51.76000000%	0	6.47%
MS	(LIBOR × 730) - 4745%	0.00000000%	0.00%	7.30000000%	19	6.50%
MT	4752.30% - (LIBOR × 730)	7.30000000%	0.00%	7.30000000%	19	6.51%
MX	(LIBOR × 2230.55547474) - 14498.6105858%	0.00000000%	0.00%	22.30555475%	19	6.50%
NS	62.22196839% - (LIBOR × 9.6169966601)	11.05954616%	0.00%	62.22196839%	0	6.47%
PF	LIBOR + 0.23%	5.55000000%	0.23%	7.00000000%	0	0.00%
PS	40.62% - (LIBOR × 6)	8.70000000%	0.00%	40.62000000%	0	6.77%
SA	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
SC	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
SE	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
SF	(LIBOR × 2230.5551425) - 14498.61084262%	0.00000000%	0.00%	22.3055510%	19	6.50%
SG	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
SJ	6.25% - LIBOR	0.93000000%	0.00%	6.25000000%	0	6.25%
SM	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
ST	4752.30% - (LIBOR × 730)	7.30000000%	0.00%	7.30000000%	15	6.51%
SW	6.90% - LIBOR	1.58000000%	0.00%	6.90000000%	0	6.90%
SX	(LIBOR × 730) - 4745%	0.00000000%	0.00%	7.30000000%	19	6.50%
SY	6.47% - LIBOR	1.15000000%	0.00%	6.47000000%	0	6.47%
TA	4752.30% - (LIBOR × 730)	7.30000000%	0.00%	7.30000000%	15	6.51%
TB	4752.30% - (LIBOR × 730)	7.30000000%	0.00%	7.30000000%	15	6.51%
TI	(LIBOR × 730) - 4745%	0.00000000%	0.00%	7.30000000%	15	6.50%
TX	(LIBOR × 3369.23056189) - 21899.99865231%	0.00000000%	0.00%	33.69230560%	15	6.50%
US	47.64793818% - (LIBOR × 7.36444176)	8.46911000%	0.00%	47.64793818%	0	6.47%
WI	(LIBOR × 730) - 4745%	0.00000000%	0.00%	7.30000000%	15	6.50%
WS	38.82% - (LIBOR × 6)	6.90000000%	0.00%	38.82000000%	0	6.47%
WX	(LIBOR × 2230.55546376) - 14498.60997747%	0.00000000%	0.00%	22.30555460%	15	6.50%
YI	6.77% - LIBOR	1.45000000%	0.00%	6.77000000%	0	6.77%
YS	51.76% - (LIBOR × 8)	9.20000000%	0.00%	51.76000000%	0	6.47%

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

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

SECURITY GROUP 1

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

- The Z Accrual Amount in the following order of priority:
 1. Concurrently, to FX and PO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To Z, until retired
- The Group 1 Principal Distribution Amount, concurrently, as follows:
 1. 60% in the following order of priority:
 - a. To JB, JC, JF and OW, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - i. Concurrently, to JF and OW, pro rata, while outstanding
 - ii. Sequentially, to JB and JC, in that order, while outstanding
 - b. Concurrently, to FX and PO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - c. To Z, until retired
 - d. Concurrently, to FX and PO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 - e. To JB, JC, JF and OW, in the same manner and order of priority as described in step 1.a. above, without regard to their Aggregate Scheduled Principal Balance, until retired
 2. 40% to FA, until retired

SECURITY GROUP 2

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

- The ZT Accrual Amount in the following order of priority:
 1. Concurrently, to TA and TO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZT, until retired
- The ZW Accrual Amount in the following order of priority:
 1. Concurrently, to TB and WO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZW, until retired

- The Group 2 Principal Distribution Amount, concurrently, as follows:
 1. 80.1632844% in the following order of priority:
 - a. Sequentially, to OA, OB and OC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. Concurrently:
 - i. 62.8819757295% in the following order of priority:
 - (A) Concurrently, to TA and TO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (B) To ZT, until retired
 - (C) Concurrently, to TA and TO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 - ii. 37.1180242705% in the following order of priority:
 - (A) Concurrently, to TB and WO, pro rata, until reduced to their Scheduled Principal Balance for that Distribution Date
 - (B) To ZW, until retired
 - (C) Concurrently, to TB and WO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 - c. Sequentially, to OA, OB and OC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 2. 19.8367156% to FW, until retired

SECURITY GROUP 3

A percentage of the Group 3 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 3 Principal Distribution Amount (the “Group 3 Adjusted Principal Distribution Amount”) will be allocated, concurrently, as follows:

1. 89.2678285987%, concurrently, to FG and FJ, pro rata, until retired
2. 10.7321714013% in the following order of priority:
 - a. To CO and DO, until reduced to their Aggregate Scheduled Principal Balance for that Distribution date, in the following order of priority:
 - i. To CO, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. To DO, until retired
 - iii. To CO, until retired
 - b. To BO, until retired
 - c. To CO and DO, in the same manner and order of priority as described in step 2.a. above, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 4

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

- The MZ Accrual Amount in the following order of priority:
 1. Concurrently, to MO and MT, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To MZ, until retired
- The Group 4 Principal Distribution Amount as follows:
 1. If the Distribution Date is before July 2012, then in the following order of priority:
 - a. Concurrently, to MO and MT, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To MZ, until retired
 - c. Concurrently:
 - i. 8.3333385013% to GO, until retired
 - ii. 91.6666614987%, sequentially, to GD and GE, in that order, until retired
 - d. Concurrently, to MO and MT, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 2. If the Distribution Date is on or after July 2012, then in the following order of priority:
 - a. Concurrently, until GO or MO has been retired:
 - i. 60%, concurrently, to MO and MT, pro rata, while outstanding or until GO has retired
 - ii. 40%, concurrently, as follows:
 - (A) 8.3333385013% to GO, while outstanding or until MO has retired
 - (B) 91.6666614987%, sequentially, to GD and GE, in that order, while outstanding or until MO has retired
 - b. Concurrently, to MO and MT, pro rata, until retired
 - c. To MZ, until retired
 - d. Concurrently:
 - i. 8.3333385013% to GO, until retired
 - ii. 91.6666614987%, sequentially, to GD and GE, in that order, until retired

SECURITY GROUP 5

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

1. 88.888888889% to FY, until retired
2. 11.111111111% in the following order of priority:
 - a. To OX, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To ON, until retired
 - c. To OX, without regard to its Scheduled Principal Balance, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated, sequentially, to CA, CB, CD and CE, in that order, until retired.

SECURITY GROUP 7

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

- The ZA Accrual Amount in the following order of priority:
 1. Sequentially, to BA, BC and BD, in that order, until retired
 2. To ZA, until retired
- The Group 7 Principal Distribution Amount will be allocated, sequentially, as follows:
 1. Concurrently, to PF and YO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to BA, BC, BD and ZA, in that order, until retired
 3. Concurrently, to PF and YO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges or Rate</u>
PAC Classes	
JB, JC, JF and OW (in the aggregate)	110% PSA through 275% PSA
OA, OB and OC (in the aggregate)	100% PSA through 275% PSA
OX	125% PSA through 400% PSA
PF and YO (in the aggregate)	168% PSA through 330% PSA
PAC I Class and PAC II Class	
CO	131% PSA through 400% PSA
CO and DO (in the aggregate)	131% PSA through 375% PSA
Scheduled Classes	
FX and PO (in the aggregate)	**
MO and MT (in the aggregate)*	263% PSA through 334% PSA
TAC Classes	
TA and TO (in the aggregate)	274% PSA
TB and WO (in the aggregate)	274% PSA

* Initial Effective Range is 266% PSA through 334% PSA.
 ** The Aggregate Scheduled Principal Balances for FX and PO were created based on the PSA Rate in effect for each Distribution Date as indicated below:

<u>Distribution Date</u>	<u>PSA Rate (%)</u>
July 2007	75
August 2007	75
September 2007	100
October 2007 and thereafter	275

While each PAC, Scheduled and TAC Class may exhibit an Effective Range or Rate of constant prepayment rates at which such Class will receive Scheduled Payments, the FX and

PO Classes do not exhibit an Effective Range or Rate of constant prepayment rates at which such Classes will receive Scheduled Payments.

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

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

Class	Original Class Notional Balance	Represents Approximately
HS	\$189,573,945	736.4441848925% of CO (PAC I Class) and DO (PAC II Class) (in the aggregate)
IA	129,243,664	96.9068254242% of OA (PAC Class)
IB	24,843,033	96.9068224372% of OB (PAC Class)
IC	25,732,637	96.9068200648% of OC (PAC Class)
ID	6,988,747	5.2401585076% of OA (PAC Class)
IE	1,343,366	5.2401544703% of OB (PAC Class)
IG	1,391,470	5.2401521428% of OC (PAC Class)
IS	103,972,588	736.4441759177% of BO (SUP Class)
MS	23,000,000	100% of MT (SC/SCH/AD Class)
PI	9,723,583	5.240157039% of OA, OB and OC (in the aggregate) (PAC Classes)
SA	89,786,800	100% of FA (PT Class)
SC	383,333,333	100% of FC (PT Class)
SE	78,760,800	100% of FY (PT Class)
SG	293,546,533	100% of FG (PT Class)
SJ	38,000,000	100% of FJ (PT Class)
SM	150,000,000	100% of FD (PT Class)
SW	51,478,428	366.6666476727% of OW (PAC Class)
SX	30,000,000	100% of FX (SCH/AD Class)
SY	71,239,200	100% of FW (PT Class)
TI	50,000,000	100% of TA (TAC/AD Class)
WI	27,000,000	100% of TB (TAC/AD Class)
YI	75,000,000	600% of YO (PAC Class)

