

**Offering Circular Supplement
(To Base Offering Circular dated April 1, 2008)**



\$1,167,043,437

Government National Mortgage Association

GINNIE MAE®

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

Ginnie Mae REMIC Trust 2008-060

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-14 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be July 30, 2008.

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						
BF(1)	\$ 50,000,000	(5)	PT	FLT	38375DAA6	July 2038
HA	5,853,000	5.5%	PAC II	FIX	38375DAB4	July 2038
HB	23,988,000	5.5	SUP	FIX	38375DAC2	December 2037
HC	4,701,000	5.5	SUP	FIX	38375DAD0	July 2038
PA(1)	40,783,000	5.5	PAC I	FIX	38375DAE8	December 2034
PB(1)	14,005,000	5.5	PAC I	FIX	38375DAF5	February 2037
PC(1)	4,112,000	5.5	PAC I	FIX	38375DAG3	September 2037
PK(1)	6,558,000	5.5	PAC I	FIX	38375DAH1	July 2038
SH(1)	50,000,000	(5)	NTL (PT)	INV/IO	38375DAJ7	July 2038
TD(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAK4	July 2038
TE(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAL2	July 2038
TG(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAM0	July 2038
TH(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAN8	July 2038
Security Group 2						
BF(1)	50,000,000	(5)	PT	FLT	38375DAP3	July 2038
CS(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAQ1	July 2038
CT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DAR9	July 2038
DA	22,877,000	5.5	SUP	FIX	38375DAS7	November 2037
DB	2,213,000	5.5	SUP	FIX	38375DAT5	February 2038
DC	1,434,000	5.5	SUP	FIX	38375DAU2	April 2038
DE	2,400,000	5.5	SUP	FIX	38375DAV0	July 2038
DG	3,489,000	5.5	PAC II	FIX	38375DAW8	April 2038
DH	1,329,000	5.5	PAC II	FIX	38375DAX6	June 2038
DJ	683,000	5.5	PAC II	FIX	38375DAY4	July 2038
DL	661,000	5.5	PAC II	FIX	38375DAZ1	July 2038
DT(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DBA5	July 2038
ET(1)	5,000,000	(5)	NTL (PT)	INV/IO	38375DBB3	July 2038
JH(1)	32,708,000	5.5	PAC I	FIX	38375DBC1	January 2034
JK(1)	19,258,000	5.5	PAC I	FIX	38375DBD9	December 2036
JL(1)	3,127,000	5.5	PAC I	FIX	38375DBE7	May 2037
JM(1)	5,013,000	5.5	PAC I	FIX	38375DBF4	December 2037
JN(1)	4,808,000	5.5	PAC I	FIX	38375DBG2	July 2038
Security Group 3						
EA	32,495,000	5.5	SUP	FIX	38375DBH0	October 2037
EB	3,334,000	5.5	SUP	FIX	38375DBI6	February 2038
EC	2,653,000	5.5	SUP	FIX	38375DBK3	May 2038
ED	2,286,000	5.5	SUP	FIX	38375DBM3	July 2038
EG	10,365,000	5.5	PAC II	FIX	38375DBL1	March 2038
EH	2,148,000	5.5	PAC II	FIX	38375DBM9	June 2038
EJ	1,719,000	5.5	PAC II	FIX	38375DBN7	July 2038
FA	100,000,000	(5)	PT	FLT	38375DBP2	July 2038
FB	100,000,000	(5)	PT	FLT	38375DBQ0	July 2038
FK(1)	78,931,285	(5)	PAC I	FLT	38375DBR8	January 2038
GA	5,775,000	5.5	PAC II	FIX	38375DBS6	July 2038
GB	25,446,000	5.5	SUP	FIX	38375DBT4	January 2038
GC	1,677,000	5.5	SUP	FIX	38375DBU1	April 2038
GD	2,062,000	5.5	SUP	FIX	38375DBV9	July 2038
HP	6,689,000	5.5	PAC I	FIX	38375DBW7	June 2038
JP	2,893,000	5.5	PAC I	FIX	38375DBX5	July 2038
LS(1)	78,931,285	(5)	NTL (PAC I)	INV/IO	38375DBY3	January 2038
PO	21,526,715	0.0	PAC I	PO	38375DBZ0	January 2038
SA	100,000,000	(5)	NTL (PT)	INV/IO	38375DCA4	July 2038
SB	100,000,000	(5)	NTL (PT)	INV/IO	38375DCB2	July 2038
TK(1)	7,893,128	(5)	NTL (PAC I)	INV/IO	38375DCD4	January 2038
TL(1)	7,893,128	(5)	NTL (PAC I)	INV/IO	38375DCD8	January 2038
Security Group 4						
AB	100,000,000	4.4	SEQ	FIX	38375DCE6	July 2020
AI	20,000,000	5.5	NTL (SEQ)	FIX/IO	38375DCF3	July 2020
AY	38,431,615	5.5	SEQ	FIX	38375DCG1	July 2023
Security Group 5						
DI(1)	12,313,550	6.5	SCNTL(PT)	FIX/IO	38375DCH9	November 2037
Security Group 6						
DO(1)	12,483,062	0.0	SC/PT	PO	38375DCI5	November 2037
Security Group 7						
CI(1)	17,310,843	6.0	SCNTL(PT)	FIX/IO	38375DCJ3	March 2038
Security Group 8						
CO(1)	17,270,594	0.0	SC/PT	PO	38375DCL0	February 2038
Security Group 9						
AF(1)	43,092,000	(5)	PAC I	FLT	38375DCM8	January 2038
HT(1)	4,309,200	(5)	NTL (PAC I)	INV/IO	38375DCN6	January 2038
KS(1)	43,092,000	(5)	NTL (PAC I)	INV/IO	38375DCP1	January 2038
LJ	3,077,000	6.0	PAC I	FIX	38375DCQ9	May 2038
LK	1,656,000	6.0	PAC I	FIX	38375DCR7	July 2038
OP(1)	10,773,000	0.0	PO	PO	38375DCS5	January 2038
PM(1)	7,426,000	6.0	PAC II/AD	FIX	38375DCT3	July 2038
TA(1)	4,309,200	(5)	NTL (PAC I)	INV/IO	38375DCU0	January 2038
TI(1)	4,309,200	(5)	NTL (PAC I)	INV/IO	38375DCV8	January 2038
VA(1)	18,241,000	6.0	TAC II/AD	FIX	38375DCW6	July 2038
ZA	20,800,000	6.0	TAC II/AD	FIX/Z	38375DCX4	July 2038
ZT	1,412,000	6.0	SUP	FIX/Z	38375DCY2	July 2038
Security Group 10						
FW(1)	74,433,292	(5)	SC/PT	FLT	38375DCZ9	July 2038
IM(1)	14,886,658	(5)	SCNTL (PT)	INV/IO	38375DDA3	July 2038
IN(1)	14,886,658	(5)	SCNTL (PT)	INV/IO	38375DDB1	July 2038
IW(1)	14,886,658	(5)	SCNTL (PT)	INV/IO	38375DDC9	July 2038
SL	74,433,292	(5)	SCNTL (PT)	INV/IO	38375DDD7	July 2038
Security Group 11						
BA	77,419,000	4.2	SEQ	FIX	38375DDE5	August 2019
BI	12,387,040	5.0	NTL (SEQ)	FIX/IO	38375DDF2	August 2019
BY	41,328,873	5.0	SEQ	FIX	38375DDG0	July 2023
Residual						
RR	0	0.0	NPR	NPR	38375DDH8	July 2038

(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 5, 6, 7, 8 and 10 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: Credit Suisse Securities (USA) LLC

Co-Sponsor: Finacorp Securities

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: July 30, 2008

Distribution Dates: For the Group 1, Group 4 and Group 11 Securities, the 16th day of each month or if the 16th day is not a Business Day, the first Business Day thereafter, commencing in August 2008. For the Group 2, Group 3, Group 5, Group 6, Group 7, Group 8, Group 9 and Group 10 Securities, the 20th day of each month or if the 20th day is not a Business Day, the first Business Day thereafter, commencing, August 2008.

Trust Assets:

<u>Trust Asset Group or Subgroup⁽¹⁾</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae I	6.0%	30
2	Ginnie Mae II	6.0%	30
3	Ginnie Mae II	6.5%	30
4	Ginnie Mae I	5.5%	15
5	Underlying Certificates	(2)	(2)
6	Underlying Certificate	(2)	(2)
7	Underlying Certificate	(2)	(2)
8	Underlying Certificate	(2)	(2)
9	Ginnie Mae II	6.0%	30
10A	Ginnie Mae II	6.0%	30
10B	Underlying Certificate	(2)	(2)
11	Ginnie Mae I	5.0%	15

⁽¹⁾ The Group 10 Trust Assets consist of two Subgroups, Subgroup 10A and Subgroup 10B (each, a “Subgroup”). The Ginnie Mae II MBS Certificate that backs the Trust Asset Subgroup 10B Underlying Certificate is issued from the same pool as the Ginnie Mae II MBS Certificate that will constitute Trust Asset Subgroup 10A.

⁽²⁾ Certain information regarding the Underlying Certificates is set forth in Exhibits A and B to this Supplement.

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Except in the case of certain MX Classes in Groups 5, 6, 7 and 8, 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 4, Group 9, Subgroup 10A and Group 11 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$150,000,000	307	48	6.500%
Group 2 Trust Assets			
\$150,000,000	355	3	6.420%
Group 3 Trust Assets			
\$400,000,000	357	3	6.912%
Group 4 Trust Assets			
\$138,431,615	178	2	6.000%
Group 9 Trust Assets			
\$105,677,000	355	3	6.420%
Subgroup 10A Trust Assets			
\$74,433,292	352	7	6.482%
Group 11 Trust Assets			
\$118,747,873	177	3	5.500%

¹ As of July 1, 2008.

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 2, Group 3, Group 9 and Subgroup 10A 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, Group 3, Group 9 and Subgroup 10A Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, Group 2, Group 3, Group 4, Group 9, Subgroup 10A and Group 11 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

Modification and Exchange: If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. Under certain circumstances, an MX Class that is a Weighted Average Coupon Class will be subject to mandatory exchange, with no exchange fee, for its related REMIC Securities. 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 Weighted Average Coupon Class. See *“Description of the Securities — Form of Securities” in this Supplement*.

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
Security Group 1						
FD	LIBOR + 0.65%	3.10875%	0.65%	7.00%	0	0.00%
FE	LIBOR + 0.70%	3.15875%	0.70%	7.00%	0	0.00%
FG	LIBOR + 0.75%	3.20875%	0.75%	7.00%	0	0.00%
FH	LIBOR + 0.85%	3.30875%	0.85%	7.00%	0	0.00%
FJ	LIBOR + 0.80%	3.25875%	0.80%	7.00%	0	0.00%
SD	6.35% – LIBOR	3.89125%	0.00%	6.35%	0	6.35%
SE	6.30% – LIBOR	3.84125%	0.00%	6.30%	0	6.30%
SG	6.25% – LIBOR	3.79125%	0.00%	6.25%	0	6.25%
SH	6.15% – LIBOR	3.69125%	0.00%	6.15%	0	6.15%
SJ	6.20% – LIBOR	3.74125%	0.00%	6.20%	0	6.20%
TD	63.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.35%
TE	63.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.30%
TG	62.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.25%
TH	62.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.20%
Security Group 2						
BF	LIBOR + 0.70%	3.15875%	0.70%	7.00%	0	0.00%
BS	6.30% – LIBOR	3.84125%	0.00%	6.30%	0	6.30%
CF	LIBOR + 0.85%	3.30875%	0.85%	7.00%	0	0.00%
CS	6.15% – LIBOR	3.69125%	0.00%	6.15%	0	6.15%
CT	62.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.20%
DF	LIBOR + 0.80%	3.25875%	0.80%	7.00%	0	0.00%
DS	6.20% – LIBOR	3.74125%	0.00%	6.20%	0	6.20%
DT	62.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.25%
EF	LIBOR + 0.75%	3.20875%	0.75%	7.00%	0	0.00%
ES	6.25% – LIBOR	3.79125%	0.00%	6.25%	0	6.25%
ET	63.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.30%

<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>
Security Group 3						
FA	LIBOR + 0.63%	3.09125%	0.63%	7.50%	0	0.00%
FB	LIBOR + 0.60%	3.05875%	0.60%	7.50%	0	0.00%
FK	LIBOR + 0.50%	2.95875%	0.50%	7.00%	0	0.00%
FP	LIBOR + 0.55%	3.00875%	0.55%	7.00%	0	0.00%
LF	LIBOR + 0.60%	3.05875%	0.60%	7.00%	0	0.00%
LS	6.40% – LIBOR	3.94125%	0.00%	6.40%	0	6.40%
SA	6.87% – LIBOR	4.40875%	0.00%	6.87%	0	6.87%
SB	6.90% – LIBOR	4.44125%	0.00%	6.90%	0	6.90%
SK	6.50% – LIBOR	4.04125%	0.00%	6.50%	0	6.50%
SP	6.45% – LIBOR	3.99125%	0.00%	6.45%	0	6.45%
TK	65.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.50%
TL	64.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	6.45%
Security Group 9						
AF	LIBOR + 0.35%	2.80875%	0.35%	7.50%	0	0.00%
AS	7.15% – LIBOR	4.69125%	0.00%	7.15%	0	7.15%
HF	LIBOR + 0.45%	2.90875%	0.45%	7.50%	0	0.00%
HS	7.05% – LIBOR	4.59125%	0.00%	7.05%	0	7.05%
HT	70.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	7.05%
JF	LIBOR + 0.40%	2.85875%	0.40%	7.50%	0	0.00%
JS	7.10% – LIBOR	4.64125%	0.00%	7.10%	0	7.10%
KF	LIBOR + 0.50%	2.95875%	0.50%	7.50%	0	0.00%
KS	7.00% – LIBOR	4.54125%	0.00%	7.00%	0	7.00%
TA	71.50% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	7.15%
TJ	71.00% – (LIBOR x 10)	0.50000%	0.00%	0.50%	0	7.10%

<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>
Security Group 10(3)						
FL	LIBOR + 0.850%	3.30%	0.85%	7.00%	0	0.00%
FM	LIBOR + 0.800%	3.25%	0.80%	7.00%	0	0.00%
FN	LIBOR + 0.750%	3.20%	0.75%	7.00%	0	0.00%
FW	LIBOR + 0.700%	3.15%	0.70%	7.00%	0	0.00%
IM	31.000% – (LIBOR x 5)	0.25%	0.00%	0.25%	0	6.20%
IN	31.250% – (LIBOR x 5)	0.25%	0.00%	0.25%	0	6.25%
IW	31.500% – (LIBOR x 5)	0.25%	0.00%	0.25%	0	6.30%
NI	15.625% – (LIBOR x 2.5)	0.25%	0.00%	0.25%	0	6.25%
SL	6.150% – LIBOR	3.70%	0.00%	6.15%	0	6.15%
WI	10.500% – (LIBOR x 1.66666667)	0.25%	0.00%	0.25%	0	6.30%

- (1) LIBOR will be established on the basis of the BBA LIBOR method, as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.
- (2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.
- (3) In the event that the Subgroup 10B Underlying Certificate is retired before the Subgroup 10A Trust Assets (as could result from an optional termination of the Subgroup 10B Underlying Trust by the Underlying Trustee, for example), each of the Floating Rate Classes and Inverse Floating Rate Classes in Security Group 10 will be entitled to receive reduced interest payments equal to 6/7 of the payments to which it would otherwise have been entitled.

Classes C and D are Weighted Average Coupon Classes. Each of the Weighted Average Coupon Classes will accrue interest during each Accrual Period at a rate equal to the weighted average of the Interest Rates on its related REMIC Classes (or portions thereof) that were exchanged for such Class based on its outstanding principal balance for such Accrual Period, subject to certain limitations as set forth under “Description of the Securities — Modification and Exchange” in this Supplement. The initial Interest Rate for each Weighted Average Coupon Class, which will be in effect for the first Accrual Period, is as follows:

<u>Class</u>	<u>Initial Interest Rate</u>
C.....	6.01398%
D.....	6.41173%

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

SECURITY GROUP 1

The Group 1 Principal Distribution Amount will be allocated concurrently as follows:

1. 33.3333333333% to FD, until retired
2. 66.6666666667% as follows:
 - a. To PA, PB, PC and PK, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To HA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To HB and HC, in that order, until retired
 - d. To HA, without regard to its Scheduled Principal Balance, until retired
 - e. To PA, PB, PC and PK, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

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

1. 33.3333333333% to BF, until retired
2. 66.6666666667% in the following order of priority:
 - a. To JH, JK, JL, JM and JN, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To DG, DH, DJ and DL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - c. To DA, DB, DC and DE, in that order, until retired
 - d. To DG, DH, DJ and DL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - e. To JH, JK, JL, JM and JN, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

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

1. 50% to FA and FB, pro rata, until retired
2. 50% in the following order of priority:
 - a. To the Group 3 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - i. To FK and PO, pro rata, while outstanding
 - ii. To HP and JP, in that order, while outstanding

b. Concurrently:

i. 61.1382836816% as follows:

A. To EG, EH and EJ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

B. To EA, EB, EC and ED, in that order, until retired

C. To EG, EH and EJ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

ii. 38.8617163184% as follows:

A. To GA, until reduced to its Scheduled Principal Balance for that Distribution Date

B. To GB, GC and GD, in that order, until retired

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

c. To the Group 3 PAC I Classes, in the same manner and order of priority described in Step 2.a. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 4

The Group 4 Principal Distribution Amount will be allocated to AB and AY, in that order, until retired.

SECURITY GROUP 6

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

SECURITY GROUP 8

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

SECURITY GROUP 9

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

- The ZT Accrual Amount in the following order of priority:

1. To PM, VA and ZA, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:

a. To PM, until reduced to its Scheduled Principal Balance for that Distribution Date

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

c. To ZA, while outstanding

d. To VA, without regard to its Scheduled Principal Balance, while outstanding

e. To PM, without regard to its Scheduled Principal Balance, while outstanding

2. To ZT

- The ZA Accrual Amount in the following order of priority:

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

2. To ZA

- The Group 9 Principal Distribution Amount in the following order of priority:
 1. To the Group 9 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To AF and OP, pro rata, while outstanding
 - b. To LJ and LK, in that order, while outstanding
 2. To PM, VA and ZA, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To PM, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To VA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To ZA, while outstanding
 - d. To VA, without regard to its Scheduled Principal Balance, while outstanding
 - e. To PM, without regard to its Scheduled Principal Balance, while outstanding
 3. To ZT, until retired
 4. To PM, VA and ZA, in the same manner and order of priority described in Step 2 above, but without regard to their Aggregate Scheduled Principal Balance, until retired
 5. To the Group 9 PAC I Classes, in the same manner and order of priority described in Step 1 above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 10

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

SECURITY GROUP 11

The Group 11 Principal Distribution Amount will be allocated to BA and BY, in that order, until retired.

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

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PAC I Classes	
AF, LJ, LK and OP (in the aggregate)	100% PSA - 400% PSA
FK, HP, JP and PO (in the aggregate)	100% PSA - 400% PSA
JH, JK, JL, JM and JN (in the aggregate)	100% PSA - 300% PSA
PA, PB, PC and PK (in the aggregate)	100% PSA - 300% PSA
PAC II Classes	
DG, DH, DJ and DL (in the aggregate)	117% PSA - 275% PSA
EG, EH and EJ (in the aggregate)	138% PSA - 310% PSA
GA	133% PSA - 400% PSA
HA	125% PSA - 300% PSA

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PM.	124% PSA - 367% PSA

PAC II and TAC Classes

PM, VA and ZA (in the aggregate)	400% PSA
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TAC I Class

VA	12% CPR
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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(s) or Trust Asset Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
Security Group 1		
IB	\$ 2,334,166	16.666666667% of PB (PAC I Class)
IC	685,333	16.666666667% of PC (PAC I Class)
IK	9,816,666	16.666666667% of PA, PB and PC (PAC I Classes) (in the aggregate)
PI	10,195,750	25% of PA (PAC I Class)
SD	50,000,000	100% of FD (PT Class)
SE	50,000,000	100% of FD (PT Class)
SG	50,000,000	100% of FD (PT Class)
SH	50,000,000	100% of FD (PT Class)
SJ	50,000,000	100% of FD (PT Class)
TD	5,000,000	10% of FD (PT Class)
TE	5,000,000	10% of FD (PT Class)
TG	5,000,000	10% of FD (PT Class)
TH	5,000,000	10% of FD (PT Class)
Security Group 2		
BS	\$ 50,000,000	100% of BF (PT Class)
CS	50,000,000	100% of BF (PT Class)
CT	5,000,000	10% of BF (PT Class)
DS	50,000,000	100% of BF (PT Class)
DT	5,000,000	10% of BF (PT Class)
ES	50,000,000	100% of BF (PT Class)
ET	5,000,000	10% of BF (PT Class)
ID	8,177,000	25% of JH (PAC I Class)
IL	3,209,666	16.666666667% of JK (PAC I Class)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
IU	\$ 8,661,000	16.6666666667% of JH and JK (PAC I classes) (in the aggregate)
Security Group 3		
LS	\$ 78,931,285	100% of FK (PAC I Class)
SA	100,000,000	100% of FA (PT Class)
SB	100,000,000	100% of FB (PT Class)
SK	78,931,285	100% of FK (PAC I Class)
SP	78,931,285	100% of FK (PAC I Class)
TK	7,893,128	10% of FK (PAC I Class)
TL	7,893,128	10% of FK (PAC I Class)
Security Group 4		
AI	\$ 20,000,000	20% of AB (SEQ Class)
Security Group 5		
DI	\$ 12,313,550	Group 5 Trust Assets
Security Group 7		
CI	\$ 17,310,843	Group 7 Trust Assets
Security Group 9		
AS	\$ 43,092,000	100% of AF (PAC I Class)
HS	43,092,000	100% of AF (PAC I Class)
JS	43,092,000	100% of AF (PAC I Class)
KI	4,277,833	16.6666666667% of PM and VA (PAC II//TAC I/AD Classes) (in the aggregate)
KS	43,092,000	100% of AF (PAC I Class)
LI	13,466,250	25% of AF and OP (PAC I Classes) (in the aggregate)
MI	1,237,666	16.6666666667% of PM (PAC II/AD Class)
TA	4,309,200	10% of AF (PAC I Class)
HT	4,309,200	10% of AF (PAC I Class)
TJ	4,309,200	10% of AF (PAC I Class)
VI	3,040,166	16.6666666667% of VA (TAC I/AD Class)
Security Group 10		
IM	\$ 14,886,658	20% of FW (PT Class)
IN	14,886,658	20% of FW (PT Class)
IW	14,886,658	20% of FW (PT Class)
NI	29,773,316	40% of FW (PT Class)
SL	74,433,292	100% of FW (PT Class)
WI	44,659,974	60% of FW (PT Class)
Security Group 11		
BI	\$ 12,387,040	16% of BA (PT Class)

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

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

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 underlying a Ginnie Mae MBS Certificate issued on or before December 1, 2002, such mortgage loan has been delinquent for four consecutive months, and at least one delinquent

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

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

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

Support securities will be more sensitive to rates of principal payments than other securities. If principal prepayments result in principal distributions on any distribution date equal to or less than the amount needed to

produce scheduled payments on the PAC and TAC classes, the related support classes will not receive any principal distribution on that date. If prepayments result in principal distributions on any distribution date greater than the amount needed to produce scheduled payments on the related PAC and TAC classes for that distribution date, this excess will be distributed to the related support classes.