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

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

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1								
PO	\$ 9,818,182	SF	\$ 9,818,182	SCH/AD	(5)	FLT/DLY	38375KJN3	June 2037
SX	30,000,000							
Combination 2								
OW	\$ 14,039,572	JS	\$ 14,039,572	PAC	(5)	INV	38375KJP8	January 2035
SW	51,478,428							
Security Group 2								
Combination 3(7)								
IA	\$129,243,664	DA	\$133,369,000	PAC	5.75%	FIX	38375KJQ6	November 2034
OA	133,369,000	ET	133,369,000	PAC	5.50	FIX	38375KJS2	November 2034
		ID	6,988,747	NTL (PAC)	6.00	FIX/IO	38375KJT0	November 2034
Combination 4								
IA	\$129,243,664	EA	\$129,243,664	PAC	6.00%	FIX	38375KJR4	November 2034
OA	129,243,664							
Combination 5(7)								
IB	\$ 24,843,033	DB	\$ 25,636,000	PAC	5.75%	FIX	38375KJU7	March 2036
OB	25,636,000	EU	25,636,000	PAC	5.50	FIX	38375KJW3	March 2036
		IE	1,343,366	NTL (PAC)	6.00	FIX/IO	38375KJX1	March 2036
Combination 6								
IB	\$ 24,843,033	EB	\$ 24,843,033	PAC	6.00%	FIX	38375KJV5	March 2036
OB	24,843,033							
Combination 7(7)								
IC	\$ 25,732,637	DC	\$ 26,554,000	PAC	5.75%	FIX	38375KJY9	June 2037
OC	26,554,000	EW	26,554,000	PAC	5.50	FIX	38375KKA9	June 2037
		IG	1,391,470	NTL (PAC)	6.00	FIX/IO	38375KKB7	June 2037
Combination 8								
IC	\$ 25,732,637	EC	\$ 25,732,637	PAC	6.00%	FIX	38375KJZ6	June 2037
OC	25,732,637							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance	Maximum Original Class Principal Balance or Class Notional Balance(2)					Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
		Related MX Class	Principal Type(3)	Principal Type(3)	Principal Type(3)	Principal Type(3)				
Combination 9										
ID(6)	\$ 6,988,747	PI	NTL (PAC)	NTL (PAC)	NTL (PAC)	6.00%	FIX/IO	38375KKC5	June 2037	
IE(6)	1,343,366									
IG(6)	1,391,470									
Combination 10										
TA	\$ 50,000,000	ST	TAC/AD	TAC/AD	TAC/AD	(5)	INV/DLY	38375KKD3	June 2037	
TB	27,000,000									
Combination 11										
TI	\$ 50,000,000	TX	TAC/AD	TAC/AD	TAC/AD	(5)	FLT/DLY	38375KKE1	June 2037	
TO	10,833,334									
Combination 12										
WI	\$ 27,000,000	WX	TAC/AD	TAC/AD	TAC/AD	(5)	FLT/DLY	38375KKF8	June 2037	
WO	8,836,364									
Security Group 3										
Combination 13										
BO	\$ 14,118,190	OP	PAC	PAC	PAC	0.00%	PO	38375KKG6	June 2037	
CO	24,858,712									
DO	883,082									
Combination 14										
CO	\$ 24,858,712	AO	PAC	PAC	PAC	0.00%	PO	38375KKH4	June 2037	
DO	883,082									
Combination 15										
BO	\$ 14,118,190	EO	PAC II/SUP	PAC II/SUP	PAC II/SUP	0.00%	PO	38375KKJ0	June 2037	
DO	883,082									
Combination 16										
HS	\$189,573,945	SG	NTL(PAC)	NTL(PAC)	NTL(PAC)	(5)	INV/IO	38375KKQ4	June 2037	
IS	103,972,588									
Combination 17										
BO	\$ 14,118,190	US	SUP	SUP	SUP	(5)	INV	38375KKR2	June 2037	
IS	103,972,588									
Security Groups 1 & 3										
Combination 18										
FA	\$ 89,786,800	FC	PT	PT	PT	(5)	FLT	38375KKK7	June 2037	
FG	293,546,533									