The rate of principal payments on or reductions in the notional balances of the underlying certificates will directly affect the rate of principal payments and reductions in notional balances on the group 5, 6, 7, 8 and 10 securities. The underlying certificates will be sensitive to the rate of payments of principal (including prepayments) of the related mortgage loans.

This supplement contains no information as to whether the underlying certificates 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 5, 6, 7, 8 and 10 securities, and, in particular, the support, interest only, principal only, inverse floating rate, weighted average coupon, accrual and residual classes, are not suitable investments for all investors.

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

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

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

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

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

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

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

THE TRUST ASSETS

General

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

The Trust MBS

The Group 1, 4 and 11 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 2, Group 3, Group 9 and Subgroup 10A 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 5, 6, 7 and 8 and Subgroup 10B)

The Groups 5, 6, 7 and 8 and Subgroup 10B Trust Assets consist of Underlying Certificates that represent beneficial ownership interests in one or more separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a separate Series of certificates described in the related Underlying Certificate Disclosure Documents, excerpts of which are attached as Exhibit B to this Supplement. Each Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under "Available Information" in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of each Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. *See "Underlying Certificates" in the Base Offering Circular.*

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

The Mortgage Loans

The Mortgage Loans underlying the Group 1, 2, 3, 4 and 9 and Subgroup 10A and Group 11 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 2, Group 3, Group 4, Group 9, Subgroup 10A and Group 11 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Underlying Certificates are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A to this Supplement. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, Rural Development (formerly the Rural Housing Service) or the United States Department of Housing and Urban Development (“HUD”). See *“The Ginnie Mae Certificates — General” in the Base Offering Circular*.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and, in the case of the Group 2, Group 3, Group 9 and Subgroup 10A Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 2, Group 3, Group 9 and Subgroup 10A 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 Regular and MX Class (other than the Increased Minimum Denomination Classes) will be issued in minimum dollar denominations of initial principal balance of \$1,000 and integral multiples of \$1 in excess of \$1,000. The Increased Minimum Denomination Classes will be issued in minimum denominations that equal \$100,000 in initial principal or notional balance.

Distributions

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the 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 (or accrued in the case of an Accrual Class) on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. *See “— Class Factors” below.*

Categories of Classes

For purposes of interest distributions, the Classes will be categorized as shown under “Interest Type” on the front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used on the front cover and on Schedule I to this Supplement are explained under “Class Types” in Appendix I to the Base Offering Circular. Notwithstanding the definition of Weighted Average Coupon Class in the Glossary, the basis of the Interest Rates for the Weighted Average Coupon Classes herein is described under “Terms Sheet — Interest Rates” in this Supplement.

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 Weighted Average Coupon Classes	The calendar month preceding the related Distribution Date
Group 1 Floating Rate and Inverse Floating Rate Classes	From the 16 th day of the month preceding the month of the related Distribution Date through the 15 th day of the month of that Distribution Date
Group 2, Group 3, Group 9 and Group 10 Floating Rate and Inverse Floating Rate Classes	From the 20 th day of the month preceding the month of the related Distribution Date through the 19 th 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.

Weighted Average Coupon Classes

The Weighted Average Coupon Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement.

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

Accrual Class

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

Principal Distributions

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

Categories of Classes

For purposes of principal distributions, the Classes will be categorized as shown under “Principal Type” on the 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 Trust REMICs after the Class Principal Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

Class Factors

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

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

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

Termination

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

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

Modification and Exchange

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class or Classes shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities. This process may occur repeatedly.

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

In the case of Combinations 1, 2, 3, 4, 15, 16, 17, 33, 34, 35, and 36 the Class PA, Class PB, Class PC, Class JH, Class JK, Class AF, Class HT, Class KS, Class OP, Class TA, Class TJ, Class VA, and Class PM Securities may be exchanged for proportionate interests in various subcombinations of MX Classes. Similarly, all or a portion of these MX Classes may be exchanged for proportionate interests in the related REMIC Securities or in other subcombinations of the MX Classes. Each subcombination may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered. *See the example under "Description of the Securities — Modification and Exchange" in the Base Offering Circular.*

In the case of Combinations 31 and 32, each of the MX Securities is a Weighted Average Coupon Class that will accrue interest as described under "Terms Sheet — Interest Rates" in this Supplement. In the event that the Interest Rate of such MX Class will equal or exceed 1,200% per annum for any Accrual Period, the Trustee will, prior to the close of business on the last Business Day of the calendar month immediately preceding the related Distribution Date, effect a mandatory exchange of that MX Class for its related REMIC Securities. Thereafter, no further exchanges of such REMIC Security will be permitted.

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 or notional 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 45 Broadway, 12th Floor, New York, NY 10006, Attention: Trust Administration Ginnie Mae 2008-060. The Trustee may be contacted by telephone at (212) 515-5262 and by fax at (212) 509-1042.

A fee will be payable to the Trustee in connection with each exchange equal to $\frac{1}{2}$ 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 a mandatory exchange described above; and provided, further, that no fee will be payable in respect of an interest only security unless all securities involved in the exchange are interest only securities. If the notional balance of the interest only securities surrendered exceeds that of the interest only securities received, the fee will be based on the latter. The fee must be paid concurrently with the exchange.

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

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

YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

General

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

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

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

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

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

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

Investors in the Group 5, Group 6, Group 7, Group 8 and Group 10 Securities are urged to review the discussion under “Risk Factors — *The rate of principal payments on or reductions in the notional balances of the underlying certificates will directly affect the rate of principal payments and reductions in notional balances on the group 5, 6, 7, 8 and 10 securities*” in this Supplement.

Accretion Directed Classes

Classes PM, VA and ZA are Accretion Directed Classes. The related Accrual Amounts will be applied to making principal distributions on those Classes as described in this Supplement.

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

Securities that Receive Principal on the Basis of Schedules

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

Each PAC and TAC Class exhibits an Effective Range or Rate of constant prepayment rates at which such Class will receive Scheduled Payments. That range or rate may differ from the Structuring Range or Rate used to create the related principal balance schedule. Based on the Modeling Assumptions, the *initial* Effective Ranges or rates for the PAC and TAC Classes are as follows:

	<u>Initial Effective Ranges or Rates</u>
PAC I Classes	
AF, LJ, LK and OP (in the aggregate)	100% PSA - 400% PSA
FK, HP, JP and PO (in the aggregate)	100% PSA - 400% PSA
JH, JK, JL, JM and JN (in the aggregate)	100% PSA - 300% PSA
PA, PB, PC and PK (in the aggregate)	100% PSA - 300% PSA
PAC II Classes	
DG, DH, DJ and DL (in the aggregate)	117% PSA - 275% PSA
EG, EH and EJ (in the aggregate)	138% PSA - 310% PSA
GA	133% PSA - 400% PSA
HA	125% PSA - 300% PSA
PM	124% PSA - 367% PSA
PAC II and TAC Classes	
PM, VA and ZA (in the aggregate)	400% PSA

TAC I Class

VA 12% CPR - 24% CPR

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

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 Rates. If the initial Effective Ranges or Rates were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges or Rates could differ from those shown in the above tables or an initial Effective Rate might not exist. Therefore, even if the Mortgage Loans were to prepay at a constant rate within the initial Effective Range or at the initial Effective Rate shown for any Class in the above table, that Class could fail to receive Scheduled Payments.

Moreover, the related Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC or TAC Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range (or if prepayment rates average the Effective Rate), if any, for that Class. Further, the Effective Range for any PAC or TAC 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, 2, 3, 4 and 9, Subgroup 10A and Group 11 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, Group 2, Group 3, Group 4, Group 9, Subgroup 10A and Group 11 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 4 and 11 Trust Asset is assumed to have an original and a remaining term to maturity of 180 months, each Mortgage Loan underlying a Group 1, 2, 3 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 2, 3 and 9 Trust Asset is assumed to have a Mortgage Rate of 1.5% per annum higher than the related Certificate Rate.

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

3. Distributions on the Group 1, Group 4 and Group 11 Securities are always received on the 16th day of the month and distributions on the Group 2, Group 3, Group 5, Group 6, Group 7, Group 8, Group 9 and Group 10 Securities are always received on the 20th day of the month, in each case, whether or not a Business Day, commencing in August 2008.

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

5. The Closing Date for the Securities is July 30, 2008.

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, including that there is no mandatory exchange of any MX Class that is a Weighted Average Coupon Class.

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 models used in this Supplement are Prepayment Speed Assumption (“PSA”) and Constant Prepayment Rate (“CPR”). 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. CPR represents a constant rate of prepayment on the Mortgage Loans each month relative to the then outstanding aggregate principal balance of the Mortgage Loans for the life of those Mortgage Loans. 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.

**Security Group 1
PSA Prepayment Assumption Rates**

Distribution Date	Class PJ					Class PK				
	0%	100%	270%	300%	550%	0%	100%	270%	300%	550%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	98	89	89	89	89	100	100	100	100	100
July 2010	96	78	78	78	66	100	100	100	100	100
July 2011	95	68	68	68	44	100	100	100	100	100
July 2012	92	58	58	58	29	100	100	100	100	100
July 2013	90	49	49	49	19	100	100	100	100	100
July 2014	88	41	41	41	12	100	100	100	100	100
July 2015	85	33	33	33	8	100	100	100	100	80
July 2016	83	26	26	26	5	100	100	100	100	52
July 2017	80	21	21	21	3	100	100	100	100	34
July 2018	77	16	16	16	2	100	100	100	100	22
July 2019	73	13	13	13	1	100	100	100	100	14
July 2020	70	10	10	10	1	100	100	100	100	9
July 2021	66	8	8	8	1	100	80	80	80	6
July 2022	62	6	6	6	0	100	62	62	62	4
July 2023	58	5	5	5	0	100	48	48	48	2
July 2024	54	4	4	4	0	100	36	36	36	1
July 2025	49	3	3	3	0	100	28	28	28	1
July 2026	44	2	2	2	0	100	21	21	21	1
July 2027	38	2	2	2	0	100	15	15	15	0
July 2028	32	1	1	1	0	100	11	11	11	0
July 2029	26	1	1	1	0	100	8	8	8	0
July 2030	19	0	0	0	0	100	5	5	5	0
July 2031	12	0	0	0	0	100	3	3	3	0
July 2032	5	0	0	0	0	47	2	2	2	0
July 2033	0	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	15.4	5.8	5.8	5.8	3.3	24.0	15.7	15.7	15.7	8.8

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes AP, BP, CP, DP, HK, HL, ID and JH					Classes BF, BS, CF, CS, CT, DF, DS, DT, EF, ES, ET and IP				
	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	97	91	91	91	91	99	97	94	93	89
July 2010	94	74	74	74	74	98	92	83	80	69
July 2011	91	54	54	54	48	97	85	70	65	48
July 2012	87	35	35	35	3	96	79	59	52	33
July 2013	84	17	17	17	0	95	73	49	42	23
July 2014	79	0	0	0	0	93	67	41	34	16
July 2015	75	0	0	0	0	92	62	35	27	11
July 2016	70	0	0	0	0	90	57	29	22	7
July 2017	65	0	0	0	0	89	53	24	18	5
July 2018	60	0	0	0	0	87	48	20	14	3
July 2019	54	0	0	0	0	85	44	17	11	2
July 2020	47	0	0	0	0	83	40	14	9	2
July 2021	40	0	0	0	0	80	37	11	7	1
July 2022	33	0	0	0	0	78	33	9	6	1
July 2023	25	0	0	0	0	75	30	8	4	0
July 2024	16	0	0	0	0	73	27	6	3	0
July 2025	7	0	0	0	0	70	24	5	3	0
July 2026	0	0	0	0	0	66	22	4	2	0
July 2027	0	0	0	0	0	63	19	3	2	0
July 2028	0	0	0	0	0	59	17	3	1	0
July 2029	0	0	0	0	0	55	14	2	1	0
July 2030	0	0	0	0	0	50	12	2	1	0
July 2031	0	0	0	0	0	46	10	1	1	0
July 2032	0	0	0	0	0	40	9	1	0	0
July 2033	0	0	0	0	0	35	7	1	0	0
July 2034	0	0	0	0	0	29	5	0	0	0
July 2035	0	0	0	0	0	22	4	0	0	0
July 2036	0	0	0	0	0	16	2	0	0	0
July 2037	0	0	0	0	0	8	1	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	10.8	3.2	3.2	3.2	2.7	20.2	11.2	6.4	5.5	3.6

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Class DA					Class DB					Class DC					Class DE				
	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	89	85	68	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	68	54	6	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	43	20	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2012	100	100	25	0	0	100	100	100	61	0	100	100	100	100	0	100	100	100	100	0
July 2013	100	100	12	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	64	0
July 2014	100	100	3	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2015	100	100	0	0	0	100	100	76	0	0	100	100	100	0	0	100	100	100	0	0
July 2016	100	100	0	0	0	100	100	53	0	0	100	100	100	0	0	100	100	100	0	0
July 2017	100	100	0	0	0	100	100	42	0	0	100	100	100	0	0	100	100	100	0	0
July 2018	100	100	0	0	0	100	100	30	0	0	100	100	100	0	0	100	100	100	0	0
July 2019	100	100	0	0	0	100	100	16	0	0	100	100	100	0	0	100	100	100	0	0
July 2020	100	100	0	0	0	100	100	2	0	0	100	100	100	0	0	100	100	100	0	0
July 2021	100	99	0	0	0	100	100	0	0	0	100	100	82	0	0	100	100	100	0	0
July 2022	100	92	0	0	0	100	100	0	0	0	100	100	61	0	0	100	100	100	0	0
July 2023	100	84	0	0	0	100	100	0	0	0	100	100	41	0	0	100	100	100	0	0
July 2024	100	76	0	0	0	100	100	0	0	0	100	100	22	0	0	100	100	100	0	0
July 2025	100	67	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	100	0	0
July 2026	100	58	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	84	0	0
July 2027	100	50	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	70	0	0
July 2028	100	41	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	58	0	0
July 2029	100	33	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	47	0	0
July 2030	100	24	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	38	0	0
July 2031	100	17	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	30	0	0
July 2032	100	9	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	23	0	0
July 2033	100	2	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	17	0	0
July 2034	99	0	0	0	0	100	51	0	0	0	100	100	0	0	0	100	100	12	0	0
July 2035	71	0	0	0	0	100	0	0	0	0	100	76	0	0	0	100	100	8	0	0
July 2036	41	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	87	4	0	0
July 2037	9	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	31	1	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	27.7	19.0	2.9	2.1	1.3	29.4	26.0	8.7	4.1	2.2	29.6	27.3	14.6	4.5	2.3	29.9	28.7	21.4	5.2	2.4

PSA Prepayment Assumption Rates

Distribution Date	Class DG					Class DH					Class DJ					Class DL				
	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	91	91	91	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	71	71	71	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	47	47	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2012	100	100	27	27	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2013	100	100	11	11	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2014	100	100	0	0	0	100	100	94	44	0	100	100	100	100	0	100	100	100	100	0
July 2015	100	100	0	0	0	100	100	67	0	0	100	100	100	0	0	100	100	100	74	0
July 2016	100	100	0	0	0	100	100	47	0	0	100	100	100	0	0	100	100	100	1	0
July 2017	100	93	0	0	0	100	100	30	0	0	100	100	100	0	0	100	100	100	0	0
July 2018	100	69	0	0	0	100	100	11	0	0	100	100	100	0	0	100	100	100	0	0
July 2019	100	34	0	0	0	100	100	0	0	0	100	100	84	0	0	100	100	100	0	0
July 2020	100	0	0	0	0	100	73	0	0	0	100	100	46	0	0	100	100	100	0	0
July 2021	100	0	0	0	0	100	0	0	0	0	100	10	10	0	0	100	100	100	0	0
July 2022	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	75	75	0	0
July 2023	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	43	43	0	0
July 2024	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	14	14	0	0
July 2025	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2026	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2027	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2028	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2029	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2030	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2031	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2032	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2033	87	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.2	10.5	3.0	3.0	2.2	25.6	12.2	8.0	6.0	2.7	25.8	12.8	11.9	6.6	2.8	25.9	14.8	14.8	7.3	2.8

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes EP, GP, IL, JK, KP and LP					Classes IU, MP, NP, UP and WP					Class JL					Class JM					
	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	100	100	100	98	94	94	94	94	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	96	84	84	84	84	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	94	71	71	71	67	100	100	100	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	92	59	59	59	39	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	100	51	90	48	48	48	19	100	100	100	100	100	100	100	100	100	100	100
July 2014	100	100	100	100	14	87	37	37	37	5	100	100	100	100	100	100	100	100	100	100	100
July 2015	100	73	73	73	0	84	27	27	27	0	100	100	100	100	30	100	100	100	100	100	100
July 2016	100	47	47	47	0	81	17	17	17	0	100	100	100	100	0	100	100	100	100	100	51
July 2017	100	25	25	25	0	78	9	9	9	0	100	100	100	100	0	100	100	100	100	100	5
July 2018	100	6	6	6	0	75	2	2	2	0	100	100	100	100	0	100	100	100	100	100	0
July 2019	100	0	0	0	0	71	0	0	0	0	100	47	47	47	0	100	100	100	100	100	0
July 2020	100	0	0	0	0	67	0	0	0	0	100	0	0	0	0	100	83	83	83	83	0
July 2021	100	0	0	0	0	62	0	0	0	0	100	0	0	0	0	100	46	46	46	46	0
July 2022	100	0	0	0	0	58	0	0	0	0	100	0	0	0	0	100	17	17	17	17	0
July 2023	100	0	0	0	0	53	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2024	100	0	0	0	0	47	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2025	100	0	0	0	0	41	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2026	95	0	0	0	0	35	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2027	76	0	0	0	0	28	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2028	56	0	0	0	0	21	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2029	35	0	0	0	0	13	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2030	12	0	0	0	0	4	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0	0	0	22	0	0	0	0	100	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	11	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	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)	20.3	8.0	8.0	8.0	5.1	14.3	5.0	5.0	5.0	3.6	22.8	11.0	11.0	11.0	6.9	23.6	13.0	13.0	13.0	13.0	8.1

PSA Prepayment Assumption Rates

Distribution Date	Class JN					Class PX				
	0%	100%	245%	300%	500%	0%	100%	245%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	100	100	100	99	95	95	95	95
July 2010	100	100	100	100	100	97	87	87	87	87
July 2011	100	100	100	100	100	95	77	77	77	74
July 2012	100	100	100	100	100	94	67	67	67	51
July 2013	100	100	100	100	100	92	58	58	58	35
July 2014	100	100	100	100	100	90	50	50	50	24
July 2015	100	100	100	100	100	87	42	42	42	17
July 2016	100	100	100	100	100	85	34	34	34	11
July 2017	100	100	100	100	100	82	27	27	27	8
July 2018	100	100	100	100	72	80	22	22	22	5
July 2019	100	100	100	100	49	77	17	17	17	4
July 2020	100	100	100	100	33	73	14	14	14	2
July 2021	100	100	100	100	23	70	11	11	11	2
July 2022	100	100	100	100	15	66	9	9	9	1
July 2023	100	93	93	93	10	62	7	7	7	1
July 2024	100	73	73	73	7	58	5	5	5	1
July 2025	100	57	57	57	5	53	4	4	4	0
July 2026	100	44	44	44	3	48	3	3	3	0
July 2027	100	34	34	34	2	43	3	3	3	0
July 2028	100	26	26	26	1	37	2	2	2	0
July 2029	100	20	20	20	1	30	1	1	1	0
July 2030	100	15	15	15	1	24	1	1	1	0
July 2031	100	11	11	11	0	16	1	1	1	0
July 2032	100	8	8	8	0	8	1	1	1	0
July 2033	5	5	5	5	0	0	0	0	0	0
July 2034	4	4	4	4	0	0	0	0	0	0
July 2035	2	2	2	2	0	0	0	0	0	0
July 2036	1	1	1	1	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	24.7	18.4	18.4	18.4	11.7	16.2	6.9	6.9	6.9	4.7

**Security Group 3
PSA Prepayment Assumption Rates**

Distribution Date	Class EA					Class EB				
	0%	100%	280%	400%	600%	0%	100%	280%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	90	81	67	100	100	100	100	100
July 2010	100	100	69	44	4	100	100	100	100	100
July 2011	100	100	47	6	0	100	100	100	100	0
July 2012	100	100	30	0	0	100	100	100	0	0
July 2013	100	100	20	0	0	100	100	100	0	0
July 2014	100	100	13	0	0	100	100	100	0	0
July 2015	100	100	10	0	0	100	100	100	0	0
July 2016	100	100	9	0	0	100	100	100	0	0
July 2017	100	100	8	0	0	100	100	100	0	0
July 2018	100	100	7	0	0	100	100	100	0	0
July 2019	100	100	4	0	0	100	100	100	0	0
July 2020	100	100	0	0	0	100	100	99	0	0
July 2021	100	100	0	0	0	100	100	62	0	0
July 2022	100	94	0	0	0	100	100	28	0	0
July 2023	100	84	0	0	0	100	100	0	0	0
July 2024	100	75	0	0	0	100	100	0	0	0
July 2025	100	65	0	0	0	100	100	0	0	0
July 2026	100	56	0	0	0	100	100	0	0	0
July 2027	100	47	0	0	0	100	100	0	0	0
July 2028	100	39	0	0	0	100	100	0	0	0
July 2029	100	30	0	0	0	100	100	0	0	0
July 2030	100	23	0	0	0	100	100	0	0	0
July 2031	100	15	0	0	0	100	100	0	0	0
July 2032	100	8	0	0	0	100	100	0	0	0
July 2033	100	2	0	0	0	100	100	0	0	0
July 2034	88	0	0	0	0	100	55	0	0	0
July 2035	63	0	0	0	0	100	0	0	0	0
July 2036	36	0	0	0	0	100	0	0	0	0
July 2037	6	0	0	0	0	100	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	27.4	18.9	3.6	1.8	1.3	29.4	26.1	13.4	3.4	2.2

PSA Prepayment Assumption Rates

Distribution Date	Class EC					Class ED					Class EG					Class EH					
	0%	100%	280%	400%	600%	0%	100%	280%	400%	600%	0%	100%	280%	400%	600%	0%	100%	280%	400%	600%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	100	100	100	100	100	100	100	100	100	100	100	100	92	92	92	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	74	74	74	100	100	100	100	100	100
July 2011	100	100	100	100	0	100	100	100	100	0	100	100	52	52	0	100	100	100	100	0	0
July 2012	100	100	100	8	0	100	100	100	100	0	100	100	34	34	0	100	100	100	100	0	0
July 2013	100	100	100	0	0	100	100	100	0	0	100	100	19	2	0	100	100	100	100	0	0
July 2014	100	100	100	0	0	100	100	100	0	0	100	100	8	0	0	100	100	100	0	0	0
July 2015	100	100	100	0	0	100	100	100	0	0	100	100	0	0	0	100	100	95	0	0	0
July 2016	100	100	100	0	0	100	100	100	0	0	100	95	0	0	0	100	100	49	0	0	0
July 2017	100	100	100	0	0	100	100	100	0	0	100	81	0	0	0	100	100	0	0	0	0
July 2018	100	100	100	0	0	100	100	100	0	0	100	60	0	0	0	100	100	0	0	0	0
July 2019	100	100	100	0	0	100	100	100	0	0	100	34	0	0	0	100	100	0	0	0	0
July 2020	100	100	100	0	0	100	100	100	0	0	100	6	0	0	0	100	100	0	0	0	0
July 2021	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2022	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2023	100	100	98	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2024	100	100	66	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2025	100	100	39	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2026	100	100	15	0	0	100	100	100	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2027	100	100	0	0	0	100	100	94	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2028	100	100	0	0	0	100	100	75	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2029	100	100	0	0	0	100	100	59	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2030	100	100	0	0	0	100	100	45	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2031	100	100	0	0	0	100	100	35	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2032	100	100	0	0	0	100	100	26	0	0	62	0	0	0	0	100	0	0	0	0	0
July 2033	100	100	0	0	0	100	100	18	0	0	0	0	0	0	0	80	0	0	0	0	0
July 2034	100	100	0	0	0	100	100	13	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	100	96	0	0	0	100	100	8	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	100	26	0	0	0	100	100	4	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	100	0	0	0	0	100	55	2	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	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)	29.7	27.7	16.7	3.8	2.3	29.9	29.1	22.3	4.3	2.4	24.2	10.3	3.3	3.1	2.2	25.1	12.6	8.0	5.3	2.9	

Security Group 3 PSA Prepayment Assumption Rates					
Distribution Date	Class JP				
	0%	100%	280%	400%	600%
Initial Percent	100	100	100	100	100
July 2009	100	100	100	100	100
July 2010	100	100	100	100	100
July 2011	100	100	100	100	100
July 2012	100	100	100	100	100
July 2013	100	100	100	100	100
July 2014	100	100	100	100	100
July 2015	100	100	100	100	100
July 2016	100	100	100	100	100
July 2017	100	100	100	100	100
July 2018	100	100	100	100	100
July 2019	100	100	100	100	68
July 2020	100	100	100	100	43
July 2021	100	100	100	100	26
July 2022	100	100	100	100	16
July 2023	100	100	100	100	10
July 2024	100	80	80	80	6
July 2025	100	58	58	58	4
July 2026	100	42	42	42	2
July 2027	100	30	30	30	1
July 2028	100	21	21	21	1
July 2029	100	15	15	15	0
July 2030	100	10	10	10	0
July 2031	100	7	7	7	0
July 2032	5	5	5	5	0
July 2033	3	3	3	3	0
July 2034	2	2	2	2	0
July 2035	1	1	1	1	0
July 2036	1	1	1	1	0
July 2037	0	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	23.4	18.3	18.3	18.3	12.3

Security Group 4 PSA Prepayment Assumption Rates										
Distribution Date	Classes AB and AI					Class AY				
	0%	100%	228%	350%	500%	0%	100%	228%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	94	92	89	86	83	100	100	100	100	100
July 2010	88	80	71	63	53	100	100	100	100	100
July 2011	81	67	52	38	23	100	100	100	100	100
July 2012	74	55	35	18	2	100	100	100	100	100
July 2013	67	44	20	3	0	100	100	100	100	68
July 2014	59	33	8	0	0	100	100	100	79	44
July 2015	50	23	0	0	0	100	100	96	57	28
July 2016	42	13	0	0	0	100	100	74	40	18
July 2017	32	4	0	0	0	100	100	56	28	11
July 2018	22	0	0	0	0	100	88	41	19	6
July 2019	11	0	0	0	0	100	68	29	12	4
July 2020	0	0	0	0	0	100	49	19	7	2
July 2021	0	0	0	0	0	69	30	11	4	1
July 2022	0	0	0	0	0	35	13	4	1	0
July 2023	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	6.7	4.6	3.2	2.6	2.1	13.5	12.0	9.8	8.0	6.3

**Security Group 5
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class DI</u>				
	<u>0%</u>	<u>175%</u>	<u>356%</u>	<u>550%</u>	<u>750%</u>
Initial Percent	100	100	100	100	100
July 2009	99	93	87	80	73
July 2010	98	83	69	55	42
July 2011	96	73	53	36	23
July 2012	95	65	41	24	12
July 2013	94	57	32	16	7
July 2014	92	50	25	10	4
July 2015	90	44	19	7	2
July 2016	89	39	15	4	1
July 2017	87	34	11	3	1
July 2018	84	30	9	2	0
July 2019	82	26	7	1	0
July 2020	80	22	5	1	0
July 2021	77	19	4	1	0
July 2022	75	17	3	0	0
July 2023	72	14	2	0	0
July 2024	69	12	2	0	0
July 2025	65	10	1	0	0
July 2026	62	9	1	0	0
July 2027	58	7	1	0	0
July 2028	54	6	0	0	0
July 2029	49	5	0	0	0
July 2030	44	4	0	0	0
July 2031	39	3	0	0	0
July 2032	34	3	0	0	0
July 2033	28	2	0	0	0
July 2034	22	1	0	0	0
July 2035	15	1	0	0	0
July 2036	8	0	0	0	0
July 2037	0	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	19.1	7.8	4.4	2.9	2.2

**Security Group 6
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class DO</u>				
	<u>0%</u>	<u>175%</u>	<u>356%</u>	<u>550%</u>	<u>750%</u>
Initial Percent	100	100	100	100	100
July 2009	99	92	86	79	71
July 2010	98	82	67	53	40
July 2011	96	73	52	35	22
July 2012	95	64	41	23	12
July 2013	93	56	31	15	6
July 2014	92	50	24	10	3
July 2015	90	44	19	7	2
July 2016	88	38	14	4	1
July 2017	86	33	11	3	1
July 2018	84	29	9	2	0
July 2019	82	25	7	1	0
July 2020	80	22	5	1	0
July 2021	77	19	4	1	0
July 2022	74	16	3	0	0
July 2023	71	14	2	0	0
July 2024	68	12	2	0	0
July 2025	65	10	1	0	0
July 2026	61	9	1	0	0
July 2027	57	7	1	0	0
July 2028	53	6	0	0	0
July 2029	49	5	0	0	0
July 2030	44	4	0	0	0
July 2031	39	3	0	0	0
July 2032	33	2	0	0	0
July 2033	27	2	0	0	0
July 2034	21	1	0	0	0
July 2035	14	1	0	0	0
July 2036	7	0	0	0	0
July 2037	0	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	19.0	7.7	4.3	2.8	2.1

**Security Groups 5 and 6
PSA Prepayment Assumption Rates**

Distribution Date	Class D				
	0%	175%	356%	550%	750%
Initial Percent	100	100	100	100	100
July 2009	99	92	86	79	71
July 2010	98	82	67	53	40
July 2011	96	73	52	35	22
July 2012	95	64	41	23	12
July 2013	93	56	31	15	6
July 2014	92	50	24	10	3
July 2015	90	44	19	7	2
July 2016	88	38	14	4	1
July 2017	86	33	11	3	1
July 2018	84	29	9	2	0
July 2019	82	25	7	1	0
July 2020	80	22	5	1	0
July 2021	77	19	4	1	0
July 2022	74	16	3	0	0
July 2023	71	14	2	0	0
July 2024	68	12	2	0	0
July 2025	65	10	1	0	0
July 2026	61	9	1	0	0
July 2027	57	7	1	0	0
July 2028	53	6	0	0	0
July 2029	49	5	0	0	0
July 2030	44	4	0	0	0
July 2031	39	3	0	0	0
July 2032	33	2	0	0	0
July 2033	27	2	0	0	0
July 2034	21	1	0	0	0
July 2035	14	1	0	0	0
July 2036	7	0	0	0	0
July 2037	0	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average					
Life (years)	19.0	7.7	4.3	2.8	2.1

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Class CI				
	0%	100%	250%	375%	500%
Initial Percent	100	100	100	100	100
July 2009	99	96	92	89	86
July 2010	98	90	80	72	64
July 2011	96	84	67	55	44
July 2012	95	78	56	42	30
July 2013	93	72	47	32	21
July 2014	92	66	39	24	14
July 2015	90	61	33	19	10
July 2016	88	56	27	14	7
July 2017	86	52	23	11	5
July 2018	84	47	19	8	3
July 2019	82	43	16	6	2
July 2020	79	40	13	5	1
July 2021	77	36	11	3	1
July 2022	74	33	9	3	1
July 2023	71	30	7	2	0
July 2024	68	27	6	1	0
July 2025	65	24	5	1	0
July 2026	61	21	4	1	0
July 2027	58	19	3	1	0
July 2028	54	16	2	0	0
July 2029	49	14	2	0	0
July 2030	45	12	1	0	0
July 2031	40	10	1	0	0
July 2032	35	8	1	0	0
July 2033	29	6	1	0	0
July 2034	23	5	0	0	0
July 2035	17	3	0	0	0
July 2036	10	2	0	0	0
July 2037	3	1	0	0	0
July 2038	0	0	0	0	0
Weighted Average					
Life (years)	19.1	11.0	6.2	4.4	3.4

**Security Group 8
PSA Prepayment Assumption Rates**

Distribution Date	Class CO				
	0%	100%	250%	375%	500%
Initial Percent	100	100	100	100	100
July 2009	99	96	93	90	86
July 2010	98	90	80	72	64
July 2011	96	84	67	55	44
July 2012	95	78	56	42	31
July 2013	93	72	47	32	21
July 2014	92	66	39	24	15
July 2015	90	61	33	19	10
July 2016	88	56	27	14	7
July 2017	86	52	23	11	5
July 2018	84	47	19	8	3
July 2019	82	43	16	6	2
July 2020	79	40	13	5	1
July 2021	77	36	11	3	1
July 2022	74	33	9	3	1
July 2023	71	30	7	2	0
July 2024	68	27	6	1	0
July 2025	65	24	5	1	0
July 2026	61	21	4	1	0
July 2027	58	19	3	1	0
July 2028	54	16	2	0	0
July 2029	49	14	2	0	0
July 2030	45	12	1	0	0
July 2031	40	10	1	0	0
July 2032	35	8	1	0	0
July 2033	29	7	1	0	0
July 2034	23	5	0	0	0
July 2035	17	3	0	0	0
July 2036	10	2	0	0	0
July 2037	3	1	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	19.1	11.0	6.2	4.4	3.4

**Security Groups 7 and 8
PSA Prepayment Assumption Rates**

Distribution Date	Class C				
	0%	100%	250%	375%	500%
Initial Percent	100	100	100	100	100
July 2009	99	96	93	90	86
July 2010	98	90	80	72	64
July 2011	96	84	67	55	44
July 2012	95	78	56	42	31
July 2013	93	72	47	32	21
July 2014	92	66	39	24	15
July 2015	90	61	33	19	10
July 2016	88	56	27	14	7
July 2017	86	52	23	11	5
July 2018	84	47	19	8	3
July 2019	82	43	16	6	2
July 2020	79	40	13	5	1
July 2021	77	36	11	3	1
July 2022	74	33	9	3	1
July 2023	71	30	7	2	0
July 2024	68	27	6	1	0
July 2025	65	24	5	1	0
July 2026	61	21	4	1	0
July 2027	58	19	3	1	0
July 2028	54	16	2	0	0
July 2029	49	14	2	0	0
July 2030	45	12	1	0	0
July 2031	40	10	1	0	0
July 2032	35	8	1	0	0
July 2033	29	7	1	0	0
July 2034	23	5	0	0	0
July 2035	17	3	0	0	0
July 2036	10	2	0	0	0
July 2037	3	1	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	19.1	11.0	6.2	4.4	3.4

**Security Group 9
PSA Prepayment Assumption Rates**
Classes AF, AS, HF, HS, HT, JF, JS, KF, KS, LC, LD, LE,
LG, LH, LI, LM, LN, OP, TA and TJ

Distribution Date	PSA Prepayment Assumption Rates				
	0%	100%	337%	400%	700%
Initial Percent	100	100	100	100	100
July 2009	98	94	94	94	94
July 2010	96	84	84	84	84
July 2011	94	71	71	71	58
July 2012	92	58	58	58	29
July 2013	89	47	47	47	13
July 2014	87	36	36	36	4
July 2015	84	26	26	26	0
July 2016	81	17	17	17	0
July 2017	78	10	10	10	0
July 2018	74	5	5	5	0
July 2019	70	2	2	2	0
July 2020	66	0	0	0	0
July 2021	62	0	0	0	0
July 2022	57	0	0	0	0
July 2023	52	0	0	0	0
July 2024	46	0	0	0	0
July 2025	40	0	0	0	0
July 2026	34	0	0	0	0
July 2027	27	0	0	0	0
July 2028	19	0	0	0	0
July 2029	11	0	0	0	0
July 2030	3	0	0	0	0
July 2031	0	0	0	0	0
July 2032	0	0	0	0	0
July 2033	0	0	0	0	0
July 2034	0	0	0	0	0
July 2035	0	0	0	0	0
July 2036	0	0	0	0	0
July 2037	0	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	14.1	5.0	5.0	5.0	3.3

PSA Prepayment Assumption Rates

Distribution Date	Classes KA, KB, KC, KD and KI					Class LJ					Class LK					Classes MI, MJ, MK, ML, MN and PM					
	0%	100%	337%	400%	700%	0%	100%	337%	400%	700%	0%	100%	337%	400%	700%	0%	100%	337%	400%	700%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	95	95	76	71	60	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	92
July 2010	89	89	34	30	30	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	77
July 2011	84	84	17	17	0	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	60
July 2012	77	77	13	13	0	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	44
July 2013	71	71	9	6	0	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	31
July 2014	64	64	6	0	0	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	21
July 2015	57	57	3	0	0	100	100	100	100	69	100	100	100	100	100	100	100	100	100	100	12
July 2016	49	47	2	0	0	100	100	100	100	16	100	100	100	100	100	100	100	100	100	100	5
July 2017	40	33	0	0	0	100	100	100	100	0	100	100	100	100	74	86	62	0	0	0	0
July 2018	32	17	0	0	0	100	100	100	100	0	100	100	100	100	42	84	34	0	0	0	0
July 2019	24	0	0	0	0	100	100	100	100	0	100	100	100	100	24	82	0	0	0	0	0
July 2020	23	0	0	0	0	100	81	81	81	0	100	100	100	100	13	80	0	0	0	0	0
July 2021	22	0	0	0	0	100	45	45	45	0	100	100	100	100	7	78	0	0	0	0	0
July 2022	22	0	0	0	0	100	19	19	19	0	100	100	100	100	4	75	0	0	0	0	0
July 2023	21	0	0	0	0	100	0	0	0	0	100	99	99	99	2	72	0	0	0	0	0
July 2024	20	0	0	0	0	100	0	0	0	0	100	72	72	72	1	69	0	0	0	0	0
July 2025	19	0	0	0	0	100	0	0	0	0	100	52	52	52	1	66	0	0	0	0	0
July 2026	18	0	0	0	0	100	0	0	0	0	100	37	37	37	0	63	0	0	0	0	0
July 2027	17	0	0	0	0	100	0	0	0	0	100	27	27	27	0	60	0	0	0	0	0
July 2028	16	0	0	0	0	100	0	0	0	0	100	19	19	19	0	56	0	0	0	0	0
July 2029	15	0	0	0	0	100	0	0	0	0	100	13	13	13	0	52	0	0	0	0	0
July 2030	14	0	0	0	0	100	0	0	0	0	100	9	9	9	0	48	0	0	0	0	0
July 2031	13	0	0	0	0	0	0	0	0	0	66	6	6	6	0	44	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	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)	9.5	6.9	2.1	1.9	1.4	22.6	13.0	13.0	13.0	7.4	23.2	17.9	17.9	17.9	10.2	18.2	8.9	3.9	3.4	2.2	2.2

**Security Group 9
PSA Prepayment Assumption Rates**

Distribution Date	Classes VA, VI, VJ, VK, VL and VM					Class ZA					Class ZT				
	0%	100%	337%	400%	700%	0%	100%	337%	400%	700%	0%	100%	337%	400%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2009	93	93	70	63	46	106	106	106	106	99	106	106	106	106	0
July 2010	86	86	16	10	10	113	113	113	100	25	113	113	113	113	0
July 2011	78	78	0	0	0	120	120	81	52	0	120	120	120	120	0
July 2012	70	70	0	0	0	127	127	50	16	0	127	127	127	127	0
July 2013	62	62	0	0	0	135	135	30	0	0	135	135	135	135	0
July 2014	53	53	0	0	0	143	143	20	0	0	143	143	143	56	0
July 2015	43	43	0	0	0	152	152	16	0	0	152	152	152	0	0
July 2016	33	33	0	0	0	161	161	14	0	0	161	161	161	0	0
July 2017	22	22	0	0	0	171	171	12	0	0	171	171	171	0	0
July 2018	10	10	0	0	0	182	182	8	0	0	182	182	182	0	0
July 2019	0	0	0	0	0	191	191	4	0	0	193	193	193	0	0
July 2020	0	0	0	0	0	191	177	0	0	0	205	205	205	0	0
July 2021	0	0	0	0	0	191	163	0	0	0	218	218	169	0	0
July 2022	0	0	0	0	0	191	148	0	0	0	231	231	138	0	0
July 2023	0	0	0	0	0	191	133	0	0	0	245	245	112	0	0
July 2024	0	0	0	0	0	191	118	0	0	0	261	261	89	0	0
July 2025	0	0	0	0	0	191	104	0	0	0	277	277	71	0	0
July 2026	0	0	0	0	0	191	90	0	0	0	294	294	56	0	0
July 2027	0	0	0	0	0	191	76	0	0	0	312	312	43	0	0
July 2028	0	0	0	0	0	191	63	0	0	0	331	331	33	0	0
July 2029	0	0	0	0	0	191	50	0	0	0	351	351	25	0	0
July 2030	0	0	0	0	0	191	38	0	0	0	373	373	19	0	0
July 2031	0	0	0	0	0	191	26	0	0	0	396	396	14	0	0
July 2032	0	0	0	0	0	184	15	0	0	0	421	421	10	0	0
July 2033	0	0	0	0	0	153	4	0	0	0	446	446	7	0	0
July 2034	0	0	0	0	0	119	0	0	0	0	474	382	4	0	0
July 2035	0	0	0	0	0	83	0	0	0	0	503	267	3	0	0
July 2036	0	0	0	0	0	44	0	0	0	0	534	159	1	0	0
July 2037	0	0	0	0	0	3	0	0	0	0	567	57	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	6.0	6.0	1.4	1.2	1.1	26.6	17.8	4.6	3.0	1.7	29.5	27.4	16.4	6.0	0.2

**Security Group 10
PSA Prepayment Assumption Rates**

Distribution Date	Classes FL, FM, FN, FW, IM, IN, IW, NI, SL and WI				
	0%	100%	249%	375%	500%
Initial Percent	100	100	100	100	100
July 2009	99	96	92	89	85
July 2010	98	90	79	71	63
July 2011	96	84	67	54	43
July 2012	95	77	56	41	30
July 2013	93	72	47	32	21
July 2014	92	66	39	24	14
July 2015	90	61	33	18	10
July 2016	88	56	27	14	7
July 2017	86	52	23	11	5
July 2018	84	47	19	8	3
July 2019	82	43	16	6	2
July 2020	79	39	13	5	1
July 2021	77	36	11	3	1
July 2022	74	33	9	3	1
July 2023	71	29	7	2	0
July 2024	68	26	6	1	0
July 2025	65	24	5	1	0
July 2026	61	21	4	1	0
July 2027	57	18	3	1	0
July 2028	53	16	2	0	0
July 2029	49	14	2	0	0
July 2030	44	12	1	0	0
July 2031	40	10	1	0	0
July 2032	34	8	1	0	0
July 2033	29	6	1	0	0
July 2034	23	5	0	0	0
July 2035	16	3	0	0	0
July 2036	10	2	0	0	0
July 2037	3	0	0	0	0
July 2038	0	0	0	0	0
Weighted Average Life (years)	19.1	11.0	6.1	4.4	3.4

Security Group 11 PSA Prepayment Assumption Rates										
Distribution Date	Classes BA and BI					Class BY				
	0%	100%	190%	300%	400%	0%	100%	190%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2009	93	90	88	85	82	100	100	100	100	100
July 2010	86	77	70	61	53	100	100	100	100	100
July 2011	79	63	50	35	23	100	100	100	100	100
July 2012	71	49	32	15	1	100	100	100	100	100
July 2013	62	36	17	0	0	100	100	100	97	72
July 2014	53	24	4	0	0	100	100	100	73	50
July 2015	44	13	0	0	0	100	100	87	55	35
July 2016	34	2	0	0	0	100	100	69	40	24
July 2017	23	0	0	0	0	100	85	53	29	16
July 2018	12	0	0	0	0	100	68	40	20	10
July 2019	1	0	0	0	0	100	52	29	13	6
July 2020	0	0	0	0	0	78	37	19	8	4
July 2021	0	0	0	0	0	53	23	11	4	2
July 2022	0	0	0	0	0	27	9	4	2	1
July 2023	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	6.1	4.0	3.1	2.5	2.1	13.1	11.2	9.6	7.9	6.7

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 5, 6, 7, 8 and 10 Securities, the investor’s own projection of principal payment rates and rates of reduction in notional balance on the Underlying Certificates under a variety of scenarios and in the case of a Floating Rate or an Inverse Floating Rate Class, the investor’s own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates and rates of reduction in notional balance, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

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

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 may not benefit from a higher yield at high levels of LIBOR, and certain Inverse Floating Rate Classes may not benefit from low levels of LIBOR, because the rates on such Classes are capped at the maximum rates described under "Terms Sheet — Interest Rates."