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Notional Balance	Principal Balance		Principal Balance(2)	Balance(2)					
Combination 19										
HS	\$189,573,945		SC	\$383,333,333	NTL (PT)	(5)	INV/IO	38375KKL5	June 2037	
IS	103,972,588									
SA	89,786,800									
Combination 20										
BO	\$ 14,118,190		WS	\$ 39,859,984	PT	(5)	INV	38375KKM3	June 2037	
CO	24,858,712									
DO	883,082									
SC(6)	239,159,904									
Combination 21										
BO	\$ 14,118,190		YS	\$ 39,859,984	PT	(5)	INV	38375KKN1	June 2037	
CO	24,858,712									
DO	883,082									
SC(6)	318,879,872									
Combination 22										
BO	\$ 14,118,190		NS	\$ 39,859,984	PT	(5)	INV	38375KKP6	June 2037	
CO	24,858,712									
DO	883,082									
SC(6)	383,333,333									
Security Group 4										
Combination 23										
MO	\$ 7,527,273		MX	\$ 7,527,273	SC/SCH/AD	(5)	FLT/DLY	38375KKS0	May 2037	
MS	23,000,000									
Security Group 5										
Combination 24										
ON	\$ 3,830,663		HO	\$ 9,845,100	PT	0.00%	PO	38375KKT8	June 2037	
OX	6,014,437									
Combination 25										
HO(6)	\$ 9,845,100		LS	\$ 9,845,100	PT	(5)	INV	38375KKU5	June 2037	
SE	78,760,800									
Combination 26										
HO(6)	\$ 9,845,100		KS	\$ 9,845,100	PT	(5)	INV	38375KKV3	June 2037	
SE	59,070,600									

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Notional Balance	Principal Balance		Principal Balance	Balance(2)					
Security Groups 2 & 5										
Combination 27										
FW	\$ 71,239,200		FD	\$ 150,000,000	PT	(5)	FLT	38375KKW1		June 2037
FY	78,760,800									
Combination 28										
SE	\$ 78,760,800		SM	\$ 150,000,000	NLT (PT)	(5)	INV/IO	38375KKX9		June 2037
SY	71,239,200									
Security Group 7										
Combination 29										
YI	\$ 75,000,000		PS	\$ 12,500,000	PAC	(5)	INV	38375KKY7		June 2037
YO	12,500,000									
Combination 30										
YI	\$ 43,749,999		AS	\$ 12,500,000	PAC	(5)	INV	38375KKZ4		June 2037
YO	12,500,000									
Combination 31										
YI	\$ 59,375,000		CS	\$ 12,500,000	PAC	(5)	INV	38375KLA8		June 2037
YO	12,500,000									

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

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

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

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

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

(6) MX Class.

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

Offering Circular Supplement
(To Base Offering Circular dated July 1, 2003)



\$566,404,964

Government National Mortgage Association

GINNIE MAE[®]

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2004-042

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

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

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be June 30, 2004.

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

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

Citigroup

Utendahl Capital Partners, L.P.

The date of this Offering Circular Supplement is June 23, 2004.

Ginnie Mae REMIC Trust 2004-042

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

<u>Class of REMIC Securities</u>	<u>Original Principal Balance(2)</u>	<u>Interest Rate</u>	<u>Principal Type(3)</u>	<u>Interest Type(3)</u>	<u>Final Distribution Date(4)</u>	<u>CUSIP Number</u>
Security Group 1						
AB.....	\$85,136,000	6.00%	SC/SEQ	FIX	March 2032	38374G2X9
AC.....	6,500,000	6.00	SC/SEQ	FIX	March 2032	38374G2Y7
AD.....	14,350,600	6.00	SC/SEQ	FIX	March 2032	38374G2Z4
AE(1).....	35,487,500	6.00	SC/SEQ	FIX	March 2032	38374G3A8
AG(1).....	35,487,500	6.00	SC/SEQ	FIX	March 2032	38374G3B6
AH.....	2,000,000	6.00	SC/SEQ	FIX	March 2032	38374G3C4
AK.....	2,000,000	6.00	SC/SEQ	FIX	March 2032	38374G3D2
AL.....	1,250,000	5.50	SC/SEQ	FIX	March 2032	38374G3E0
AM.....	1,250,000	6.50	SC/SEQ	FIX	March 2032	38374G3F7
AN.....	3,500,000	6.00	SC/SEQ	FIX	March 2032	38374G3G5
FA.....	44,240,400	(5)	SC/SEQ	FLT	March 2032	38374G3H3
UA(1).....	44,240,400	(5)	NTL (SC/SEQ)	INV/IO	March 2032	38374G3J9
UT(1).....	44,240,400	(5)	NTL (SC/SEQ)	INV/IO	March 2032	38374G3K6
Security Group 2						
BA.....	10,030,000	6.00	SUP/AD	FIX	November 2032	38374G3L4
BC.....	11,000,000	6.00	SUP	FIX	June 2033	38374G3M2
BD.....	5,145,000	6.00	SUP	FIX	September 2033	38374G3N0
BE.....	15,515,000	6.00	SUP	FIX	June 2034	38374G3P5
EA.....	3,790,000	0.00	SUP/AD	PO	June 2034	38374G3Q3
JA.....	24,000,000	5.25	SCH/AD	FIX	June 2034	38374G3R1
JC.....	12,876,000	5.50	PAC II	FIX	June 2034	38374G3S9
JL.....	1,090,909	5.50	NTL (SCH/AD)	FIX/IO	June 2034	38374G3T7
LA(1).....	48,500,000	5.50	PAC I	FIX	July 2025	38374G3U4
LB(1).....	16,408,000	5.50	PAC I	FIX	October 2026	38374G3V2
LC(1).....	49,829,000	5.50	PAC I	FIX	February 2030	38374G3W0
LD.....	10,067,000	5.50	PAC I	FIX	September 2030	38374G3X8
LE.....	54,594,000	5.50	PAC I	FIX	July 2033	38374G3Y6
LG.....	21,721,000	5.50	PAC I	FIX	June 2034	38374G3Z3
ZA.....	4,025,000	5.50	SUP	FIX/Z	May 2032	38374G4A7
Security Group 3						
PA.....	23,815,500	6.00	SC/PT	FIX	May 2034	38374G4B5
PB.....	7,938,500	4.00	SC/PT	FIX	May 2034	38374G4C3
Security Group 4						
DB.....	2,312,600	5.50	SEQ	FIX	June 2034	38374G4D1
DF.....	10,000,000	(5)	SEQ	FLT	May 2032	38374G4E9
DS.....	3,636,364	(5)	SEQ	INV	May 2032	38374G4F6
Residual						
RR.....	0	0.00	NPR	NPR	June 2034	38374G4G4