Payment Delay: Effect on Yields of the Fixed Rate Classes

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

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

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

The yields were calculated by

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

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and

consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

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

SECURITY GROUP 1

**Sensitivity of Class IB to Prepayments
Assumed Price 30.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>462%</u>	<u>550%</u>
12.1%	12.1%	12.1%	0.0%	(8.6)%

**Sensitivity of Class IC to Prepayments
Assumed Price 34.0%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>	<u>562%</u>
13.9%	13.9%	13.9%	0.9%	0.0%

**Sensitivity of Class IK to Prepayments
Assumed Price 19.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>457%</u>	<u>550%</u>
12.1%	12.1%	12.1%	0.0%	(10.0)%

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

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>447%</u>	<u>550%</u>
14.1%	14.1%	14.1%	0.0%	(16.1)%

**Sensitivity of Class SD to Prepayments
Assumed Price 7.125%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
1.45875%	68.2%	53.6%	51.0%	27.5%
2.45875%	51.2%	37.5%	35.0%	13.0%
4.45875%	19.1%	7.0%	4.8%	(14.6)%
6.35000% 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 SE to Prepayments
Assumed Price 6.96875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
1.45875%	69.2%	54.6%	51.9%	28.4%
2.45875%	51.8%	38.1%	35.6%	13.5%
4.45875%	19.0%	6.9%	4.7%	(14.7)%
6.30000% and above	**	**	**	**

**Sensitivity of Class SG to Prepayments
Assumed Price 6.8125%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
1.45875%	70.3%	55.6%	53.0%	29.4%
2.45875%	52.5%	38.7%	36.2%	14.0%
4.45875%	18.8%	6.8%	4.6%	(14.9)%
6.25000% and above	**	**	**	**

**Sensitivity of Class SH to Prepayments
Assumed Price 6.5%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
1.45875%	72.6%	57.9%	55.2%	31.4%
2.45875%	53.9%	40.0%	37.5%	15.2%
4.45875%	18.5%	6.5%	4.3%	(15.1)%
6.15000% and above	**	**	**	**

**Sensitivity of Class SJ to Prepayments
Assumed Price 6.65625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
1.45875%	71.4%	56.7%	54.0%	30.3%
2.45875%	53.1%	39.4%	36.8%	14.6%
4.45875%	18.7%	6.6%	4.4%	(15.0)%
6.20000% 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 TD to Prepayments
Assumed Price 0.5%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
6.300% and below	111.3%	94.6%	91.6%	64.7%
6.325%	47.0%	33.5%	31.0%	9.3%
6.350% and above	**	**	**	**

**Sensitivity of Class TE to Prepayments
Assumed Price 0.46875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
6.250% and below	121.0%	103.9%	100.7%	73.1%
6.275%	51.2%	37.5%	35.0%	13.0%
6.300% and above	**	**	**	**

**Sensitivity of Class TG to Prepayments
Assumed Price 0.4375%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
6.200% and below	132.4%	114.7%	111.5%	83.0%
6.225%	56.0%	42.1%	39.6%	17.2%
6.250% and above	**	**	**	**

**Sensitivity of Class TH to Prepayments
Assumed Price 0.40625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>270%</u>	<u>300%</u>	<u>550%</u>
6.150% and below	146.0%	127.6%	124.3%	94.7%
6.175%	61.8%	47.6%	45.0%	22.1%
6.200% and above	**	**	**	**

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

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

SECURITY GROUP 2
Sensitivity of Class BS to Prepayments
Assumed Price 6.875%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
1.45875%	74.5%	67.6%	65.0%	55.3%
2.45875%	56.3%	49.2%	46.5%	36.4%
4.45875%	21.7%	13.9%	10.9%	(0.4)%
6.30000% and above	**	**	**	**

Sensitivity of Class CS to Prepayments
Assumed Price 6.5%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
1.45875%	76.8%	69.9%	67.3%	57.6%
2.45875%	57.5%	50.4%	47.7%	37.6%
4.45875%	20.9%	13.0%	10.0%	(1.4)%
6.15000% and above	**	**	**	**

Sensitivity of Class CT to Prepayments
Assumed Price 1.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
6.150% and below	48.9%	41.7%	38.9%	28.6%
6.175%	19.6%	11.7%	8.6%	(2.8)%
6.200% and above	**	**	**	**

Sensitivity of Class DS to Prepayments
Assumed Price 6.625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
1.45875%	76.0%	69.1%	66.5%	56.8%
2.45875%	57.1%	50.0%	47.2%	37.2%
4.45875%	21.2%	13.3%	10.3%	(1.0)%
6.20000% 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 DT to Prepayments
Assumed Price 0.96875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
6.200% and below	50.9%	43.8%	41.0%	30.8%
6.225%	20.5%	12.7%	9.6%	(1.7)%
6.250% and above	**	**	**	**

**Sensitivity of Class ES to Prepayments
Assumed Price 6.75%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
1.45875%	75.2%	68.4%	65.7%	56.0%
2.45875%	56.7%	49.6%	46.9%	36.8%
4.45875%	21.5%	13.6%	10.6%	(0.7)%
6.25000% and above	**	**	**	**

**Sensitivity of Class ET to Prepayments
Assumed Price 0.9375%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>
6.250% and below	53.1%	46.0%	43.2%	33.0%
6.275%	21.6%	13.7%	10.7%	(0.6)%
6.300% and above	**	**	**	**

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

	<u>PSA Prepayment Assumption Rates</u>				
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>	<u>544%</u>
12.6%	12.6%	12.6%	3.2%	0.1%	

**Sensitivity of Class IL to Prepayments
Assumed Price 30.0%***

	<u>PSA Prepayment Assumption Rates</u>				
	<u>100%</u>	<u>245%</u>	<u>300%</u>	<u>500%</u>	<u>507%</u>
12.5%	12.5%	12.5%	0.5%	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 IU to Prepayments
Assumed Price 20.0%***

PSA Prepayment Assumption Rates				
100%	245%	300%	500%	540%
13.6%	13.6%	13.6%	2.7%	0.0%

SECURITY GROUP 3

**Sensitivity of Class LS to Prepayments
Assumed Price 6.75%***

LIBOR	PSA Prepayment Assumption Rates			
	100%	280%	400%	600%
1.45875%	71.0%	71.0%	71.0%	67.9%
2.45875%	51.7%	51.7%	51.7%	47.4%
4.45875%	13.1%	13.1%	13.1%	4.3%
6.40000% and above	**	**	**	**

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

PSA Prepayment Assumption Rates			
100%	280%	400%	600%
8.4%	8.4%	8.4%	11.0%

**Sensitivity of Class SA to Prepayments
Assumed Price 7.5%***

LIBOR	PSA Prepayment Assumption Rates			
	100%	280%	400%	600%
1.46125%	77.0%	68.5%	62.7%	52.8%
2.46125%	60.2%	51.4%	45.4%	35.2%
4.46125%	28.1%	18.6%	12.0%	0.8%
6.87000% 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 SB to Prepayments
Assumed Price 7.5%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>280%</u>	<u>400%</u>	<u>600%</u>
1.45875%	77.5%	69.0%	63.3%	53.4%
2.45875%	60.7%	52.0%	46.0%	35.8%
4.45875%	28.7%	19.1%	12.6%	1.4%
6.90000% and above	**	**	**	**

**Sensitivity of Class SK to Prepayments
Assumed Price 7.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>280%</u>	<u>400%</u>	<u>600%</u>
1.45875%	69.4%	69.4%	69.4%	66.2%
2.45875%	50.9%	50.9%	50.9%	46.5%
4.45875%	13.6%	13.6%	13.6%	4.9%
6.50000% and above	**	**	**	**

**Sensitivity of Class SP to Prepayments
Assumed Price 6.875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>280%</u>	<u>400%</u>	<u>600%</u>
1.45875%	70.2%	70.2%	70.2%	67.1%
2.45875%	51.3%	51.3%	51.3%	46.9%
4.45875%	13.4%	13.4%	13.4%	4.6%
6.45000% and above	**	**	**	**

**Sensitivity of Class TK to Prepayments
Assumed Price 0.96875%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>280%</u>	<u>400%</u>	<u>600%</u>
6.450% and below	42.7%	42.7%	42.7%	37.7%
6.475%	8.9%	8.9%	8.9%	(0.6)%
6.500% 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 TL to Prepayments
Assumed Price 1.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>280%</u>	<u>400%</u>	<u>600%</u>
6.40000% and below	40.6%	40.6%	40.6%	35.4%
6.42500%	7.7%	7.7%	7.7%	(2.0)%
6.45000% and above	**	**	**	**

SECURITY GROUP 4

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

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>228%</u>	<u>348%</u>	<u>350%</u>	<u>500%</u>
23.4%	11.6%	0.0%	(0.2)%	(14.1)%

SECURITY GROUP 5

**Sensitivity of Class DI to Prepayments
Assumed Price 23.0625%***

<u>PSA Prepayment Assumption Rates</u>				
<u>175%</u>	<u>356%</u>	<u>440%</u>	<u>550%</u>	<u>750%</u>
17.1%	5.6%	0.1%	(7.5)%	(21.9)%

SECURITY GROUP 6

**Sensitivity of Class DO to Prepayments
Assumed Price 77.0625%**

<u>PSA Prepayment Assumption Rates</u>			
<u>175%</u>	<u>356%</u>	<u>550%</u>	<u>750%</u>
3.7%	6.8%	10.3%	14.1%

SECURITY GROUP 7

**Sensitivity of Class CI to Prepayments
Assumed Price 24.0625%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>250%</u>	<u>375%</u>	<u>411%</u>	<u>500%</u>
18.4%	9.7%	2.2%	0.0%	(5.5)%

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

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

SECURITY GROUP 8

**Sensitivity of Class CO to Prepayments
Assumed Price 72.0625%**

PSA Prepayment Assumption Rates			
<u>100%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
3.3%	6.1%	8.5%	10.9%

SECURITY GROUP 9

**Sensitivity of Class AS to Prepayments
Assumed Price 8.375%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
1.45875%	63.9%	63.9%	63.9%	57.3%
2.45875%	48.5%	48.5%	48.5%	40.3%
4.45875%	17.5%	17.5%	17.5%	4.2%
7.15000% and above	**	**	**	**

**Sensitivity of Class HS to Prepayments
Assumed Price 8.125%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
1.45875%	65.0%	65.0%	65.0%	58.6%
2.45875%	49.1%	49.1%	49.1%	41.0%
4.45875%	17.2%	17.2%	17.2%	3.8%
7.05000% and above	**	**	**	**

**Sensitivity of Class HT to Prepayments
Assumed Price 1.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
7.000% and below	40.5%	40.5%	40.5%	31.3%
7.025%	7.7%	7.7%	7.7%	(8.0)%
7.050% and above	**	**	**	**

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

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

**Sensitivity of Class JS to Prepayments
Assumed Price 8.25%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
1.45875%	64.4%	64.4%	64.4%	58.0%
2.45875%	48.8%	48.8%	48.8%	40.6%
4.45875%	17.4%	17.4%	17.4%	4.0%
7.10000% and above	**	**	**	**

**Sensitivity of Class KI to Prepayments
Assumed Price 10.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>472%</u>	<u>700%</u>
57.5%	12.6%	5.4%	0.1%	(20.4)%

**Sensitivity of Class KS to Prepayments
Assumed Price 8.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
1.45875%	65.6%	65.6%	65.6%	59.2%
2.45875%	49.5%	49.5%	49.5%	41.4%
4.45875%	17.1%	17.1%	17.1%	3.6%
7.00000% and above	**	**	**	**

**Sensitivity of Class LI to Prepayments
Assumed Price 20.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>686%</u>	<u>700%</u>
13.4%	13.4%	13.4%	0.0%	(0.8)%

**Sensitivity of Class MI to Prepayments
Assumed Price 17.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>493%</u>	<u>700%</u>
33.8%	13.3%	8.8%	0.0%	(22.2)%

* 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 OP to Prepayments
Assumed Price 68.0%**

PSA Prepayment Assumption Rates			
<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
8.4%	8.4%	8.4%	12.4%

**Sensitivity of Class TA to Prepayments
Assumed Price 0.9375%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
7.100% and below	44.9%	44.9%	44.9%	36.3%
7.125%	10.1%	10.1%	10.1%	(5.0)%
7.150% and above	**	**	**	**

**Sensitivity of Class TJ to Prepayments
Assumed Price 0.96875%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>337%</u>	<u>400%</u>	<u>700%</u>
7.050% and below	42.6%	42.6%	42.6%	33.7%
7.075%	8.8%	8.8%	8.8%	(6.5)%
7.100% and above	**	**	**	**

**Sensitivity of Class VI to Prepayments
Assumed Price 7.0%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>337%</u>	<u>397%</u>	<u>400%</u>	<u>700%</u>
86.2%	13.2%	0.1%	(0.4)%	(15.5)%

SECURITY GROUP 10

**Sensitivity of Class IM to Prepayments
Assumed Price 0.71875%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
6.150% and below	30.1%	21.4%	13.9%	6.2%
6.175%	10.3%	1.4%	(6.3)%	(14.3)%
6.200% 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 IN to Prepayments
Assumed Price 0.71875%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
6.200% and below	30.1%	21.4%	13.9%	6.2%
6.225%	10.3%	1.4%	(6.3)%	(14.3)%
6.250% and above	**	**	**	**

Sensitivity of Class IW to Prepayments
Assumed Price 0.71875%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
6.250% and below	30.1%	21.4%	13.9%	6.2%
6.275%	10.3%	1.4%	(6.3)%	(14.3)%
6.300% and above	**	**	**	**

Sensitivity of Class NI to Prepayments
Assumed Price 0.71875%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
6.15% and below	30.1%	21.4%	13.9%	6.2%
6.20%	10.3%	1.4%	(6.3)%	(14.3)%
6.25% and above	**	**	**	**

Sensitivity of Class SL to Prepayments
Assumed Price 6.625%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
1.45%	74.3%	65.9%	58.7%	51.3%
2.45%	55.5%	47.1%	39.8%	32.3%
4.45%	20.0%	11.3%	3.7%	(4.2)%
6.15% and above	**	**	**	**

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

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

Sensitivity of Class WI to Prepayments
Assumed Price 0.71875%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>249%</u>	<u>375%</u>	<u>500%</u>
6.150% and below	30.1%	21.4%	13.9%	6.2%
6.225%	10.3%	1.4%	(6.3)%	(14.3)%
6.300% and above	**	**	**	**

SECURITY GROUP 11

Sensitivity of Class BI to Prepayments
Assumed Price 12.0%*

	<u>PSA Prepayment Assumption Rates</u>				
	<u>100%</u>	<u>190%</u>	<u>300%</u>	<u>302%</u>	<u>400%</u>
	22.7%	12.8%	0.3%	0.1%	(10.7)%

* 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 Cadwalader, Wickersham & Taft LLP, the Trust will constitute a Double REMIC Series for federal income tax purposes. Separate REMIC elections will be made for the Pooling REMIC and the Issuing REMIC.

Regular Securities

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

The Class CO, DO, OP 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 AI, BI, CI, CS, CT, DI, DT, ET, HT, IM, IN, IW, KS, LS, SA, SB, SH, SL, TA, TD, TE, TG, TH, TJ, TK and TL 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.

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

Other than the Regular Securities described in the preceding three paragraphs, based on anticipated prices (including accrued interest), the assumed Mortgage Loan characteristics, the prepayment assumptions described below, and, for the Classes listed below, the interest rate value described below, no Class is 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 270% PSA in the case of the Group 1 Securities, 245% PSA in the case of the Group 2 Securities, 280% PSA in the case of the Group 3 Securities, 228% PSA in the case of the Group 4 Securities, 356% PSA in the case of the Group 5 Securities, 356% PSA in the case of the Group 6 Securities, 250% PSA in the case of the Group 7 Securities, 250% PSA in the case of the Group 8 Securities, 337% PSA in the case of the Group 9 Securities, 249% PSA in the case of the Group 10 Securities and 190% PSA in the case of the Group 11 Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Floating Rate and Inverse Floating Rate Classes, the interest rate values to be used for these determinations are the initial Interest Rates as set forth in the Terms Sheet under “Interest Rates.” No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying the 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 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.

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 from (1) July 1, 2008 on the Fixed Rate Classes and Weighted Average Coupon Classes, (2) July 16, 2008 on the Group 1 Floating Rate and Inverse Floating Rate Classes and (3) July 20, 2008 on the Group 2, 3, 9 and 10 Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

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

LEGAL MATTERS

Certain legal matters will be passed upon for Ginnie Mae by Hunton & Williams LLP, for the Trust by Cadwalader, Wickersham & Taft LLP, Washington, DC, and Marcell Solomon & Associates, P.C., Greenbelt, Maryland, and for the Trustee by K&L Gates LLP, Charlotte, North Carolina.

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1(5)								
PA	\$40,783,000	PD	\$40,783,000	PAC I	4.75%	FIX	38375DDJ4	December 2034
		PE	40,783,000	PAC I	4.00	FIX	38375DDK1	December 2034
		PG	40,783,000	PAC I	4.25	FIX	38375DDL9	December 2034
		PH	40,783,000	PAC I	4.50	FIX	38375DDM7	December 2034
		PI	10,195,750	NTL (PAC I)	6.00	FIX/IO	38375DDN5	December 2034
		PL	40,783,000	PAC I	5.00	FIX	38375DDP0	December 2034
		PN	40,783,000	PAC I	5.25	FIX	38375DDQ8	December 2034
Combination 2(5)								
PB	\$14,005,000	BJ	\$14,005,000	PAC I	4.50%	FIX	38375DDR6	February 2037
		BK	14,005,000	PAC I	4.75	FIX	38375DDS4	February 2037
		BL	14,005,000	PAC I	5.00	FIX	38375DDT2	February 2037
		BM	14,005,000	PAC I	5.25	FIX	38375DDU9	February 2037
		IB	2,334,166	NTL (PAC I)	6.00	FIX/IO	38375DDV7	February 2037
Combination 3(5)								
PC	\$ 4,112,000	CJ	\$ 4,112,000	PAC I	4.50%	FIX	38375DDW5	September 2037
		CK	4,112,000	PAC I	4.75	FIX	38375DDX3	September 2037
		CL	4,112,000	PAC I	5.00	FIX	38375DDY1	September 2037
		CM	4,112,000	PAC I	5.25	FIX	38375DDZ8	September 2037
		IC	685,333	NTL (PAC I)	6.00	FIX/IO	38375DEA2	September 2037

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 4(5)								
PA	\$40,783,000	IK	\$ 9,816,666	NTL (PAC I)	6.00%	FIX/IO	38375DEB0	September 2037
PB	14,005,000	KH	58,900,000	PAC I	5.50	FIX	38375DEC8	September 2037
PC	4,112,000	KJ	58,900,000	PAC I	4.50	FIX	38375DED6	September 2037
		KL	58,900,000	PAC I	4.75	FIX	38375DEE4	September 2037
		KM	58,900,000	PAC I	5.00	FIX	38375DEF1	September 2037
		KN	58,900,000	PAC I	5.25	FIX	38375DEG9	September 2037
Combination 5								
FD	\$50,000,000	FE	\$50,000,000	PT	(6)	FLT	38375DEH7	July 2038
TH	5,000,000							
Combination 6								
FD	\$50,000,000	FG	\$50,000,000	PT	(6)	FLT	38375DEJ3	July 2038
TG	5,000,000							
TH	5,000,000							
Combination 7								
FD	\$50,000,000	FJ	\$50,000,000	PT	(6)	FLT	38375DMB1	July 2038
TE	5,000,000							
TG	5,000,000							
TH	5,000,000							
Combination 8								
FD	\$50,000,000	FH	\$50,000,000	PT	(6)	FLT	38375DEK0	July 2038
TD	5,000,000							
TE	5,000,000							
TG	5,000,000							
TH	5,000,000							

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 9								
SH	\$50,000,000	SJ	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DEL8	July 2038
TH	5,000,000							
Combination 10								
SH	\$50,000,000	SG	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DEM6	July 2038
TG	5,000,000							
TH	5,000,000							
Combination 11								
SH	\$50,000,000	SE	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DEN4	July 2038
TE	5,000,000							
TG	5,000,000							
TH	5,000,000							
Combination 12								
SH	\$50,000,000	SD	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DEP9	July 2038
TD	5,000,000							
TE	5,000,000							
TG	5,000,000							
TH	5,000,000							
Combination 13								
FD	\$50,000,000	PT	\$50,000,000	PT	7.00%	FIX	38375DEQ7	July 2038
SH	50,000,000							
TD	5,000,000							
TE	5,000,000							
TG	5,000,000							
TH	5,000,000							

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 14								
PA	\$40,783,000	PJ	\$65,458,000	PAC I	5.50%	FIX	38375DER5	July 2038
PB	14,005,000							
PC	4,112,000							
PK	6,558,000							
Security Group 2								
Combination 15(5)								
JH	\$32,708,000	AP	\$32,708,000	PAC I	4.50%	FIX	38375DES3	January 2034
		BP	32,708,000	PAC I	4.75	FIX	38375DET1	January 2034
		CP	32,708,000	PAC I	5.00	FIX	38375DEU8	January 2034
		DP	32,708,000	PAC I	5.25	FIX	38375DEV6	January 2034
		HK	32,708,000	PAC I	4.00	FIX	38375DEW4	January 2034
		HL	32,708,000	PAC I	4.25	FIX	38375DEX2	January 2034
		ID	8,177,000	NTL (PAC I)	6.00	FIX/IO	38375DEY0	January 2034
Combination 16(5)								
JK	\$19,258,000	EP	\$19,258,000	PAC I	4.50%	FIX	38375DEZ7	December 2036
		GP	19,258,000	PAC I	4.75	FIX	38375DEA1	December 2036
		IL	3,209,666	NTL (PAC I)	6.00	FIX/IO	38375DFB9	December 2036
		KP	19,258,000	PAC I	5.00	FIX	38375DFC7	December 2036
		LP	19,258,000	PAC I	5.25	FIX	38375DFD5	December 2036
Combination 17(5)								
JH	\$32,708,000	IU	\$ 8,661,000	NTL (PAC I)	6.00%	FIX/IO	38375DFE3	December 2036
JK	19,258,000	MP	51,966,000	PAC I	4.50	FIX	38375DFF0	December 2036
		NP	51,966,000	PAC I	4.75	FIX	38375DFG8	December 2036
		UP	51,966,000	PAC I	5.00	FIX	38375DFH6	December 2036
		WP	51,966,000	PAC I	5.25	FIX	38375DFJ2	December 2036

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 18								
CS	\$50,000,000	DS	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DFK9	July 2038
CT	5,000,000							
Combination 19								
CS	\$50,000,000	ES	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DFL7	July 2038
CT	5,000,000							
DT	5,000,000							
Combination 20								
CS	\$50,000,000	BS	\$50,000,000	NTL (PT)	(6)	INV/IO	38375DFM5	July 2038
CT	5,000,000							
DT	5,000,000							
ET	5,000,000							
Combination 21								
BF	\$50,000,000	EF	\$50,000,000	PT	(6)	FLT	38375DFN3	July 2038
ET	5,000,000							
Combination 22								
BF	\$50,000,000	DF	\$50,000,000	PT	(6)	FLT	38375DFP8	July 2038
DT	5,000,000							
ET	5,000,000							
Combination 23								
BF	\$50,000,000	CF	\$50,000,000	PT	(6)	FLT	38375DFQ6	July 2038
CT	5,000,000							
DT	5,000,000							
ET	5,000,000							

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 24								
BF	\$50,000,000	TP	\$50,000,000	PT	7.00%	FIX	38375DFR4	July 2038
CS	50,000,000							
CT	5,000,000							
DT	5,000,000							
ET	5,000,000							
Combination 25								
JH	\$32,708,000	PX	\$64,914,000	PAC I	5.50%	FIX	38375DFS2	July 2038
JK	19,258,000							
JL	3,127,000							
JM	5,013,000							
JN	4,808,000							
Security Group 3								
Combination 26								
LS	\$78,931,285	SP	\$78,931,285	NTL (PAC I)	(6)	INV/IO	38375DFT0	January 2038
TL	7,893,128							
Combination 27								
FK	\$78,931,285	FP	\$78,931,285	PAC I	(6)	FLT	38375DFU7	January 2038
TK	7,893,128							
Combination 28								
LS	\$78,931,285	SK	\$78,931,285	NTL (PAC I)	(6)	INV/IO	38375DFV5	January 2038
TK	7,893,128							
TL	7,893,128							

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 29								
FK	\$78,931,285	LF	\$78,931,285	PAC I	(6)	FLT	38375DFW3	January 2038
TK	7,893,128							
TL	7,893,128							
Combination 30								
FK	\$78,931,285	LA	\$78,931,285	PAC I	7.00%	FIX	38375DFX1	January 2038
LS	78,931,285							
TK	7,893,128							
TL	7,893,128							
Security Groups 5 & 6								
Combination 31(7)								
DI	\$12,313,550	D(8)	\$12,483,062	SC/PT	(6)	WAC	38375DFY9	November 2037
DO	12,483,062							
Security Groups 7 & 8								
Combination 32(7)								
CI	\$17,310,843	C(8)	\$17,270,594	SC/PT	(6)	WAC	38375DFZ6	March 2038
CO	17,270,594							