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

TERMS SHEET

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

Sponsor: Citigroup Global Markets Inc.

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: June 30, 2004

Distribution Dates: For the Group 1, Group 2 and Group 3 Securities, the 20th day of each month or if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2004. For the Group 4 Securities, the 16th day of each month or if the 16th day is not a Business Day, the first Business Day thereafter, commencing in July 2004.

Trust Assets:

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

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 2 and 4 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 2 Trust Assets			
\$287,500,000	356	2	5.863%
Group 4 Trust Assets			
\$ 15,948,964	344	3	6.000%

¹ As of June 1, 2004.

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

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

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

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
DF	LIBOR + 0.35%	1.4500%	0.35%	7.5000%	0	0.00%
DS	19.6625% – (LIBOR × 2.75)	16.6375%	0.00%	19.6625%	0	7.15%
FA	LIBOR + 0.90%	2.0000%	0.90%	8.5000%	0	0.00%
SA	7.60% – LIBOR	6.5000%	0.00%	7.6000%	0	7.60%
UA	6.00% – LIBOR	4.9000%	0.00%	6.0000%	0	6.00%
UT	7.60% – LIBOR	1.6000%	0.00%	1.6000%	0	7.60%

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

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

SECURITY GROUP 1

- The Group 1 Principal Distribution Amount attributable to Ginnie Mae 2002-019 Class PG will be allocated, concurrently, as follows:
 1. 18% to FA, until retired
 2. 82% in the following order of priority:
 - a. To AB, until retired
 - b. Concurrently:
 - (i) 7.4306944841% to AC, until retired
 - (ii) 81.1374678480%, sequentially, to AE and AG, in that order, until retired
 - (iii) 11.4318376679% in the following order of priority:
 - (a) Sequentially, to AH and AK, in that order, until retired
 - (b) Concurrently, to AL and AM, pro rata, until retired
 - (c) To AN, until retired
 - c. To AD, until retired
- The remaining Group 1 Principal Distribution Amount will be allocated, concurrently, as follows:
 1. 20% to FA, until retired

2. 80% in the following order of priority:

a. To AB, until retired

b. Concurrently:

(i) 7.4306944841% to AC, until retired

(ii) 81.1374678480%, sequentially, to AE and AG, in that order, until retired

(iii) 11.4318376679% in the following order of priority:

(a) Sequentially, to AH and AK, in that order, until retired

(b) Concurrently, to AL and AM, pro rata, until retired

(c) To AN, until retired

c. To AD, until retired

SECURITY GROUP 2

A percentage of the Group 2 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 2 Principal Distribution Amount (the "Group 2 Adjusted Principal Distribution Amount") and *beginning in Step 3* the ZA Accrual Amount will be allocated in the following order of priority:

1. Sequentially, to LA, LB, LC, LD, LE and LG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

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

3. To JA, until reduced to its Scheduled Principal Balance for that Distribution Date

4. 95% to ZA, until retired

5. Concurrently:

a. 8.3333333333% to EA, until retired

b. 91.6666666667% sequentially, to BA, BC, BD and BE, in that order, until retired