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	Notional Balance		Principal Balance	Notional Balance(2)					
Security Group 9										
Combination 33(5)										
AF	\$43,092,000		LC	\$53,865,000		PAC I	4.50%	FIX	38375DGA0	January 2038
HT	4,309,200		LD	53,865,000		PAC I	4.75	FIX	38375DGC6	January 2038
KS	43,092,000		LE	53,865,000		PAC I	5.00	FIX	38375DGD4	January 2038
OP	10,773,000		LG	53,865,000		PAC I	5.25	FIX	38375DGE2	January 2038
TA	4,309,200		LH	53,865,000		PAC I	5.50	FIX	38375DGB8	January 2038
TJ	4,309,200		LI	13,466,250		NTL (PAC I)	6.00	FIX/IO	38375DGF9	January 2038
			LM	53,865,000		PAC I	5.75	FIX	38375DGG7	January 2038
			LN	53,865,000		PAC I	6.0	FIX	38375DGH5	January 2038
Combination 34(5)										
VA	\$18,241,000		VI	\$ 3,040,166		NTL (TAC I/AD)	6.00%	FIX/IO	38375DGJ1	July 2038
			VJ	18,241,000		TAC I/AD	5.00	FIX	38375DGK8	July 2038
			VK	18,241,000		TAC I/AD	5.25	FIX	38375DGL6	July 2038
			VL	18,241,000		TAC I/AD	5.50	FIX	38375DGM4	July 2038
			VM	18,241,000		TAC I/AD	5.75	FIX	38375DGN2	July 2038
Combination 35(5)										
PM	\$ 7,426,000		MI	\$ 1,237,666		NTL (PAC II/AD)	6.00%	FIX/IO	38375DGP7	July 2038
			MJ	7,426,000		PAC II/AD	5.00	FIX	38375DQQ5	July 2038
			MK	7,426,000		PAC II/AD	5.25	FIX	38375DGR3	July 2038
			ML	7,426,000		PAC II/AD	5.50	FIX	38375DGS1	July 2038
			MN	7,426,000		PAC II/AD	5.75	FIX	38375DGT9	July 2038

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 36(5)								
PM	\$ 7,426,000	KA	\$25,667,000	TAC I/AD	5.00%	FIX	38375DGU6	July 2038
VA	18,241,000	KB	25,667,000	TAC I/AD	5.25	FIX	38375DGV4	July 2038
		KC	25,667,000	TAC I/AD	5.50	FIX	38375DGW2	July 2038
		KD	25,667,000	TAC I/AD	5.75	FIX	38375DGX0	July 2038
		KI	4,277,833	NTL(TAC I/AD)	6.00	FIX/IO	38375DGY8	July 2038
Combination 37								
HT	\$ 4,309,200	HS	\$43,092,000	NTL (PAC I)	(6)	INV/IO	38375DGG5	January 2038
KS	43,092,000							
Combination 38								
HT	\$ 4,309,200	JS	\$43,092,000	NTL (PAC I)	(6)	INV/IO	38375DHA9	January 2038
KS	43,092,000							
TJ	4,309,200							
Combination 39								
HT	\$ 4,309,200	AS	\$43,092,000	NTL (PAC I)	(6)	INV/IO	38375DHB7	January 2038
KS	43,092,000							
TA	4,309,200							
TJ	4,309,200							
Combination 40								
AF	\$43,092,000	JF	\$43,092,000	PAC I	(6)	FLT	38375DHC5	January 2038
TA	4,309,200							
Combination 41								
AF	\$43,092,000	HF	\$43,092,000	PAC I	(6)	FLT	38375DHD3	January 2038
TA	4,309,200							
TJ	4,309,200							

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 42								
AF	\$43,092,000	KF	\$43,092,000	PAC I	(6)	FLT	38375DHE1	January 2038
HT	4,309,200							
TA	4,309,200							
TJ	4,309,200							
Security Group 10								
Combination 43								
FW	\$74,433,292	FN	\$74,433,292	PT	(6)	FLT	38375DHF8	July 2038
IW	14,886,658							
Combination 44								
FW	\$74,433,292	FM	\$74,433,292	PT	(6)	FLT	38375DHG6	July 2038
IN	14,886,658							
IW	14,886,658							
Combination 45								
FW	\$74,433,292	FL	\$74,433,292	PT	(6)	FLT	38375DHH4	July 2038
IM	14,886,658							
IN	14,886,658							
IW	14,886,658							
Combination 46								
IM	\$14,886,658	WI	\$44,659,974	NTL (PT)	(6)	INV/IO	38375DHJ0	July 2038
IN	14,886,658							
IW	14,886,658							

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 47								
IM	\$14,886,658	NI	\$29,773,316	NTL (PT)	(6)	INV/IO	38375DHK7	July 2038
IN	14,886,658							

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

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

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

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

(5) In the case of Combinations 1, 2, 3, 4, 15, 16, 17, 33, 34, 35 and 36, various subcombinations are permitted. See “Description of the Securities — Modification and Exchange” in the Base Offering Circular for a discussion of subcombinations.

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

(7) Combinations 31 and 32 are derived from REMIC Classes of separate Security Groups.

(8) In the event that the Interest Rate of this MX Class will equal or exceed 1,200% per annum for any Accrual Period, the Trustee will, prior to the close of business on the last Business Day of the calendar month immediately preceding the related Distribution Date, effect a mandatory exchange of this MX Class for its related REMIC Securities and, thereafter, no further exchanges of such REMIC Security will be permitted.

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes DG, DH, DJ and DL (in the aggregate)</u>	<u>Classes EG, EH and EJ (in the aggregate)</u>	<u>Class GA</u>	<u>Class HA</u>
Initial Balance	\$6,162,000.00	\$14,232,000.00	\$5,775,000.00	\$5,853,000.00
August 2008	6,150,008.93	14,200,548.12	5,757,622.61	5,719,294.81
September 2008	6,135,758.68	14,161,555.70	5,736,103.07	5,588,078.21
October 2008	6,118,683.02	14,114,823.49	5,710,312.14	5,458,730.88
November 2008	6,098,796.54	14,060,390.72	5,680,271.25	5,331,236.24
December 2008	6,076,117.01	13,998,306.08	5,646,006.98	5,205,577.82
January 2009	6,050,665.35	13,928,627.82	5,607,551.03	5,081,739.33
February 2009	6,022,465.67	13,851,423.62	5,564,940.22	4,959,704.55
March 2009	5,991,545.16	13,766,770.59	5,518,216.47	4,839,457.44
April 2009	5,957,934.18	13,674,755.17	5,467,426.73	4,720,982.03
May 2009	5,921,666.14	13,575,473.05	5,412,622.96	4,604,262.54
June 2009	5,882,777.50	13,469,029.09	5,353,862.07	4,489,283.25
July 2009	5,841,307.75	13,355,537.18	5,291,205.87	4,376,028.61
August 2009	5,797,299.33	13,235,120.15	5,224,720.97	4,264,483.19
September 2009	5,750,797.63	13,107,909.59	5,154,478.76	4,154,631.63
October 2009	5,701,850.91	12,974,045.70	5,080,555.26	4,046,458.75
November 2009	5,650,510.25	12,833,677.17	5,003,031.11	3,939,949.47
December 2009	5,596,829.47	12,686,960.91	4,921,991.37	3,835,088.82
January 2010	5,540,865.15	12,534,061.93	4,837,525.53	3,731,861.96
February 2010	5,482,676.45	12,375,153.09	4,749,727.31	3,630,254.15
March 2010	5,422,325.13	12,210,414.87	4,658,694.56	3,530,250.79
April 2010	5,359,875.42	12,040,035.18	4,564,529.19	3,431,837.37
May 2010	5,295,393.96	11,864,209.07	4,467,336.95	3,334,999.51
June 2010	5,228,949.75	11,683,138.47	4,367,227.38	3,239,722.96
July 2010	5,160,614.02	11,497,031.95	4,264,313.60	3,145,993.54
August 2010	5,090,460.15	11,306,104.41	4,158,712.18	3,053,797.21
September 2010	5,018,563.60	11,110,576.78	4,050,543.00	2,963,120.05
October 2010	4,945,001.80	10,910,675.77	3,939,929.09	2,873,948.22
November 2010	4,872,487.22	10,713,820.65	3,830,967.71	2,786,268.01
December 2010	4,801,010.86	10,519,982.36	3,723,643.53	2,700,065.83
January 2011	4,730,563.78	10,329,132.08	3,617,941.33	2,615,328.16
February 2011	4,661,137.13	10,141,241.26	3,513,846.00	2,532,041.62
March 2011	4,592,722.10	9,956,281.57	3,411,342.58	2,450,192.93
April 2011	4,525,309.97	9,774,224.91	3,310,416.22	2,369,768.91
May 2011	4,458,892.07	9,595,043.45	3,211,052.19	2,290,756.48
June 2011	4,393,459.81	9,418,709.58	3,113,235.90	2,213,142.67
July 2011	4,329,004.64	9,245,195.89	3,016,952.85	2,136,914.62
August 2011	4,265,518.12	9,074,475.26	2,922,188.68	2,062,059.58

<u>Distribution Date</u>	<u>Classes DG, DH, DJ and DL (in the aggregate)</u>	<u>Classes EG, EH and EJ (in the aggregate)</u>	<u>Class GA</u>	<u>Class HA</u>
September 2011.....	\$4,202,991.83	\$ 8,906,520.76	\$2,828,929.15	\$1,988,564.85
October 2011.....	4,141,417.42	8,741,305.70	2,737,160.11	1,916,417.89
November 2011.....	4,080,786.62	8,578,803.62	2,646,867.58	1,845,606.25
December 2011.....	4,021,091.22	8,418,988.28	2,558,037.64	1,776,117.55
January 2012.....	3,962,323.07	8,261,833.66	2,470,656.51	1,707,939.52
February 2012.....	3,904,474.07	8,107,313.96	2,384,710.53	1,641,060.02
March 2012.....	3,847,536.19	7,955,403.61	2,300,186.14	1,575,466.96
April 2012.....	3,791,501.49	7,806,077.24	2,217,069.90	1,511,148.38
May 2012.....	3,736,362.02	7,659,309.71	2,135,348.47	1,448,092.39
June 2012.....	3,682,109.95	7,515,076.09	2,055,008.64	1,386,287.21
July 2012.....	3,628,737.51	7,373,351.66	1,976,037.30	1,325,721.17
August 2012.....	3,576,236.96	7,234,111.92	1,898,421.44	1,266,382.66
September 2012.....	3,524,600.63	7,097,332.56	1,822,148.17	1,208,260.18
October 2012.....	3,473,820.91	6,962,989.50	1,747,204.70	1,151,342.34
November 2012.....	3,423,890.24	6,831,058.83	1,673,578.34	1,095,617.79
December 2012.....	3,374,801.14	6,701,516.89	1,601,256.53	1,041,075.34
January 2013.....	3,326,546.17	6,574,340.20	1,530,226.79	987,703.83
February 2013.....	3,279,117.93	6,449,505.46	1,460,476.74	935,492.21
March 2013.....	3,232,509.12	6,326,989.61	1,391,994.14	884,429.55
April 2013.....	3,186,712.46	6,206,769.76	1,324,766.81	834,504.96
May 2013.....	3,141,720.74	6,088,823.21	1,258,782.69	785,707.65
June 2013.....	3,097,526.81	5,973,127.48	1,194,029.83	738,026.94
July 2013.....	3,054,123.55	5,859,660.27	1,130,496.35	691,452.22
August 2013.....	3,011,503.92	5,748,399.46	1,068,170.51	645,972.96
September 2013.....	2,969,660.95	5,639,323.13	1,007,040.63	601,578.73
October 2013.....	2,928,587.66	5,532,409.56	947,095.15	558,259.17
November 2013.....	2,888,277.19	5,427,637.20	888,322.60	516,004.00
December 2013.....	2,848,722.69	5,324,984.68	830,711.60	474,803.05
January 2014.....	2,809,917.39	5,224,430.84	774,250.88	434,646.21
February 2014.....	2,771,854.55	5,125,954.68	718,929.25	395,523.45
March 2014.....	2,734,527.51	5,029,535.37	664,735.62	357,424.83
April 2014.....	2,697,929.63	4,935,152.29	611,659.00	320,340.49
May 2014.....	2,662,054.34	4,842,784.99	559,688.48	284,260.65
June 2014.....	2,626,895.12	4,752,413.18	508,813.25	249,175.61
July 2014.....	2,592,445.48	4,664,016.75	459,022.58	215,075.74
August 2014.....	2,558,699.01	4,577,575.77	410,305.83	181,951.49
September 2014.....	2,525,649.33	4,493,070.49	362,652.48	149,793.40
October 2014.....	2,493,290.12	4,410,481.31	316,052.06	118,592.09
November 2014.....	2,461,615.10	4,329,788.82	270,494.20	88,338.22
December 2014.....	2,430,618.04	4,250,973.76	225,968.64	59,022.57
January 2015.....	2,400,292.77	4,174,017.05	182,465.16	35,505.16

<u>Distribution Date</u>	<u>Classes DG, DH, DJ and DL (in the aggregate)</u>	<u>Classes EG, EH and EJ (in the aggregate)</u>	<u>Class GA</u>	<u>Class HA</u>
February 2015	\$2,370,633.15	\$ 4,098,899.77	\$ 139,973.68	\$ 17,869.00
March 2015	2,341,633.09	4,025,603.17	99,473.74	5,986.40
April 2015	2,313,286.57	3,954,108.64	66,108.08	0.00
May 2015	2,285,587.59	3,884,397.77	39,679.96	0.00
June 2015	2,258,530.21	3,816,452.27	19,997.33	0.00
July 2015	2,232,108.52	3,750,254.04	6,872.76	0.00
August 2015	2,206,316.69	3,685,785.12	123.30	0.00
September 2015	2,181,148.89	3,623,027.71	0.00	0.00
October 2015	2,156,599.38	3,553,359.63	0.00	0.00
November 2015	2,132,662.44	3,476,161.13	0.00	0.00
December 2015	2,109,332.38	3,391,676.03	0.00	0.00
January 2016	2,086,603.60	3,305,202.18	0.00	0.00
February 2016	2,064,470.50	3,217,631.42	0.00	0.00
March 2016	2,042,927.53	3,129,046.29	0.00	0.00
April 2016	2,021,969.22	3,039,526.37	0.00	0.00
May 2016	2,001,590.11	2,949,148.47	0.00	0.00
June 2016	1,981,784.77	2,857,986.62	0.00	0.00
July 2016	1,962,547.85	2,766,112.17	0.00	0.00
August 2016	1,943,874.01	2,673,593.91	0.00	0.00
September 2016	1,926,877.17	2,580,498.10	0.00	0.00
October 2016	1,909,542.46	2,486,888.57	0.00	0.00
November 2016	1,891,885.87	2,392,826.78	0.00	0.00
December 2016	1,873,922.95	2,298,371.88	0.00	0.00
January 2017	1,855,668.80	2,203,580.82	0.00	0.00
February 2017	1,837,138.15	2,108,508.35	0.00	0.00
March 2017	1,818,345.33	2,013,207.16	0.00	0.00
April 2017	1,799,304.28	1,917,727.86	0.00	0.00
May 2017	1,780,028.52	1,822,119.13	0.00	0.00
June 2017	1,760,531.24	1,726,427.71	0.00	0.00
July 2017	1,740,825.25	1,630,698.48	0.00	0.00
August 2017	1,720,923.02	1,534,974.54	0.00	0.00
September 2017	1,700,836.64	1,439,297.21	0.00	0.00
October 2017	1,680,577.89	1,343,706.15	0.00	0.00
November 2017	1,660,158.20	1,248,239.35	0.00	0.00
December 2017	1,639,588.68	1,152,933.24	0.00	0.00
January 2018	1,618,880.13	1,057,822.67	0.00	0.00
February 2018	1,598,043.03	962,941.04	0.00	0.00
March 2018	1,577,087.56	868,320.26	0.00	0.00
April 2018	1,556,023.61	773,990.86	0.00	0.00
May 2018	1,534,860.77	679,982.00	0.00	0.00
June 2018	1,513,608.35	586,321.54	0.00	0.00

<u>Distribution Date</u>	<u>Classes DG, DH, DJ and DL (in the aggregate)</u>	<u>Classes EG, EH and EJ (in the aggregate)</u>	<u>Class GA</u>	<u>Class HA</u>
July 2018	\$1,492,275.41	\$ 493,036.05	\$ 0.00	\$ 0.00
August 2018	1,470,870.70	400,150.87	0.00	0.00
September 2018	1,449,402.72	307,690.14	0.00	0.00
October 2018	1,427,879.73	215,676.85	0.00	0.00
November 2018	1,406,309.73	124,132.87	0.00	0.00
December 2018	1,384,700.47	33,078.98	0.00	0.00
January 2019	1,363,059.46	0.00	0.00	0.00
February 2019	1,341,393.97	0.00	0.00	0.00
March 2019	1,319,711.08	0.00	0.00	0.00
April 2019	1,298,017.60	0.00	0.00	0.00
May 2019	1,276,320.14	0.00	0.00	0.00
June 2019	1,254,625.11	0.00	0.00	0.00
July 2019	1,232,938.69	0.00	0.00	0.00
August 2019	1,211,266.88	0.00	0.00	0.00
September 2019	1,189,615.46	0.00	0.00	0.00
October 2019	1,167,990.06	0.00	0.00	0.00
November 2019	1,146,396.06	0.00	0.00	0.00
December 2019	1,124,838.70	0.00	0.00	0.00
January 2020	1,103,323.04	0.00	0.00	0.00
February 2020	1,081,853.96	0.00	0.00	0.00
March 2020	1,060,436.15	0.00	0.00	0.00
April 2020	1,039,074.16	0.00	0.00	0.00
May 2020	1,017,772.37	0.00	0.00	0.00
June 2020	996,534.99	0.00	0.00	0.00
July 2020	975,366.10	0.00	0.00	0.00
August 2020	954,269.61	0.00	0.00	0.00
September 2020	933,249.29	0.00	0.00	0.00
October 2020	912,308.77	0.00	0.00	0.00
November 2020	891,451.54	0.00	0.00	0.00
December 2020	870,680.96	0.00	0.00	0.00
January 2021	850,000.24	0.00	0.00	0.00
February 2021	829,412.47	0.00	0.00	0.00
March 2021	808,920.63	0.00	0.00	0.00
April 2021	788,527.56	0.00	0.00	0.00
May 2021	768,235.98	0.00	0.00	0.00
June 2021	748,048.50	0.00	0.00	0.00
July 2021	727,967.63	0.00	0.00	0.00
August 2021	707,995.74	0.00	0.00	0.00
September 2021	688,135.12	0.00	0.00	0.00
October 2021	668,387.94	0.00	0.00	0.00
November 2021	648,756.28	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes DG, DH, DJ and DL (in the aggregate)</u>	<u>Classes EG, EH and EJ (in the aggregate)</u>	<u>Class GA</u>	<u>Class HA</u>
December 2021	\$ 629,242.11	\$ 0.00	\$ 0.00	\$ 0.00
January 2022	609,847.32	0.00	0.00	0.00
February 2022	590,573.68	0.00	0.00	0.00
March 2022	571,422.89	0.00	0.00	0.00
April 2022	552,396.55	0.00	0.00	0.00
May 2022	533,496.19	0.00	0.00	0.00
June 2022	514,723.24	0.00	0.00	0.00
July 2022	496,079.05	0.00	0.00	0.00
August 2022	477,564.90	0.00	0.00	0.00
September 2022	459,181.98	0.00	0.00	0.00
October 2022	440,931.42	0.00	0.00	0.00
November 2022	422,814.27	0.00	0.00	0.00
December 2022	404,831.49	0.00	0.00	0.00
January 2023	386,984.01	0.00	0.00	0.00
February 2023	369,272.66	0.00	0.00	0.00
March 2023	351,698.22	0.00	0.00	0.00
April 2023	334,261.41	0.00	0.00	0.00
May 2023	316,962.88	0.00	0.00	0.00
June 2023	299,803.22	0.00	0.00	0.00
July 2023	282,782.97	0.00	0.00	0.00
August 2023	265,902.61	0.00	0.00	0.00
September 2023	249,162.56	0.00	0.00	0.00
October 2023	232,563.20	0.00	0.00	0.00
November 2023	216,104.84	0.00	0.00	0.00
December 2023	199,787.76	0.00	0.00	0.00
January 2024	183,612.18	0.00	0.00	0.00
February 2024	167,578.29	0.00	0.00	0.00
March 2024	151,686.20	0.00	0.00	0.00
April 2024	135,936.01	0.00	0.00	0.00
May 2024	120,327.77	0.00	0.00	0.00
June 2024	104,861.47	0.00	0.00	0.00
July 2024	89,537.09	0.00	0.00	0.00
August 2024	74,354.55	0.00	0.00	0.00
September 2024	59,313.73	0.00	0.00	0.00
October 2024	44,414.50	0.00	0.00	0.00
November 2024	29,656.67	0.00	0.00	0.00
December 2024	15,040.03	0.00	0.00	0.00
January 2025	564.31	0.00	0.00	0.00
February 2025 and thereafter . . .	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
Initial Balance	\$58,598,000.00	\$64,914,000.00	\$65,458,000.00	\$7,426,000.00
August 2008	58,428,135.76	64,752,990.53	64,817,537.34	7,401,865.62
September 2008	58,239,307.85	64,574,306.51	64,179,737.90	7,373,504.31
October 2008	58,032,470.16	64,378,580.20	63,545,187.50	7,340,890.94
November 2008	57,807,689.76	64,165,875.08	62,913,869.42	7,304,047.38
December 2008	57,565,043.08	63,936,263.45	62,285,767.05	7,263,000.39
January 2009	57,304,615.83	63,689,826.43	61,660,863.82	7,217,781.63
February 2009	57,026,502.96	63,426,653.87	61,039,143.28	7,168,427.61
March 2009	56,730,808.67	63,146,844.37	60,420,589.05	7,114,979.66
April 2009	56,417,646.30	62,850,505.17	59,805,184.85	7,057,483.88
May 2009	56,087,138.27	62,537,752.13	59,192,914.45	6,995,991.16
June 2009	55,739,416.03	62,208,709.63	58,583,761.75	6,930,557.05
July 2009	55,374,619.98	61,863,510.53	57,977,710.69	6,861,241.74
August 2009	54,992,899.35	61,502,296.05	57,374,745.31	6,788,110.00
September 2009	54,594,412.15	61,125,215.70	56,774,849.75	6,711,231.08
October 2009	54,179,325.03	60,732,427.19	56,178,008.20	6,630,678.68
November 2009	53,747,813.19	60,324,096.29	55,584,204.94	6,546,530.80
December 2009	53,300,060.26	59,900,396.78	54,993,424.35	6,458,869.70
January 2010	52,836,258.15	59,461,510.26	54,405,650.87	6,367,781.79
February 2010	52,356,606.95	59,007,626.07	53,820,869.03	6,273,357.52
March 2010	51,861,314.79	58,538,941.15	53,239,063.43	6,175,691.24
April 2010	51,350,597.65	58,055,659.88	52,660,218.77	6,074,881.14
May 2010	50,824,679.24	57,557,993.97	52,084,319.80	5,971,029.10
June 2010	50,283,790.85	57,046,162.27	51,511,351.36	5,864,240.53
July 2010	49,728,171.16	56,520,390.63	50,941,298.38	5,754,624.28
August 2010	49,158,066.04	55,980,911.73	50,374,145.86	5,642,292.51
September 2010	48,573,728.45	55,427,964.93	49,809,878.86	5,527,360.48
October 2010	47,975,418.16	54,861,796.05	49,248,482.55	5,409,946.48
November 2010	47,380,165.90	54,298,520.92	48,689,942.15	5,294,094.50
December 2010	46,787,955.94	53,738,124.65	48,134,242.96	5,179,790.02
January 2011	46,198,772.62	53,180,592.43	47,581,370.37	5,067,018.64
February 2011	45,612,600.37	52,625,909.53	47,031,309.83	4,955,766.05
March 2011	45,029,423.72	52,074,061.30	46,484,046.87	4,846,018.04
April 2011	44,449,227.24	51,525,033.15	45,939,567.09	4,737,760.54
May 2011	43,871,995.60	50,978,810.57	45,397,856.18	4,630,979.57
June 2011	43,297,713.57	50,435,379.14	44,858,899.88	4,525,661.24
July 2011	42,726,365.95	49,894,724.49	44,322,684.02	4,421,791.82
August 2011	42,157,937.66	49,356,832.34	43,789,194.49	4,319,357.62
September 2011	41,592,413.68	48,821,688.47	43,258,417.28	4,218,345.10
October 2011	41,029,779.07	48,289,278.76	42,730,338.42	4,118,740.81
November 2011	40,470,018.96	47,759,589.13	42,204,944.02	4,020,531.40