6. To JC, without regard to its Scheduled Principal Balances, until retired

7. To JA, without regard to its Scheduled Principal Balances, until retired

8. Sequentially, to LA, LB, LC, LD, LE and LG, in that order, without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 3

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

SECURITY GROUP 4

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

1. Concurrently, to DF and DS, pro rata, until retired
2. To DB, until retired

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

<u>Class</u>	<u>Structuring Ranges</u>
LA, LB, LC, LD, LE and LG (in the aggregate)	100% PSA through 250% PSA
JC	112% PSA through 250% PSA
JA	185% PSA through 250% PSA

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

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
IA	\$17,636,363	36.3636363636% of LA (PAC I Class)
IB	\$ 5,966,545	36.3636363636% of LB (PAC I Class)
IC	\$13,589,727	27.2727272727% of LC (PAC I Class)
IY	\$ 3,929,454	23.9484065423% of LB (PAC I Class)
	<u>9,706,909</u>	19.4804412910% of LC (PAC I Class)
	<u>\$13,636,363</u>	
JI	\$ 1,090,909	4.5454545455% of JA (SCH/AD Class)
SA	\$44,240,400	100% of FA (SC/SEQ Class)
UA	\$44,240,400	100% of FA (SC/SEQ Class)
UT	\$44,240,400	100% of FA (SC/SEQ Class)

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

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

Offering Circular Supplement
(To Base Offering Circular dated July 1, 2003)



\$628,450,000

Government National Mortgage Association

GINNIE MAE®

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

Ginnie Mae REMIC Trust 2004-041

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

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

The 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 and certain previously issued certificates.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be June 30, 2004.

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

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

BANC OF AMERICA SECURITIES LLC

BLAYLOCK & PARTNERS, L.P.

The date of this Offering Circular Supplement is June 23, 2004.

Ginnie Mae REMIC Trust 2004-041

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

<u>Class of REMIC Securities</u>	<u>Original Principal Balance(2)</u>	<u>Interest Rate</u>	<u>Principal Type(3)</u>	<u>Interest Type(3)</u>	<u>Final Distribution Date(4)</u>	<u>CUSIP Number</u>
Security Group 1						
CA.....	\$ 22,633,000	6.00%	SUP	FIX	December 2032	38374GW24
CB.....	15,292,000	6.00	SUP	FIX	June 2033	38374GW32
CD.....	33,246,833	6.00	SUP	FIX	June 2034	38374GW40
CE.....	4,454,000	6.00	SUP	FIX	April 2033	38374GW57
CG.....	12,371,416	6.00	SUP	FIX	June 2034	38374GW65
CO(1).....	1,529,584	0.00	SUP	PO	June 2034	38374GW73
EI(1).....	82,544,000	5.50	NTL(PAC)	FIX/IO	October 2026	38374GW81
FI(1).....	78,558,333	(5)	NTL(PAC)	FLT/IO	May 2030	38374GW99
IC(1).....	137,523,000	5.50	NTL(PAC)	FIX/IO	October 2033	38374GX23
IE(1).....	66,256,000	5.50	NTL(PAC)	FIX/IO	May 2030	38374GX31
JA.....	24,831,000	5.50	TAC	FIX	June 2034	38374GX49
OA(1).....	107,125,000	0.00	PAC	PO	May 2030	38374GX56
OC(1).....	137,523,000	0.00	PAC	PO	October 2033	38374GX64
OD(1).....	82,544,000	0.00	PAC	PO	October 2026	38374GX72
OE(1).....	66,256,000	0.00	PAC	PO	May 2030	38374GX80
PG.....	3,523,000	5.50	AD/PAC	FIX	March 2009	38374GX98
PH.....	18,661,000	5.50	PAC/AD	FIX	September 2023	38374GY22
PO(1).....	6,470,167	0.00	SUP	PO	June 2034	38374GY30
PZ.....	11,840,000	5.50	PAC	FIX/Z	June 2034	38374GY48
SE(1).....	78,558,333	(5)	NTL(PAC)	INV/IO	May 2030	38374GY55
TA.....	47,000,000	5.25	TAC	FIX	June 2034	38374GY63
TF.....	4,700,000	(5)	TAC	FLT	June 2034	38374GY71
TS.....	4,700,000	(5)	NTL(TAC)	INV/IO	June 2034	38374GY89
Security Group 2						
FD.....	27,400,000	(5)	TAC/AD	FLT	April 2034	38374GY97
SD.....	27,400,000	(5)	NTL(TAC/AD)	INV/IO	April 2034	38374GZ21
ZB.....	1,000,000	7.00	SUP	FIX/Z	June 2034	38374GZ39
ZD.....	50,000	7.00	TAC/AD	FIX/Z	June 2034	38374GZ47
Security Group 3						
SF.....	203,888,051	(5)	NTL(SC/PT)	INV/IO	March 2034	38374GZ54
SG.....	203,888,051	(5)	NTL(SC/PT)	INV/IO	March 2034	38374GZ62
Residual						
RR.....	0	0.00	NPR	NPR	June 2034	38374GZ70

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

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

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

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

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

TERMS SHEET

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

Sponsor: Banc of America Securities LLC

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: June 30, 2004

Distribution Dates: For the Group 1 and Group 3 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2004. For the Group 2 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in July 2004.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	5.5%	30
2	Ginnie Mae I	7.0	30
3	Underlying Certificates	(1)	(1)

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

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

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

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets \$600,000,000	355	4	5.97%
Group 2 Trust Assets \$ 28,450,000	316	40	7.5%

¹ As of June 1, 2004.

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

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

The actual remaining terms to maturity, loan ages and, in the case of the Group 1 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the weighted averages shown

above, perhaps significantly. See “*The Trust Assets — The Mortgage Loans*” in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FD.....	LIBOR + 0.45%	1.55%	0.45%	7.00%	0	0.00%
FE.....	LIBOR + 0.30%	1.40%	0.30%	7.50%	0	0.00%
FI.....	LIBOR + 0.30%	1.40%	0.30%	7.50%	0	0.00%
SD.....	6.55% – LIBOR	5.45%	0.00%	6.55%	0	6.55%
SE.....	7.20% – LIBOR	6.10%	0.00%	7.20%	0	7.20%
SF.....	7.20% – LIBOR	1.20%	0.00%	1.20%	0	7.20%
SG.....	6.00% – LIBOR	4.72%	0.00%	6.00%	0	6.00%
TF.....	LIBOR + 0.65%	1.75%	0.65%	8.00%	0	0.00%
TS.....	7.35% – LIBOR	6.25%	0.00%	7.35%	0	7.35%

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

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

SECURITY GROUP 1

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

- The PZ Accrual Amount as follows:
 1. Sequentially, to PG and PH, in that order, until retired
 2. To PZ, until retired
- The Group 1 Adjusted Principal Distribution Amount in the following order of priority:
 1. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, as follows:
 - a. Concurrently:
 - i. 41.8579662010% to OA, until retired
 - ii. 58.1420337990% sequentially to OD and OE, in that order, until retired
 - b. Sequentially, to OC, PG, PH and PZ, in that order, until retired
 2. Concurrently:
 - a. 74.9687007326% as follows:
 - i. Concurrently, to TA and TF, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Concurrently:
 - (i) 91.6666662373% sequentially to CA, CB and CD, in that order, until retired
 - (ii) 8.3333337627% to PO, until retired
 - iii. Concurrently, to TA and TF, pro rata, without regard to their Aggregate Scheduled Principal Balances, until retired
 - b. 25.0312992674% as follows:
 - i. To JA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. Concurrently:
 - (i) 91.6666630346% sequentially to CE and CG, in that order, until retired
 - (ii) 8.3333369654% to CO, until retired
 - iii. To JA, without regard to its Scheduled Principal Balance, until retired
 3. To the PAC Classes, in the same manner and order of priority described in Step 1. above without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 2

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

- The ZB Accrual Amount as follows:
 1. Sequentially, to FD and ZD, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZB, until retired
- The ZD Accrual Amount as follows:
 1. To FD, until retired
 2. To ZD, until retired
- The Group 2 Principal Distribution Amount in the following order of priority:
 1. Sequentially, to FD and ZD, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZB, until retired
 3. Sequentially, to FD and ZD, in that order, without regard to their Aggregate Scheduled Principal Balances, until retired

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

<u>Class</u>	<u>Structuring Range or Rates</u>
OA, OC, OD, OE, PG, PH and PZ (in the aggregate)	100% PSA through 250% PSA
JA	185% PSA
TA and TF (in the aggregate)	195% PSA
FD and ZD (in the aggregate)	500% PSA

Accrual Classes: Interest will accrue on each Accrual Class identified on the inside front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes until the Distribution Date on which the Class Principal Balances of the related Accretion Directed Classes have been reduced to zero. Interest so accrued and unpaid 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.” After interest distributions commence on an Accrual Class, interest distributions will continue until the Class Principal Balance of that Class is reduced to zero.