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
December 2011	\$39,913,118.57	\$47,232,605.60	\$41,682,220.27	\$3,923,703.63
January 2012	39,359,063.19	46,708,314.24	41,162,153.44	3,828,244.35
February 2012	38,807,838.18	46,186,701.20	40,644,729.84	3,734,140.52
March 2012	38,259,428.98	45,667,752.71	40,129,935.87	3,641,379.20
April 2012	37,713,821.11	45,151,455.05	39,617,758.01	3,549,947.54
May 2012	37,171,000.16	44,637,794.60	39,108,182.79	3,459,832.81
June 2012	36,630,951.78	44,126,757.79	38,601,196.82	3,371,022.36
July 2012	36,093,661.72	43,618,331.11	38,096,786.76	3,283,503.63
August 2012	35,559,115.78	43,112,501.14	37,594,939.38	3,197,264.19
September 2012	35,027,299.86	42,609,254.53	37,095,641.48	3,112,291.66
October 2012	34,498,199.90	42,108,577.98	36,598,879.93	3,028,573.80
November 2012	33,971,801.94	41,610,458.27	36,104,641.70	2,946,098.42
December 2012	33,448,092.08	41,114,882.26	35,612,913.78	2,864,853.45
January 2013	32,927,056.47	40,621,836.84	35,123,683.27	2,784,826.94
February 2013	32,408,681.38	40,131,309.02	34,636,937.32	2,706,006.97
March 2013	31,892,953.11	39,643,285.82	34,152,663.13	2,628,381.75
April 2013	31,379,858.05	39,157,754.38	33,670,847.98	2,551,939.57
May 2013	30,869,382.65	38,674,701.87	33,191,479.23	2,476,668.82
June 2013	30,361,513.43	38,194,115.54	32,714,544.28	2,402,557.98
July 2013	29,856,237.00	37,715,982.70	32,240,030.60	2,329,595.59
August 2013	29,353,539.99	37,240,290.74	31,767,925.75	2,257,770.33
September 2013	28,853,409.16	36,767,027.08	31,298,217.31	2,187,070.92
October 2013	28,355,831.30	36,296,179.25	30,830,892.96	2,117,486.17
November 2013	27,860,793.27	35,827,734.81	30,365,940.43	2,049,005.02
December 2013	27,368,282.01	35,361,681.41	29,903,347.51	1,981,616.45
January 2014	26,878,284.53	34,898,006.73	29,443,102.06	1,915,309.53
February 2014	26,390,787.88	34,436,698.55	28,985,192.00	1,850,073.44
March 2014	25,905,779.20	33,977,744.68	28,529,605.31	1,785,897.43
April 2014	25,423,245.70	33,521,133.02	28,076,330.04	1,722,770.82
May 2014	24,943,174.63	33,066,851.52	27,625,354.28	1,660,683.04
June 2014	24,465,553.35	32,614,888.19	27,176,666.20	1,599,623.55
July 2014	23,990,369.23	32,165,231.10	26,730,254.03	1,539,581.96
August 2014	23,517,609.74	31,717,868.40	26,286,106.06	1,480,547.92
September 2014	23,047,262.41	31,272,788.27	25,844,210.64	1,422,511.16
October 2014	22,579,314.84	30,829,978.98	25,404,556.16	1,365,461.48
November 2014	22,113,754.66	30,389,428.84	24,967,131.11	1,309,388.80
December 2014	21,650,569.61	29,951,126.23	24,531,924.00	1,254,283.08
January 2015	21,189,747.47	29,515,059.58	24,098,923.42	1,200,134.36
February 2015	20,731,276.07	29,081,217.40	23,668,118.01	1,146,932.78
March 2015	20,275,143.33	28,649,588.25	23,239,496.48	1,094,668.53
April 2015	19,821,337.21	28,220,160.73	22,813,047.59	1,043,331.89

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
May 2015	\$19,369,845.74	\$27,792,923.52	\$22,388,760.16	\$ 992,913.22
June 2015	18,920,657.02	27,367,865.35	21,971,257.72	943,402.94
July 2015	18,473,759.20	26,944,975.02	21,561,159.90	894,791.55
August 2015	18,029,140.49	26,524,241.36	21,158,339.09	852,595.89
September 2015	17,592,251.18	26,105,653.29	20,762,669.82	812,913.56
October 2015	17,165,748.36	25,689,199.76	20,374,028.76	772,867.89
November 2015	16,749,388.37	25,274,869.80	19,992,294.69	732,487.58
December 2015	16,342,933.18	24,862,652.48	19,617,348.42	691,800.22
January 2016	15,946,150.33	24,452,536.93	19,249,072.78	650,832.26
February 2016	15,558,812.73	24,044,512.34	18,887,352.59	609,609.13
March 2016	15,180,698.58	23,638,567.96	18,532,074.64	568,155.20
April 2016	14,811,591.26	23,234,693.07	18,183,127.61	526,493.83
May 2016	14,451,279.15	22,832,877.03	17,840,402.09	484,647.43
June 2016	14,099,555.59	22,433,109.26	17,503,790.53	442,637.47
July 2016	13,756,218.70	22,035,379.21	17,173,187.18	400,484.50
August 2016	13,421,071.32	21,639,676.40	16,848,488.10	358,208.21
September 2016	13,093,920.86	21,246,300.09	16,529,591.13	315,827.43
October 2016	12,774,579.22	20,859,804.09	16,216,395.81	273,360.17
November 2016	12,462,862.70	20,480,070.79	15,908,803.43	230,823.63
December 2016	12,158,591.84	20,106,984.54	15,606,716.91	188,234.28
January 2017	11,861,591.38	19,740,431.67	15,310,040.84	145,607.82
February 2017	11,571,690.16	19,380,300.41	15,018,681.46	102,959.21
March 2017	11,288,720.98	19,026,480.86	14,732,546.55	60,302.75
April 2017	11,012,520.54	18,678,864.98	14,451,545.49	17,652.07
May 2017	10,742,929.37	18,337,346.58	14,175,589.20	0.01
June 2017	10,479,791.69	18,001,821.23	13,904,590.12	0.00
July 2017	10,222,955.36	17,672,186.28	13,638,462.15	0.00
August 2017	9,972,271.79	17,348,340.79	13,377,120.69	0.00
September 2017	9,727,595.87	17,030,185.54	13,120,482.56	0.00
October 2017	9,488,785.86	16,717,623.00	12,868,466.00	0.00
November 2017	9,255,703.32	16,410,557.25	12,620,990.65	0.00
December 2017	9,028,213.06	16,108,894.02	12,377,977.50	0.00
January 2018	8,806,183.03	15,812,540.61	12,139,348.91	0.00
February 2018	8,589,484.27	15,521,405.92	11,905,028.54	0.00
March 2018	8,377,990.84	15,235,400.34	11,674,941.37	0.00
April 2018	8,171,579.72	14,954,435.82	11,449,013.65	0.00
May 2018	7,970,130.78	14,678,425.77	11,227,172.88	0.00
June 2018	7,773,526.70	14,407,285.08	11,009,347.81	0.00
July 2018	7,581,652.90	14,140,930.05	10,795,468.40	0.00
August 2018	7,394,397.46	13,879,278.44	10,585,465.80	0.00
September 2018	7,211,651.09	13,622,249.37	10,379,272.35	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
October 2018	\$ 7,033,307.06	\$13,369,763.34	\$10,176,821.52	\$ 0.00
November 2018	6,859,261.14	13,121,742.18	9,978,047.94	0.00
December 2018	6,689,411.52	12,878,109.05	9,782,887.34	0.00
January 2019	6,523,658.79	12,638,788.43	9,591,276.57	0.00
February 2019	6,361,905.85	12,403,706.06	9,403,153.52	0.00
March 2019	6,204,057.89	12,172,788.92	9,218,457.19	0.00
April 2019	6,050,022.31	11,945,965.27	9,037,127.58	0.00
May 2019	5,899,708.68	11,723,164.54	8,859,105.75	0.00
June 2019	5,753,028.69	11,504,317.39	8,684,333.73	0.00
July 2019	5,609,896.10	11,289,355.64	8,512,754.58	0.00
August 2019	5,470,226.69	11,078,212.26	8,344,312.32	0.00
September 2019	5,333,938.20	10,870,821.37	8,178,951.92	0.00
October 2019	5,200,950.32	10,667,118.19	8,016,619.30	0.00
November 2019	5,071,184.62	10,467,039.06	7,857,261.30	0.00
December 2019	4,944,564.50	10,270,521.38	7,700,825.68	0.00
January 2020	4,821,015.15	10,077,503.62	7,547,261.09	0.00
February 2020	4,700,463.54	9,887,925.29	7,396,517.07	0.00
March 2020	4,582,838.33	9,701,726.94	7,248,544.00	0.00
April 2020	4,468,069.88	9,518,850.11	7,103,293.13	0.00
May 2020	4,356,090.15	9,339,237.34	6,960,716.54	0.00
June 2020	4,246,832.74	9,162,832.16	6,820,767.15	0.00
July 2020	4,140,232.77	8,989,579.03	6,683,398.65	0.00
August 2020	4,036,226.91	8,819,423.37	6,548,565.57	0.00
September 2020	3,934,753.31	8,652,311.54	6,416,223.18	0.00
October 2020	3,835,751.57	8,488,190.79	6,286,327.55	0.00
November 2020	3,739,162.72	8,327,009.28	6,158,835.49	0.00
December 2020	3,644,929.18	8,168,716.03	6,033,704.55	0.00
January 2021	3,552,994.70	8,013,260.96	5,910,893.00	0.00
February 2021	3,463,304.38	7,860,594.82	5,790,359.87	0.00
March 2021	3,375,804.61	7,710,669.20	5,672,064.84	0.00
April 2021	3,290,443.02	7,563,436.51	5,555,968.33	0.00
May 2021	3,207,168.49	7,418,849.99	5,442,031.40	0.00
June 2021	3,125,931.11	7,276,863.66	5,330,215.82	0.00
July 2021	3,046,682.14	7,137,432.31	5,220,483.98	0.00
August 2021	2,969,373.97	7,000,511.53	5,112,798.96	0.00
September 2021	2,893,960.14	6,866,057.64	5,007,124.43	0.00
October 2021	2,820,395.28	6,734,027.73	4,903,424.73	0.00
November 2021	2,748,635.07	6,604,379.59	4,801,664.78	0.00
December 2021	2,678,636.26	6,477,071.76	4,701,810.12	0.00
January 2022	2,610,356.61	6,352,063.46	4,603,826.89	0.00
February 2022	2,543,754.87	6,229,314.62	4,507,681.81	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
March 2022	\$ 2,478,790.78	\$ 6,108,785.87	\$ 4,413,342.17	\$ 0.00
April 2022	2,415,425.02	5,990,438.47	4,320,775.82	0.00
May 2022	2,353,619.20	5,874,234.38	4,229,951.19	0.00
June 2022	2,293,335.83	5,760,136.18	4,140,837.22	0.00
July 2022	2,234,538.33	5,648,107.12	4,053,403.41	0.00
August 2022	2,177,190.95	5,538,111.04	3,967,619.79	0.00
September 2022	2,121,258.83	5,430,112.44	3,883,456.89	0.00
October 2022	2,066,707.88	5,324,076.38	3,800,885.77	0.00
November 2022	2,013,504.87	5,219,968.56	3,719,877.98	0.00
December 2022	1,961,617.32	5,117,755.24	3,640,405.57	0.00
January 2023	1,911,013.53	5,017,403.27	3,562,441.05	0.00
February 2023	1,861,662.56	4,918,880.06	3,485,957.44	0.00
March 2023	1,813,534.19	4,822,153.57	3,410,928.20	0.00
April 2023	1,766,598.92	4,727,192.33	3,337,327.28	0.00
May 2023	1,720,827.95	4,633,965.38	3,265,129.05	0.00
June 2023	1,676,193.17	4,542,442.32	3,194,308.34	0.00
July 2023	1,632,667.12	4,452,593.25	3,124,840.41	0.00
August 2023	1,590,223.01	4,364,388.79	3,056,700.97	0.00
September 2023	1,548,834.67	4,277,800.06	2,989,866.13	0.00
October 2023	1,508,476.57	4,192,798.68	2,924,312.42	0.00
November 2023	1,469,123.76	4,109,356.75	2,860,016.78	0.00
December 2023	1,430,751.91	4,027,446.85	2,796,956.54	0.00
January 2024	1,393,337.24	3,947,042.03	2,735,109.46	0.00
February 2024	1,356,856.57	3,868,115.81	2,674,453.63	0.00
March 2024	1,321,287.23	3,790,642.15	2,614,967.58	0.00
April 2024	1,286,607.13	3,714,595.48	2,556,630.18	0.00
May 2024	1,252,794.68	3,639,950.64	2,499,420.66	0.00
June 2024	1,219,828.81	3,566,682.92	2,443,318.64	0.00
July 2024	1,187,688.96	3,494,768.03	2,388,304.09	0.00
August 2024	1,156,355.03	3,424,182.10	2,334,357.30	0.00
September 2024	1,125,807.45	3,354,901.67	2,281,458.94	0.00
October 2024	1,096,027.06	3,286,903.68	2,229,589.99	0.00
November 2024	1,066,995.20	3,220,165.46	2,178,731.79	0.00
December 2024	1,038,693.63	3,154,664.75	2,128,865.98	0.00
January 2025	1,011,104.56	3,090,379.66	2,079,974.53	0.00
February 2025	984,210.62	3,027,288.67	2,032,039.74	0.00
March 2025	957,994.85	2,965,370.65	1,985,044.19	0.00
April 2025	932,440.70	2,904,604.81	1,938,970.78	0.00
May 2025	907,532.01	2,844,970.73	1,893,802.72	0.00
June 2025	883,253.01	2,786,448.36	1,849,523.49	0.00
July 2025	859,588.30	2,729,017.95	1,806,116.89	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
August 2025	\$ 836,522.87	\$ 2,672,660.15	\$ 1,763,566.97	\$ 0.00
September 2025	814,042.05	2,617,355.89	1,721,858.09	0.00
October 2025	792,131.52	2,563,086.46	1,680,974.86	0.00
November 2025	770,777.31	2,509,833.46	1,640,902.18	0.00
December 2025	749,965.78	2,457,578.81	1,601,625.20	0.00
January 2026	729,683.63	2,406,304.75	1,563,129.33	0.00
February 2026	709,917.86	2,355,993.82	1,525,400.25	0.00
March 2026	690,655.78	2,306,628.86	1,488,423.88	0.00
April 2026	671,885.04	2,258,193.01	1,452,186.40	0.00
May 2026	653,593.53	2,210,669.70	1,416,674.22	0.00
June 2026	635,769.49	2,164,042.65	1,381,873.99	0.00
July 2026	618,401.40	2,118,295.85	1,347,772.60	0.00
August 2026	601,478.02	2,073,413.59	1,314,357.17	0.00
September 2026	584,988.41	2,029,380.41	1,281,615.05	0.00
October 2026	568,921.87	1,986,181.12	1,249,533.81	0.00
November 2026	553,267.95	1,943,800.81	1,218,101.24	0.00
December 2026	538,016.48	1,902,224.81	1,187,305.33	0.00
January 2027	523,157.50	1,861,438.71	1,157,134.32	0.00
February 2027	508,681.32	1,821,428.36	1,127,576.62	0.00
March 2027	494,578.46	1,782,179.84	1,098,620.85	0.00
April 2027	480,839.69	1,743,679.48	1,070,255.86	0.00
May 2027	467,455.98	1,705,913.84	1,042,470.67	0.00
June 2027	454,418.54	1,668,869.73	1,015,254.50	0.00
July 2027	441,718.78	1,632,534.18	988,596.76	0.00
August 2027	429,348.32	1,596,894.43	962,487.05	0.00
September 2027	417,298.98	1,561,937.97	936,915.16	0.00
October 2027	405,562.78	1,527,652.48	911,871.05	0.00
November 2027	394,131.93	1,494,025.87	887,344.87	0.00
December 2027	382,998.83	1,461,046.27	863,326.93	0.00
January 2028	372,156.07	1,428,701.99	839,807.73	0.00
February 2028	361,596.41	1,396,981.57	816,777.92	0.00
March 2028	351,312.79	1,365,873.72	794,228.34	0.00
April 2028	341,298.33	1,335,367.39	772,149.96	0.00
May 2028	331,546.29	1,305,451.68	750,533.94	0.00
June 2028	322,050.12	1,276,115.89	729,371.58	0.00
July 2028	312,803.42	1,247,349.54	708,654.35	0.00
August 2028	303,799.95	1,219,142.28	688,373.86	0.00
September 2028	295,033.61	1,191,483.99	668,521.87	0.00
October 2028	286,498.46	1,164,364.69	649,090.29	0.00
November 2028	278,188.69	1,137,774.59	630,071.18	0.00
December 2028	270,098.65	1,111,704.07	611,456.74	0.00

Distribution Date	Class AF, LJ, LK and OP (in the aggregate)	Classes JH, JK, JL, JM and JN (in the aggregate)	Classes PA, PB, PC and PK (in the aggregate)	Class PM
January 2029	\$ 262,222.82	\$ 1,086,143.69	\$ 593,239.29	\$ 0.00
February 2029	254,555.80	1,061,084.15	575,411.32	0.00
March 2029	247,092.35	1,036,516.33	557,965.43	0.00
April 2029	239,827.34	1,012,431.27	540,894.36	0.00
May 2029	232,755.75	988,820.16	524,190.98	0.00
June 2029	225,872.72	965,674.35	507,848.30	0.00
July 2029	219,173.48	942,985.34	491,859.42	0.00
August 2029	212,653.39	920,744.77	476,217.61	0.00
September 2029	206,307.91	898,944.44	460,916.23	0.00
October 2029	200,132.62	877,576.28	445,948.76	0.00
November 2029	194,123.22	856,632.39	431,308.81	0.00
December 2029	188,275.48	836,104.98	416,990.11	0.00
January 2030	182,585.32	815,986.40	402,986.48	0.00
February 2030	177,048.73	796,269.14	389,291.86	0.00
March 2030	171,661.79	776,945.83	375,900.32	0.00
April 2030	166,420.71	758,009.23	362,806.01	0.00
May 2030	161,321.76	739,452.21	350,003.20	0.00
June 2030	156,361.33	721,267.77	337,486.25	0.00
July 2030	151,535.87	703,449.05	325,249.64	0.00
August 2030	146,841.95	685,989.29	313,287.94	0.00
September 2030	142,276.18	668,881.88	301,595.81	0.00
October 2030	137,835.30	652,120.28	290,168.03	0.00
November 2030	133,516.10	635,698.10	278,999.46	0.00
December 2030	129,315.47	619,609.07	268,085.04	0.00
January 2031	125,230.35	603,847.00	257,419.82	0.00
February 2031	121,257.78	588,405.82	246,998.95	0.00
March 2031	117,394.87	573,279.58	236,817.63	0.00
April 2031	113,638.79	558,462.44	226,871.19	0.00
May 2031	109,986.78	543,948.63	217,155.02	0.00
June 2031	106,436.16	529,732.51	207,664.60	0.00
July 2031	102,984.31	515,808.53	198,395.49	0.00
August 2031	99,628.68	502,171.25	189,343.33	0.00
September 2031	96,366.77	488,815.31	180,503.86	0.00
October 2031	93,196.16	475,735.46	171,872.85	0.00
November 2031	90,114.47	462,926.54	163,446.21	0.00
December 2031	87,119.40	450,383.46	155,219.87	0.00
January 2032	84,208.69	438,101.26	147,189.87	0.00
February 2032	81,380.15	426,075.03	139,352.30	0.00
March 2032	78,631.63	414,299.97	131,703.34	0.00
April 2032	75,961.05	402,771.37	124,239.23	0.00
May 2032	73,366.37	391,484.57	116,956.27	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
June 2032	\$ 70,845.59	\$ 380,435.04	\$ 109,850.85	\$ 0.00
July 2032	68,396.80	369,618.30	102,919.41	0.00
August 2032	66,018.09	359,029.96	96,158.47	0.00
September 2032	63,707.64	348,665.69	89,564.59	0.00
October 2032	61,463.63	338,521.28	83,134.41	0.00
November 2032	59,284.33	328,592.54	76,864.64	0.00
December 2032	57,168.03	318,875.41	70,752.04	0.00
January 2033	55,113.07	309,365.86	64,793.41	0.00
February 2033	53,117.81	300,059.95	58,985.66	0.00
March 2033	51,180.70	290,953.81	53,325.70	0.00
April 2033	49,300.17	282,043.64	47,810.54	0.00
May 2033	47,474.74	273,325.71	42,437.23	0.00
June 2033	45,702.93	264,796.35	37,202.86	0.00
July 2033	43,983.33	256,451.95	32,104.61	0.00
August 2033	42,314.53	248,288.99	27,139.67	0.00
September 2033	40,695.18	240,304.00	22,305.32	0.00
October 2033	39,123.97	232,493.55	17,598.86	0.00
November 2033	37,599.60	224,854.30	13,017.66	0.00
December 2033	36,120.81	217,382.97	8,559.14	0.00
January 2034	34,686.39	210,076.33	4,220.75	0.00
February 2034	33,295.13	202,931.20	0.00	0.00
March 2034	31,945.88	195,944.47	0.00	0.00
April 2034	30,637.51	189,113.09	0.00	0.00
May 2034	29,368.91	182,434.05	0.00	0.00
June 2034	28,138.99	175,904.40	0.00	0.00
July 2034	26,946.73	169,521.26	0.00	0.00
August 2034	25,791.08	163,281.78	0.00	0.00
September 2034	24,671.06	157,183.16	0.00	0.00
October 2034	23,585.70	151,222.68	0.00	0.00
November 2034	22,534.04	145,397.63	0.00	0.00
December 2034	21,515.17	139,705.38	0.00	0.00
January 2035	20,528.20	134,143.34	0.00	0.00
February 2035	19,572.24	128,708.96	0.00	0.00
March 2035	18,646.44	123,399.73	0.00	0.00
April 2035	17,749.97	118,213.22	0.00	0.00
May 2035	16,882.03	113,146.99	0.00	0.00
June 2035	16,041.82	108,198.70	0.00	0.00
July 2035	15,228.58	103,366.02	0.00	0.00
August 2035	14,441.56	98,646.66	0.00	0.00
September 2035	13,680.02	94,038.40	0.00	0.00
October 2035	12,943.27	89,539.03	0.00	0.00

<u>Distribution Date</u>	<u>Class AF, LJ, LK and OP (in the aggregate)</u>	<u>Classes JH, JK, JL, JM and JN (in the aggregate)</u>	<u>Classes PA, PB, PC and PK (in the aggregate)</u>	<u>Class PM</u>
November 2035	\$ 12,230.60	\$ 85,146.39	\$ 0.00	\$ 0.00
December 2035	11,541.35	80,858.37	0.00	0.00
January 2036	10,874.85	76,672.89	0.00	0.00
February 2036	10,230.48	72,587.91	0.00	0.00
March 2036	9,607.59	68,601.43	0.00	0.00
April 2036	9,005.60	64,711.47	0.00	0.00
May 2036	8,423.91	60,916.12	0.00	0.00
June 2036	7,861.94	57,213.47	0.00	0.00
July 2036	7,319.13	53,601.66	0.00	0.00
August 2036	6,794.95	50,078.87	0.00	0.00
September 2036	6,288.85	46,643.32	0.00	0.00
October 2036	5,800.31	43,293.22	0.00	0.00
November 2036	5,328.85	40,026.88	0.00	0.00
December 2036	4,873.96	36,842.58	0.00	0.00
January 2037	4,435.16	33,738.66	0.00	0.00
February 2037	4,012.00	30,713.50	0.00	0.00
March 2037	3,604.02	27,765.50	0.00	0.00
April 2037	3,210.78	24,893.07	0.00	0.00
May 2037	2,831.84	22,094.67	0.00	0.00
June 2037	2,466.80	19,368.80	0.00	0.00
July 2037	2,115.25	16,713.97	0.00	0.00
August 2037	1,776.78	14,128.71	0.00	0.00
September 2037	1,451.02	11,611.60	0.00	0.00
October 2037	1,137.59	9,161.24	0.00	0.00
November 2037	836.13	6,776.23	0.00	0.00
December 2037	546.27	4,455.24	0.00	0.00
January 2038	267.67	2,196.93	0.00	0.00
February 2038 and thereafter . .	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
Initial Balance	\$110,040,000.00	\$45,667,000.00	\$18,241,000.00
August 2008	109,736,530.36	45,443,933.81	17,942,068.19
September 2008	109,398,493.81	45,168,053.43	17,439,459.16
October 2008	109,026,363.96	44,838,745.23	16,385,808.70
November 2008	108,620,257.69	44,456,429.50	15,366,977.63
December 2008	108,180,309.56	44,021,664.59	14,382,718.11
January 2009	107,706,671.68	43,535,146.89	13,432,769.65
February 2009	107,199,513.73	42,997,710.24	12,516,859.15
March 2009	106,659,022.80	42,410,324.78	11,634,700.91
April 2009	106,085,403.35	41,774,095.41	10,785,996.80
May 2009	105,478,877.05	41,090,259.76	9,970,436.24
June 2009	104,839,682.71	40,360,185.52	9,187,696.41
July 2009	104,168,076.09	39,585,367.41	8,437,442.29
August 2009	103,464,329.76	38,767,423.62	7,719,326.87
September 2009	102,728,732.93	37,908,091.72	7,032,991.24
October 2009	101,961,591.26	37,009,224.14	6,378,064.79
November 2009	101,163,226.65	36,072,783.21	5,754,165.40
December 2009	100,333,977.07	35,100,835.66	5,160,899.60
January 2010	99,474,196.25	34,095,546.84	4,597,862.82
February 2010	98,584,253.50	33,059,174.34	4,064,639.56
March 2010	97,664,533.46	31,994,061.40	3,560,803.70
April 2010	96,715,435.76	30,902,629.83	3,085,918.71
May 2010	95,737,374.81	29,787,372.72	2,639,537.88
June 2010	94,730,779.46	28,650,846.65	2,221,204.67
July 2010	93,696,092.70	27,495,663.83	1,830,452.94
August 2010	92,633,771.34	26,324,483.89	1,466,807.27
September 2010	91,544,285.70	25,140,005.41	1,129,783.30
October 2010	90,428,119.21	23,944,957.43	818,887.97
November 2010	89,317,585.87	22,788,608.04	512,932.80
December 2010	88,212,656.65	21,670,002.86	211,835.42
January 2011	87,113,302.67	20,588,209.83	0.00
February 2011	86,019,495.18	19,542,318.62	0.00
March 2011	84,931,205.60	18,531,440.16	0.00
April 2011	83,848,405.49	17,554,706.21	0.00
May 2011	82,771,066.55	16,611,268.77	0.00
June 2011	81,699,160.62	15,700,299.68	0.00
July 2011	80,632,659.72	14,820,990.20	0.00
August 2011	79,571,535.97	13,972,550.46	0.00
September 2011	78,515,761.65	13,154,209.12	0.00
October 2011	77,465,309.20	12,365,212.89	0.00
November 2011	76,420,151.17	11,604,826.13	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
December 2011	\$ 75,380,260.27	\$10,872,330.45	\$ 0.00
January 2012	74,345,609.36	10,167,024.31	0.00
February 2012	73,316,171.41	9,488,222.60	0.00
March 2012	72,291,919.56	8,835,256.32	0.00
April 2012	71,272,827.07	8,207,472.16	0.00
May 2012	70,258,867.34	7,604,232.15	0.00
June 2012	69,250,013.91	7,024,913.35	0.00
July 2012	68,246,240.45	6,468,907.40	0.00
August 2012	67,247,520.77	5,935,620.30	0.00
September 2012	66,253,828.82	5,424,472.00	0.00
October 2012	65,265,138.68	4,934,896.12	0.00
November 2012	64,281,424.56	4,466,339.60	0.00
December 2012	63,302,660.80	4,018,262.43	0.00
January 2013	62,328,821.87	3,590,137.33	0.00
February 2013	61,359,882.40	3,181,449.44	0.00
March 2013	60,395,817.11	2,791,696.06	0.00
April 2013	59,436,600.86	2,420,386.36	0.00
May 2013	58,482,208.67	2,067,041.09	0.00
June 2013	57,532,615.66	1,731,192.35	0.00
July 2013	56,587,797.07	1,412,383.26	0.00
August 2013	55,647,728.29	1,110,167.83	0.00
September 2013	54,712,384.83	824,110.52	0.00
October 2013	53,781,742.32	553,786.19	0.00
November 2013	52,855,776.52	298,779.75	0.00
December 2013	51,934,463.31	58,685.92	0.00
January 2014	51,017,778.70	0.00	0.00
February 2014	50,105,698.81	0.00	0.00
March 2014	49,198,199.92	0.00	0.00
April 2014	48,295,258.38	0.00	0.00
May 2014	47,396,850.69	0.00	0.00
June 2014	46,502,953.48	0.00	0.00
July 2014	45,613,543.48	0.00	0.00
August 2014	44,728,597.55	0.00	0.00
September 2014	43,848,092.67	0.00	0.00
October 2014	42,972,005.92	0.00	0.00
November 2014	42,100,314.53	0.00	0.00
December 2014	41,232,995.82	0.00	0.00
January 2015	40,370,027.24	0.00	0.00
February 2015	39,511,386.35	0.00	0.00
March 2015	38,657,050.82	0.00	0.00
April 2015	37,806,998.47	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
May 2015	\$ 36,961,207.17	\$ 0.00	\$ 0.00
June 2015	36,119,654.97	0.00	0.00
July 2015	35,282,319.99	0.00	0.00
August 2015	34,449,180.47	0.00	0.00
September 2015	33,620,214.78	0.00	0.00
October 2015	32,809,475.27	0.00	0.00
November 2015	32,017,925.61	0.00	0.00
December 2015	31,245,117.33	0.00	0.00
January 2016	30,490,612.34	0.00	0.00
February 2016	29,753,982.72	0.00	0.00
March 2016	29,034,810.44	0.00	0.00
April 2016	28,332,687.18	0.00	0.00
May 2016	27,647,214.06	0.00	0.00
June 2016	26,978,001.45	0.00	0.00
July 2016	26,324,668.78	0.00	0.00
August 2016	25,686,844.27	0.00	0.00
September 2016	25,064,164.79	0.00	0.00
October 2016	24,456,275.60	0.00	0.00
November 2016	23,862,830.23	0.00	0.00
December 2016	23,283,490.21	0.00	0.00
January 2017	22,717,924.95	0.00	0.00
February 2017	22,165,811.53	0.00	0.00
March 2017	21,626,834.51	0.00	0.00
April 2017	21,100,685.80	0.00	0.00
May 2017	20,587,064.43	0.00	0.00
June 2017	20,085,676.46	0.00	0.00
July 2017	19,596,234.74	0.00	0.00
August 2017	19,118,458.81	0.00	0.00
September 2017	18,652,074.74	0.00	0.00
October 2017	18,196,814.94	0.00	0.00
November 2017	17,752,418.05	0.00	0.00
December 2017	17,318,628.80	0.00	0.00
January 2018	16,895,197.84	0.00	0.00
February 2018	16,481,881.62	0.00	0.00
March 2018	16,078,442.26	0.00	0.00
April 2018	15,684,647.42	0.00	0.00
May 2018	15,300,270.16	0.00	0.00
June 2018	14,925,088.81	0.00	0.00
July 2018	14,558,886.88	0.00	0.00
August 2018	14,201,452.92	0.00	0.00
September 2018	13,852,580.38	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
October 2018	\$ 13,512,067.56	\$ 0.00	\$ 0.00
November 2018	13,179,717.42	0.00	0.00
December 2018	12,855,337.53	0.00	0.00
January 2019	12,538,739.94	0.00	0.00
February 2019	12,229,741.09	0.00	0.00
March 2019	11,928,161.69	0.00	0.00
April 2019	11,633,826.64	0.00	0.00
May 2019	11,346,564.90	0.00	0.00
June 2019	11,066,209.46	0.00	0.00
July 2019	10,792,597.17	0.00	0.00
August 2019	10,525,568.70	0.00	0.00
September 2019	10,264,968.44	0.00	0.00
October 2019	10,010,644.43	0.00	0.00
November 2019	9,762,448.22	0.00	0.00
December 2019	9,520,234.86	0.00	0.00
January 2020	9,283,862.78	0.00	0.00
February 2020	9,053,193.70	0.00	0.00
March 2020	8,828,092.60	0.00	0.00
April 2020	8,608,427.59	0.00	0.00
May 2020	8,394,069.88	0.00	0.00
June 2020	8,184,893.69	0.00	0.00
July 2020	7,980,776.17	0.00	0.00
August 2020	7,781,597.36	0.00	0.00
September 2020	7,587,240.10	0.00	0.00
October 2020	7,397,589.97	0.00	0.00
November 2020	7,212,535.23	0.00	0.00
December 2020	7,031,966.77	0.00	0.00
January 2021	6,855,778.01	0.00	0.00
February 2021	6,683,864.88	0.00	0.00
March 2021	6,516,125.76	0.00	0.00
April 2021	6,352,461.39	0.00	0.00
May 2021	6,192,774.86	0.00	0.00
June 2021	6,036,971.51	0.00	0.00
July 2021	5,884,958.92	0.00	0.00
August 2021	5,736,646.82	0.00	0.00
September 2021	5,591,947.07	0.00	0.00
October 2021	5,450,773.60	0.00	0.00
November 2021	5,313,042.36	0.00	0.00
December 2021	5,178,671.27	0.00	0.00
January 2022	5,047,580.17	0.00	0.00
February 2022	4,919,690.80	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
March 2022	\$ 4,794,926.72	\$ 0.00	\$ 0.00
April 2022	4,673,213.32	0.00	0.00
May 2022	4,554,477.70	0.00	0.00
June 2022	4,438,648.72	0.00	0.00
July 2022	4,325,656.87	0.00	0.00
August 2022	4,215,434.30	0.00	0.00
September 2022	4,107,914.76	0.00	0.00
October 2022	4,003,033.56	0.00	0.00
November 2022	3,900,727.51	0.00	0.00
December 2022	3,800,934.93	0.00	0.00
January 2023	3,703,595.60	0.00	0.00
February 2023	3,608,650.69	0.00	0.00
March 2023	3,516,042.79	0.00	0.00
April 2023	3,425,715.83	0.00	0.00
May 2023	3,337,615.04	0.00	0.00
June 2023	3,251,686.99	0.00	0.00
July 2023	3,167,879.46	0.00	0.00
August 2023	3,086,141.51	0.00	0.00
September 2023	3,006,423.37	0.00	0.00
October 2023	2,928,676.45	0.00	0.00
November 2023	2,852,853.33	0.00	0.00
December 2023	2,778,907.68	0.00	0.00
January 2024	2,706,794.28	0.00	0.00
February 2024	2,636,469.00	0.00	0.00
March 2024	2,567,888.71	0.00	0.00
April 2024	2,501,011.34	0.00	0.00
May 2024	2,435,795.80	0.00	0.00
June 2024	2,372,201.96	0.00	0.00
July 2024	2,310,190.67	0.00	0.00
August 2024	2,249,723.68	0.00	0.00
September 2024	2,190,763.66	0.00	0.00
October 2024	2,133,274.18	0.00	0.00
November 2024	2,077,219.63	0.00	0.00
December 2024	2,022,565.29	0.00	0.00
January 2025	1,969,277.24	0.00	0.00
February 2025	1,917,322.37	0.00	0.00
March 2025	1,866,668.36	0.00	0.00
April 2025	1,817,283.66	0.00	0.00
May 2025	1,769,137.46	0.00	0.00
June 2025	1,722,199.68	0.00	0.00
July 2025	1,676,440.98	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
August 2025	\$ 1,631,832.68	\$ 0.00	\$ 0.00
September 2025	1,588,346.82	0.00	0.00
October 2025	1,545,956.08	0.00	0.00
November 2025	1,504,633.80	0.00	0.00
December 2025	1,464,353.96	0.00	0.00
January 2026	1,425,091.14	0.00	0.00
February 2026	1,386,820.55	0.00	0.00
March 2026	1,349,517.99	0.00	0.00
April 2026	1,313,159.81	0.00	0.00
May 2026	1,277,722.96	0.00	0.00
June 2026	1,243,184.91	0.00	0.00
July 2026	1,209,523.68	0.00	0.00
August 2026	1,176,717.83	0.00	0.00
September 2026	1,144,746.41	0.00	0.00
October 2026	1,113,588.98	0.00	0.00
November 2026	1,083,225.58	0.00	0.00
December 2026	1,053,636.76	0.00	0.00
January 2027	1,024,803.49	0.00	0.00
February 2027	996,707.22	0.00	0.00
March 2027	969,329.85	0.00	0.00
April 2027	942,653.70	0.00	0.00
May 2027	916,661.52	0.00	0.00
June 2027	891,336.47	0.00	0.00
July 2027	866,662.12	0.00	0.00
August 2027	842,622.44	0.00	0.00
September 2027	819,201.76	0.00	0.00
October 2027	796,384.81	0.00	0.00
November 2027	774,156.68	0.00	0.00
December 2027	752,502.83	0.00	0.00
January 2028	731,409.03	0.00	0.00
February 2028	710,861.45	0.00	0.00
March 2028	690,846.55	0.00	0.00
April 2028	671,351.13	0.00	0.00
May 2028	652,362.31	0.00	0.00
June 2028	633,867.51	0.00	0.00
July 2028	615,854.47	0.00	0.00
August 2028	598,311.22	0.00	0.00
September 2028	581,226.08	0.00	0.00
October 2028	564,587.63	0.00	0.00
November 2028	548,384.76	0.00	0.00
December 2028	532,606.61	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
January 2029	\$ 517,242.59	\$ 0.00	\$ 0.00
February 2029	502,282.35	0.00	0.00
March 2029	487,715.81	0.00	0.00
April 2029	473,533.13	0.00	0.00
May 2029	459,724.70	0.00	0.00
June 2029	446,281.15	0.00	0.00
July 2029	433,193.34	0.00	0.00
August 2029	420,452.34	0.00	0.00
September 2029	408,049.45	0.00	0.00
October 2029	395,976.17	0.00	0.00
November 2029	384,224.22	0.00	0.00
December 2029	372,785.51	0.00	0.00
January 2030	361,652.15	0.00	0.00
February 2030	350,816.44	0.00	0.00
March 2030	340,270.87	0.00	0.00
April 2030	330,008.13	0.00	0.00
May 2030	320,021.05	0.00	0.00
June 2030	310,302.66	0.00	0.00
July 2030	300,846.16	0.00	0.00
August 2030	291,644.92	0.00	0.00
September 2030	282,692.46	0.00	0.00
October 2030	273,982.46	0.00	0.00
November 2030	265,508.76	0.00	0.00
December 2030	257,265.35	0.00	0.00
January 2031	249,246.36	0.00	0.00
February 2031	241,446.08	0.00	0.00
March 2031	233,858.93	0.00	0.00
April 2031	226,479.45	0.00	0.00
May 2031	219,302.35	0.00	0.00
June 2031	212,322.44	0.00	0.00
July 2031	205,534.67	0.00	0.00
August 2031	198,934.12	0.00	0.00
September 2031	192,515.98	0.00	0.00
October 2031	186,275.55	0.00	0.00
November 2031	180,208.28	0.00	0.00
December 2031	174,309.70	0.00	0.00
January 2032	168,575.46	0.00	0.00
February 2032	163,001.32	0.00	0.00
March 2032	157,583.14	0.00	0.00
April 2032	152,316.89	0.00	0.00
May 2032	147,198.63	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
June 2032	\$ 142,224.53	\$ 0.00	\$ 0.00
July 2032	137,390.84	0.00	0.00
August 2032	132,693.92	0.00	0.00
September 2032	128,130.20	0.00	0.00
October 2032	123,696.21	0.00	0.00
November 2032	119,388.58	0.00	0.00
December 2032	115,204.00	0.00	0.00
January 2033	111,139.25	0.00	0.00
February 2033	107,191.20	0.00	0.00
March 2033	103,356.79	0.00	0.00
April 2033	99,633.02	0.00	0.00
May 2033	96,017.00	0.00	0.00
June 2033	92,505.89	0.00	0.00
July 2033	89,096.93	0.00	0.00
August 2033	85,787.41	0.00	0.00
September 2033	82,574.71	0.00	0.00
October 2033	79,456.26	0.00	0.00
November 2033	76,429.58	0.00	0.00
December 2033	73,492.21	0.00	0.00
January 2034	70,641.80	0.00	0.00
February 2034	67,876.02	0.00	0.00
March 2034	65,192.61	0.00	0.00
April 2034	62,589.39	0.00	0.00
May 2034	60,064.19	0.00	0.00
June 2034	57,614.95	0.00	0.00
July 2034	55,239.60	0.00	0.00
August 2034	52,936.18	0.00	0.00
September 2034	50,702.75	0.00	0.00
October 2034	48,537.42	0.00	0.00
November 2034	46,438.34	0.00	0.00
December 2034	44,403.73	0.00	0.00
January 2035	42,431.85	0.00	0.00
February 2035	40,520.99	0.00	0.00
March 2035	38,669.49	0.00	0.00
April 2035	36,875.73	0.00	0.00
May 2035	35,138.14	0.00	0.00
June 2035	33,455.19	0.00	0.00
July 2035	31,825.37	0.00	0.00
August 2035	30,247.24	0.00	0.00
September 2035	28,719.37	0.00	0.00
October 2035	27,240.37	0.00	0.00

<u>Distribution Date</u>	<u>Classes FK, HP, JP and PO (in the aggregate)</u>	<u>Classes PM, VA and ZA (in the aggregate)</u>	<u>Class VA</u>
November 2035	\$ 25,808.90	\$ 0.00	\$ 0.00
December 2035	24,423.65	0.00	0.00
January 2036	23,083.33	0.00	0.00
February 2036	21,786.70	0.00	0.00
March 2036	20,532.54	0.00	0.00
April 2036	19,319.66	0.00	0.00
May 2036	18,146.93	0.00	0.00
June 2036	17,013.20	0.00	0.00
July 2036	15,917.40	0.00	0.00
August 2036	14,858.44	0.00	0.00
September 2036	13,835.30	0.00	0.00
October 2036	12,846.96	0.00	0.00
November 2036	11,892.44	0.00	0.00
December 2036	10,970.77	0.00	0.00
January 2037	10,081.03	0.00	0.00
February 2037	9,222.31	0.00	0.00
March 2037	8,393.71	0.00	0.00
April 2037	7,594.37	0.00	0.00
May 2037	6,823.46	0.00	0.00
June 2037	6,080.15	0.00	0.00
July 2037	5,363.65	0.00	0.00
August 2037	4,673.18	0.00	0.00
September 2037	4,007.99	0.00	0.00
October 2037	3,367.34	0.00	0.00
November 2037	2,750.52	0.00	0.00
December 2037	2,156.82	0.00	0.00
January 2038	1,585.58	0.00	0.00
February 2038	1,036.12	0.00	0.00
March 2038	507.80	0.00	0.00
April 2038 and thereafter	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 Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
5	Ginnie Mae	2007-056	IO	October 30, 2007	38375LNV8	6.5%	FIX/IO	October 2037	NTL(PT)	\$ 7,692,307	0.80042616	\$ 6,157,123	100.0000000000%	6.907%	348	11	II
5	Ginnie Mae	2007-067	IO	November 30, 2007	38375LD31	6.5	FIX/IO	November 2037	NTL(PT)	7,692,308	0.80033551	6,156,427	100.0000000000%	6.910	349	10	II
6	Ginnie Mae	2007-067	BO	November 30, 2007	38375LF21	0.0	PO	November 2037	PT	15,392,308	0.81099355	12,483,062	100.0000000000%	6.864	347	12	II
7	Ginnie Mae	2008-026	IO	March 28, 2008	38374DRG6	6.0	FIX/IO	March 2038	NTL(PT)	18,007,547	0.96131048	17,310,843	100.0000000000%	6.478	353	6	II
8	Ginnie Mae	2008-012	PO	February 28, 2008	38375PGF2	0.0	PO	February 2038	PT	33,333,334	0.95947749	17,270,594	53.99999892%	6.475	353	6	II
10B	Ginnie Mae	2008-056	IO	June 27, 2008	3837424L4	6.0	FIX/IO	June 2038	NTL(PT)	12,500,000	0.99244390	12,405,548	100.0000000000%	6.482	352	7	II

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

(2) Underlying Certificate Factors are as of July 1, 2008.