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

and reduces to that extent with, the Class Principal Balances or specified Group Trust Asset Notional Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
EI	\$ 82,544,000	100% of OD (PAC Class)
FI	78,558,333	73.3333333333% of OA (PAC Class)
IC	137,523,000	100% of OC (PAC Class)
IE	66,256,000	100% of OE (PAC Class)
SD	27,400,000	100% of FD (TAC/AD Class)
SE	78,558,333	73.3333333333% of OA (PAC Class)
SF	203,888,051	100% of the Group 3 Trust Asset Notional Balance
SG	203,888,051	100% of the Group 3 Trust Asset Notional Balance
TS	4,700,000	100% of TF (TAC Class)

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

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

Schedule I

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1								
EI	\$ 45,024,000	EA	\$ 82,544,000	PAC	3.00%	FIX	38374GZ88	October 2026
OD	82,544,000							
Combination 2								
EI	\$ 48,776,000	EB	\$ 82,544,000	PAC	3.25%	FIX	38374GZ96	October 2026
OD	82,544,000							
Combination 3								
EI	\$ 52,528,000	EC	\$ 82,544,000	PAC	3.50%	FIX	38374G2A9	October 2026
OD	82,544,000							
Combination 4								
EI	\$ 56,280,000	ED	\$ 82,544,000	PAC	3.75%	FIX	38374G2B7	October 2026
OD	82,544,000							
Combination 5								
EI	\$ 60,032,000	EG	\$ 82,544,000	PAC	4.00%	FIX	38374G2C5	October 2026
OD	82,544,000							
Combination 6								
EI	\$ 63,784,000	EH	\$ 82,544,000	PAC	4.25%	FIX	38374G2D3	October 2026
OD	82,544,000							
Combination 7								
EI	\$ 67,536,000	EJ	\$ 82,544,000	PAC	4.50%	FIX	38374G2E1	October 2026
OD	82,544,000							
Combination 8								
EI	\$ 71,288,000	EK	\$ 82,544,000	PAC	4.75%	FIX	38374G2F8	October 2026
OD	82,544,000							

REMIC Securities

<u>Class</u>	<u>Original Class Principal Balance or Class Notional Balance</u>
Combination 9	
EI	\$ 75,040,000
OD	82,544,000
Combination 10	
EI	\$ 78,792,000
OD	82,544,000
Combination 11	
EI	\$ 82,544,000
OD	82,544,000
Combination 12	
IE	\$ 48,186,182
OE	66,256,000
Combination 13	
IE	\$ 51,197,819
OE	66,256,000
Combination 14	
IE	\$ 54,209,455
OE	66,256,000
Combination 15	
IE	\$ 57,221,091
OE	66,256,000
Combination 16	
IE	\$ 60,232,728
OE	66,256,000
Combination 17	
IE	\$ 63,244,364
OE	66,256,000
Combination 18	
IE	\$ 66,256,000
OE	66,256,000

MX Securities

<u>Related MX Class</u>	<u>Maximum Original Class Principal Balance(2)</u>	<u>Principal Type(3)</u>	<u>Interest Rate</u>	<u>Interest Type(3)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date(4)</u>
PA	\$ 82,544,000	PAC	5.00%	FIX	38374G2G6	October 2026
PJ	\$ 82,544,000	PAC	5.25%	FIX	38374G2H4	October 2026
PK	\$ 82,544,000	PAC	5.50%	FIX	38374G2J0	October 2026
EL	\$ 66,256,000	PAC	4.00%	FIX	38374G2K7	May 2030
EM	\$ 66,256,000	PAC	4.25%	FIX	38374G2L5	May 2030
EN	\$ 66,256,000	PAC	4.50%	FIX	38374G2M3	May 2030
EP	\$ 66,256,000	PAC	4.75%	FIX	38374G2N1	May 2030
PB	\$ 66,256,000	PAC	5.00%	FIX	38374G2P6	May 2030
PL	\$ 66,256,000	PAC	5.25%	FIX	38374G2Q4	May 2030
PM	\$ 66,256,000	PAC	5.50%	FIX	38374G2R2	May 2030

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)
Combination 19								
CO	\$ 1,529,584	AO	\$ 7,999,751	SUP	0.00%	PO	38374G2S0	June 2034
PO	6,470,167							
Combination 20								
IC	\$137,523,000	PC	\$137,523,000	PAC	5.50%	FIX	38374G2T8	October 2033
OC	137,523,000							
Combination 21								
FI	\$ 66,131,834	PE	\$107,125,000	PAC	4.63%	FIX	38374G2U5	May 2030
OA	107,125,000							
SE	66,131,834							
Combination 22								
FI	\$ 66,703,167	AM	\$107,125,000	PAC	4.67%	FIX	38374G2V3	May 2030
OA	107,125,000							
SE	66,703,167							
Combination 23								
FI	\$ 78,558,333	FE	\$ 78,558,333	PAC	(5)	FLT	38374G2W1	May 2030
OA	107,125,000							

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

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

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

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

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



\$583,876,372

**Government National
Mortgage Association**

GINNIE MAE®

**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2007-053**

OFFERING CIRCULAR SUPPLEMENT
September 21, 2007

**BANC OF AMERICA SECURITIES LLC
LOOP CAPITAL MARKETS, LLC**