Cover Pages and Terms Sheets from Underlying Certificate Disclosure Documents



\$475,000,000

Government National Mortgage Association

GINNIE MAE®

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

Ginnie Mae REMIC Trust 2007-056

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

The Trust will own Ginnie Mae Certificates.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
FA	\$250,000,000	(5)	PT	FLT	38375LND8	October 2037
KF(1)	8,377,000	(5)	NTL (PAC I)	FLT/IO/DLY	38375LNE6	July 2037
KO(1)	8,377,000	0.00%	PAC I	PO	38375LNF3	July 2037
KS(1)	8,377,000	(5)	NTL (PAC I)	INV/IO/DLY	38375LNG1	July 2037
PA(1)	33,743,000	5.00	PAC I	FIX	38375LNH9	February 2034
PB(1)	12,901,000	5.50	PAC I	FIX	38375LNI5	August 2035
PC(1)	10,870,000	5.50	PAC I	FIX	38375LNK2	October 2036
PE(1)	3,007,000	5.50	PAC I	FIX	38375LNL0	October 2037
PI(1)	2,595,615	6.50	NTL (PAC I)	FIX/IO	38375LNM8	February 2034
PO	3,850,666	0.00	CPT/SUP/PAC II	PO	38375LNN6	October 2037
QA	10,538,000	5.75	PAC II	FIX	38375LNP1	October 2037
SY	250,000,000	(5)	NTL (PT)	INV/IO	38375LNQ9	October 2037
UA	9,250,000	5.75	SUP	FIX	38375LNR7	June 2036
UB	9,315,000	6.00	SUP	FIX	38375LNS5	June 2037
UC	3,506,334	6.00	SUP	FIX	38375LNT3	October 2037
UD	19,642,000	6.00	SUP	FIX	38375LNU0	June 2036
Security Group 2						
IO	7,692,307	6.50	NTL (PT)	FIX/IO	38375LNV8	October 2037
KA	23,920,000	6.00	SUP	FIX	38375LNW6	January 2037
KB	4,922,000	6.00	SUP	FIX	38375LNX4	August 2037
KC	1,888,000	6.00	SUP	FIX	38375LNY2	October 2037
KD	2,000,000	6.25	SUP	FIX	38375LNZ9	January 2037
KE	2,000,000	5.75	SUP	FIX	38375LPA2	January 2037
MA	10,170,000	5.75	PAC II	FIX	38375LPB0	October 2037
MI	423,750	6.00	NTL (PAC II)	FIX/IO	38375LPC8	October 2037
NA	26,205,000	5.00	PAC I	FIX	38375LPD6	January 2034
NB	11,053,000	5.50	PAC I	FIX	38375LPE4	August 2035
NC	8,217,000	5.75	PAC I	FIX	38375LPP1	September 2036
NE	2,277,000	5.75	PAC I	FIX	38375LPG9	October 2037
NI	5,568,000	6.50	NTL (PAC I)	FIX/IO	38375LPH7	October 2037
NJ(1)	7,348,000	(5)	NTL (PAC I)	INV/IO/DLY	38375LPJ3	July 2037
NO(1)	7,348,000	0.00	PAC I	PO	38375LPK0	July 2037
NY(1)	7,348,000	(5)	NTL (PAC I)	FLT/IO/DLY	38375LPL8	July 2037
Residual						
RR	0	0.00	NPR	NPR	38375LSF8	October 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.

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

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

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

Citi

Utendahl Capital Partners, L.P.

The date of this Offering Circular Supplement is October 22, 2007.

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: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: October 30, 2007

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in November 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	6.5%	30
2	Ginnie Mae II	6.5%	30

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

Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$375,000,000	355	3	6.862%
Group 2 Trust Assets			
\$100,000,000	358	2	6.850%

¹ As of October 1, 2007.

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

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

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

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

Modification and Exchange: If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the

related Securities shown on Schedule I to this Supplement. See “Description of the Securities — Modification and Exchange” in this Supplement.

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

Interest Rates: The Interest Rates for the Fixed Rate Classes are shown on the 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
FA	LIBOR + 0.37%	5.52%	0.37%	7.00%	0	0.00%
KF	(LIBOR x 11.00) – 99.00%	0.00%	0.00%	5.50%	19	9.00%
KS	104.50% – (LIBOR x 11.00)	5.50%	0.00%	5.50%	19	9.50%
NJ	224.25% – (LIBOR x 23.00)	5.75%	0.00%	5.75%	19	9.75%
NY	(LIBOR x 23.00) – 218.50%	0.00%	0.00%	5.75%	19	9.50%
SY	6.63% – LIBOR	1.48%	0.00%	6.63%	0	6.63%

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

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

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

SECURITY GROUP 1

The Group 1 Principal Distribution Amount will be allocated, concurrently, as follows:

1. 66.6666666667% to FA, until retired
2. 33.3333333333% in the following order of priority:
 - a. Sequentially, to PA, PB, PC, KO and PE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. Concurrently, to QA and PO1, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

- c. Concurrently:
 - i. 4.3478252190% to PO2, until retired
 - ii. 95.6521747810% in the following order of priority:
 - (i) Concurrently, to PO4, UA and UD, pro rata, until retired
 - (ii) Concurrently:
 - 1. 4.1666644866% to PO3, until retired
 - 2. 95.8333355134%, sequentially, to UB and UC, in that order, until retired
- d. Concurrently, to QA and PO1, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
- e. Sequentially, to PA, PB, PC, KO and PE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

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

1. Sequentially, to NA, NB, NC, NO and NE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To MA, until reduced to its Scheduled Principal Balance for that Distribution Date
3. Concurrently, to KA, KD and KE, pro rata, until retired
4. Sequentially, to KB and KC, in that order, until retired
5. To MA, without regard to its Scheduled Principal Balance, until retired
6. Sequentially, to NA, NB, NC, NO and NE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

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

<u>Class or Component</u>	<u>Structuring Ranges</u>
PAC I Classes	
KO, PA, PB, PC and PE (in the aggregate)	100% PSA through 400% PSA
NA, NB, NC, NE and NO (in the aggregate)	100% PSA through 400% PSA
PAC II Classes and Component	
MA	155% PSA through 400% PSA
PO1 and QA (in the aggregate)	147% PSA through 400% 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 Trust Assets Balance, as applicable, indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
IO	\$ 7,692,307	7.692307% of the Group 2 Trust Assets Balance (net of Trustee Fee)
KF	8,377,000	100% of KO (PAC I Class)
KS	8,377,000	100% of KO (PAC I Class)
MI	423,750	4.1666666667% of MA (PAC II Class)
NI	4,031,538	15.3846153846% of NA (PAC I Class)
	850,231	7.6923076923% of NB (PAC I Class)
	686,231	3.8461538461% of NC, NE and NO (PAC I Classes)
NJ.....	7,348,000	100% of NO (PAC I Class)
NY.....	7,348,000	100% of NO (PAC I Class)
PI.....	2,595,615	7.6923065525% of PA (PAC I Class)
SY	250,000,000	100% of FA (PT Class)

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

<u>Class</u>	<u>Components</u>	<u>Principal Type</u>	<u>Interest Rate</u>	<u>Original Component Principal Balance</u>
PO	PO1	PAC II	0.0%	\$ 479,000
	PO2	SUP	0.0	1,960,217
	PO3	SUP	0.0	557,449
	PO4	SUP	0.0	854,000

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.



\$319,585,358

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities

Ginnie Mae REMIC Trust 2007-067

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
IO	\$ 7,692,308	6.50%	NTL (PT)	FIX/IO	38375LD31	November 2037
LA	27,943,000	6.00	SUP	FIX	38375LD49	February 2037
LB	4,946,000	6.00	SUP	FIX	38375LD56	September 2037
LC	1,884,000	6.00	SUP	FIX	38375LD64	November 2037
PA	26,139,000	5.00	PAC I	FIX	38375LD72	February 2034
PB	11,065,000	5.50	PAC I	FIX	38375LD80	September 2035
PC	8,198,000	5.75	PAC I	FIX	38375LD98	October 2036
PE	2,277,000	5.75	PAC I	FIX	38375LE22	November 2037
PI(1)	5,559,000	6.50	NTL (PAC I)	FIX/IO	38375LE30	November 2037
PJ(1)	7,373,000	(5)	NTL (PAC I)	FLT/IO/DLY	38375LE48	August 2037
PO(1)	7,373,000	0.00	PAC I	PO	38375LE55	August 2037
PW(1)	7,373,000	(5)	NTL (PAC I)	INV/IO/DLY	38375LE63	August 2037
QD	10,175,000	5.50	PAC II	FIX	38375LE71	November 2037
QI(1)	782,692	6.50	NTL (PAC II)	FIX/IO	38375LE89	November 2037
Security Group 2						
KO(1)	4,093,050	0.00	SC/PT	PO	38375LE97	August 2037
Security Group 3						
BO(1)	15,392,308	0.00	PT	PO	38375LF21	November 2037
CI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LF39	November 2037
DI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LF47	November 2037
FE(1)	170,000,000	(5)	PT	FLT	38375LF54	November 2037
FH	30,000,000	(5)	TAC/AD	FLT	38375LF62	November 2037
FZ	100,000	(5)	SUP	FLT/Z	38375LF70	November 2037
HI	30,100,000	(5)	NTL (PT)	INV/IO	38375LF88	November 2037
JI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LF96	November 2037
KI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LG20	November 2037
LI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LG38	November 2037
NI(1)	170,000,000	(5)	NTL (PT)	INV/IO	38375LG46	November 2037
SI(1)	200,100,000	(5)	NTL (PT)	INV/IO	38375LG53	November 2037
Residual						
RR	0	0.00	NPR	NPR	38375LG61	November 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.

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

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

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

Citi

CastleOak Securities, L.P.

The date of this Offering Circular Supplement is November 20, 2007.

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: November 30, 2007

Distribution Dates: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in December 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	6.5%	30
2	Underlying Certificates	(1)	(1)
3	Ginnie Mae II	6.5%	30

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

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. 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 3 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$100,000,000	358	2	6.916%
Group 3 Trust Assets			
\$215,492,308	356	4	6.867%

¹ As of November 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 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, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 1 and Group 3 Trust Assets will differ from the weighted averages

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

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

Modification and Exchange: If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. Under certain circumstances, an MX Class that is a Weighted Average Coupon Class will be subject to mandatory exchange, with no exchange fee, for its related REMIC Securities. 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 Weighted Average Coupon 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
AI	19.70999999% - (LIBOR × 3.00)	0.1800%	0.00%	0.18000000%	0	6.57%
BI	6.57% - LIBOR	0.0600%	0.00%	0.06000000%	0	6.57%
CI	6.55% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.55%
DI	6.53% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.53%
EI	6.55% - LIBOR	0.0200%	0.00%	0.02000000%	0	6.55%
FA	LIBOR + 0.44%	5.1275%	0.44%	7.00000000%	0	0.00%
FB	LIBOR + 0.47%	5.1575%	0.47%	7.00000000%	0	0.00%
FC	LIBOR + 0.48%	5.1675%	0.48%	7.00000000%	0	0.00%
FD	LIBOR + 0.45%	5.1375%	0.45%	7.00000000%	0	0.00%
FE	LIBOR + 0.43%	5.1175%	0.43%	7.00000000%	0	0.00%
FG	LIBOR + 0.49%	5.1775%	0.49%	7.00000000%	0	0.00%
FH	LIBOR + 0.48%	5.1675%	0.48%	7.00000000%	0	0.00%
FI	6.57% - LIBOR	0.0400%	0.00%	0.04000000%	0	6.57%
FZ	LIBOR + 0.48%	5.1675%	0.48%	7.00000000%	0	0.00%
GI	6.53% - LIBOR	0.0200%	0.00%	0.02000000%	0	6.53%
HI	6.52% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.52%
JL	6.52% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.52%
KI	6.57% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.57%
LI	6.54% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.54%
NI	6.56% - LIBOR	0.0100%	0.00%	0.01000000%	0	6.56%
PJ	(LIBOR × 23.00) - 212.75	0.0000%	0.00%	5.75000000%	19	9.25%
PW	218.50% - (LIBOR × 23.00)	5.7500%	0.00%	5.75000000%	19	9.50%
SB	39.0599996% - (LIBOR × 6.00)	10.9350%	0.00%	39.0599996%	0	6.51%
SI	6.51% - LIBOR	1.8225%	0.00%	6.51000000%	0	6.51%

- (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.

Each of the Weighted Average Coupon Classes will accrue interest during each Accrual Period at a rate equal to the weighted average of the Interest Rates on its related REMIC Classes (or portions thereof) that were exchanged for such Class on its outstanding principal balance for such Accrual Period, subject to certain limitations as set forth under “Description of the Securities — Modification and Exchange” in this Supplement. The initial Interest Rate for each Weighted Average Coupon Class, which will be in effect for the first Accrual Period, is as follows:

<u>Class</u>	<u>Initial Interest Rate</u>
MA.....	6.01968%
MB	6.89109%
MC	7.76250%
MD	8.63391%
ME.....	9.94103%

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 as follows:

1. Sequentially, to PA, PB, PC, PO and PE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To QD, until reduced to its Scheduled Principal Balance for that Distribution Date
3. Sequentially, to LA, LB and LC, in that order, until retired
4. To QD, without regard to its Scheduled Principal Balance, until retired
5. Sequentially, to PA, PB, PC, PO and PE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

Security Group 2

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

Security Group 3

The Group 3 Principal Distribution Amount and the FZ Accrual Amount will be allocated as follows:

- The FZ Accrual Amount in the following order of priority:
 1. To FH, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To FZ, until retired
- The Group 3 Principal Distribution Amount, concurrently, as follows:
 1. 86.0319840279%, concurrently, to BO and FE, pro rata, until retired

2. 13.9680159721% in the following order of priority:
- a. To FH, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To FZ, until retired
 - c. To FH, without regard to its Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges or Rate</u>
PAC I Classes	
PA, PB, PC, PD, PE and PO (in the aggregate) ...	100% PSA through 400% PSA
PAC II Class	
QD	155% PSA through 400% PSA
TAC Class	
FH	127% PSA

Accrual Class: Interest will accrue on the 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 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 or Trust Assets indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
AI	\$ 56,666,667	33.3333333333% of FE (PT Class)
BI	170,000,000	100% of FE (PT Class)
CI	170,000,000	100% of FE (PT Class)
DI	170,000,000	100% of FE (PT Class)
EI	170,000,000	100% of FE (PT Class)
FI	170,000,000	100% of FE (PT Class)
GI	170,000,000	100% of FE (PT Class)
HI	30,100,000	100% of FH and FZ (in the aggregate) (TAC and SUP Classes)
IO	7,692,308	7.6923076923% of Group 1 Trust Assets
JI	170,000,000	100% of FE (PT Class)
KI	170,000,000	100% of FE (PT Class)
LI	170,000,000	100% of FE (PT Class)
MI	\$ 4,021,385	15.3846153846% of PA (PAC I Class)
	851,154	7.6923076923% of PB (PAC I Class)
	686,461	3.8461538462% of PC, PE and PO (in the aggregate) (PAC I Classes)
	782,692	7.6923076923% of QD (PAC II Class)
	<u>\$ 6,341,692</u>	
NI	\$170,000,000	100% of FE (PT Class)
PI	\$ 4,021,385	15.3846153846% of PA (PAC I Class)
	851,154	7.6923076923% of PB (PAC I Class)
	686,461	3.8461538462% of PC, PE and PO (in the aggregate) (PAC I Classes)
	<u>\$ 5,559,000</u>	
PJ	\$ 7,373,000	100% of PO (PAC I Class)
PW	7,373,000	100% of PO (PAC I Class)
QI	782,692	7.6923076923% of QD (PAC II Class)
SI	200,100,000	100% of FE, FH and FZ (in the aggregate) (PT, TAC & SUP Classes)

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

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



\$190,727,050

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2008-026

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

The Trust will own Ginnie Mae Certificates.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
FJ	\$20,000,000	(5)	PT	FLT	38374DQS1	March 2038
FT(1)	37,056,379	(5)	PAC I	FLT	38374DQT9	January 2033
FU(1)	14,813,700	(5)	PAC I	FLT	38374DQU6	December 2034
FV(1)	13,549,488	(5)	PAC I	FLT	38374DQV4	June 2036
FW(1)	10,874,757	(5)	PAC I	FLT	38374DQW2	August 2037
FY(1)	6,750,963	(5)	PAC I	FLT	38374DQX0	March 2038
GA	35,515,000	5.25%	SUP	FIX	38374DQY8	August 2037
GB	3,532,000	5.25	SUP	FIX	38374DQZ5	November 2037
GC	2,477,000	5.25	SUP	FIX	38374DRA9	February 2038
GD	2,321,000	5.25	SUP	FIX	38374DRB7	March 2038
GE	12,281,000	5.25	PAC II	FIX	38374DRC5	February 2038
GH	1,874,000	5.25	PAC II	FIX	38374DRD3	March 2038
GN	1,000,000	5.00	SUP	FIX	38374DRE1	August 2037
GP	1,000,000	5.50	SUP	FIX	38374DRF8	August 2037
IO	18,007,547	6.00	NTL (PT)	FIX/IO	38374DRG6	March 2038
JA(1)	12,352,127	0.00	PAC I	PO	38374DRH4	January 2033
JB(1)	4,937,900	0.00	PAC I	PO	38374DRJ0	December 2034
JC(1)	4,516,496	0.00	PAC I	PO	38374DRK7	June 2036
JD(1)	3,624,919	0.00	PAC I	PO	38374DRL5	August 2037
JE(1)	2,250,321	0.00	PAC I	PO	38374DRM3	March 2038
SJ	20,000,000	(5)	NTL (PT)	INV/IO	38374DRN1	March 2038
TA(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRP6	January 2033
TB(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRQ4	January 2033
TC(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRR2	January 2033
TD(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRS0	January 2033
TE(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRT8	January 2033
TF(1)	37,056,379	(5)	NTL (PAC I)	INV/IO	38374DRU5	January 2033
TG(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DRV3	December 2034
TH(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DRW1	December 2034
TJ(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DRX9	December 2034
TK(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DRY7	December 2034
TL(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DRZ4	December 2034
TM(1)	14,813,700	(5)	NTL (PAC I)	INV/IO	38374DSA8	December 2034
WA(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSB6	June 2036
WB(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSC4	June 2036
WC(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSD2	June 2036
WD(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSE0	June 2036
WE(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSF7	June 2036
WF(1)	13,549,488	(5)	NTL (PAC I)	INV/IO	38374DSG5	June 2036
WG(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSH3	August 2037
WH(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSJ9	August 2037
WJ(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSK6	August 2037
WK(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSL4	August 2037
WL(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSM2	August 2037
WM(1)	10,874,757	(5)	NTL (PAC I)	INV/IO	38374DSN0	August 2037
YA(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DSP5	March 2038
YB(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DSQ3	March 2038
YC(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DSR1	March 2038
YD(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DSS9	March 2038
YE(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DST7	March 2038
YF(1)	6,750,963	(5)	NTL (PAC I)	INV/IO	38374DSU4	March 2038
Residual						
RR	0	0.00	NPR	NPR	38374DQ28	March 2038

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

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

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be March 28, 2008.

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.

Deutsche Bank Securities

The Williams Capital Group, L.P.

The date of this Offering Circular Supplement is March 20, 2008.

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: Deutsche Bank Securities Inc.

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: March 28, 2008

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in April 2008.

Trust Assets:

<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
Ginnie Mae II	6.0%	30

Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
\$190,727,050	357	2	6.5%

¹ As of March 1, 2008.

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

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

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

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

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

Increased Minimum Denomination Classes: Each Class that constitutes a Principal Only, Interest Only 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
FA	LIBOR + 0.55%	3.66%	0.55%	7.00%	0	0.0000%
FB	LIBOR + 0.60%	3.71%	0.60%	7.00%	0	0.0000%
FC	LIBOR + 0.65%	3.76%	0.65%	7.00%	0	0.0000%
FD	LIBOR + 0.70%	3.81%	0.70%	7.00%	0	0.0000%
FE	LIBOR + 0.75%	3.86%	0.75%	7.00%	0	0.0000%
FH	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
FJ	LIBOR + 0.72%	3.83%	0.72%	7.00%	0	0.0000%
FK	LIBOR + 0.55%	3.66%	0.55%	7.00%	0	0.0000%
FL	LIBOR + 0.60%	3.71%	0.60%	7.00%	0	0.0000%
FM	LIBOR + 0.65%	3.76%	0.65%	7.00%	0	0.0000%
FN	LIBOR + 0.70%	3.81%	0.70%	7.00%	0	0.0000%
FP	LIBOR + 0.75%	3.86%	0.75%	7.00%	0	0.0000%
FT	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
FU	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
FV	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
FW	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
FY	LIBOR + 0.50%	3.61%	0.50%	7.00%	0	0.0000%
SJ	6.28% - LIBOR	3.17%	0.00%	6.28%	0	6.2800%
TA	6.25% - LIBOR	3.14%	0.00%	6.25%	0	6.2500%
TB	6.30% - LIBOR	0.05%	0.00%	0.05%	0	6.3000%
TC	6.35% - LIBOR	0.05%	0.00%	0.05%	0	6.3500%
TD	6.40% - LIBOR	0.05%	0.00%	0.05%	0	6.4000%
TE	6.45% - LIBOR	0.05%	0.00%	0.05%	0	6.4500%
TF	6.50% - LIBOR	0.05%	0.00%	0.05%	0	6.5000%
TG	6.25% - LIBOR	3.14%	0.00%	6.25%	0	6.2500%
TH	6.30% - LIBOR	0.05%	0.00%	0.05%	0	6.3000%
TJ	6.35% - LIBOR	0.05%	0.00%	0.05%	0	6.3500%
TK	6.40% - LIBOR	0.05%	0.00%	0.05%	0	6.4000%
TL	6.45% - LIBOR	0.05%	0.00%	0.05%	0	6.4500%
TM	6.50% - LIBOR	0.05%	0.00%	0.05%	0	6.5000%
WA	6.25% - LIBOR	3.14%	0.00%	6.25%	0	6.2500%
WB	6.30% - LIBOR	0.05%	0.00%	0.05%	0	6.3000%
WC	6.35% - LIBOR	0.05%	0.00%	0.05%	0	6.3500%
WD	6.40% - LIBOR	0.05%	0.00%	0.05%	0	6.4000%
WE	6.45% - LIBOR	0.05%	0.00%	0.05%	0	6.4500%
WF	6.50% - LIBOR	0.05%	0.00%	0.05%	0	6.5000%
WG	6.25% - LIBOR	3.14%	0.00%	6.25%	0	6.2500%
WH	6.30% - LIBOR	0.05%	0.00%	0.05%	0	6.3000%
WJ	6.35% - LIBOR	0.05%	0.00%	0.05%	0	6.3500%
WK	6.40% - LIBOR	0.05%	0.00%	0.05%	0	6.4000%
WL	6.45% - LIBOR	0.05%	0.00%	0.05%	0	6.4500%
WM	6.50% - LIBOR	0.05%	0.00%	0.05%	0	6.5000%
YA	6.25% - LIBOR	3.14%	0.00%	6.25%	0	6.2500%
YB	6.30% - LIBOR	0.05%	0.00%	0.05%	0	6.3000%

<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>
YC	6.35% – LIBOR	0.05%	0.00%	0.05%	0	6.3500%
YD	6.40% – LIBOR	0.05%	0.00%	0.05%	0	6.4000%
YE	6.45% – LIBOR	0.05%	0.00%	0.05%	0	6.4500%
YF	6.50% – LIBOR	0.05%	0.00%	0.05%	0	6.5000%

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

1. 10.4861895573% to FJ, until retired
2. 89.5138104427% in the following order of priority:
 - a. To the PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - i. Concurrently, to FT and JA, pro rata, until retired
 - ii. Concurrently, to FU and JB, pro rata, until retired
 - iii. Concurrently, to FV and JC, pro rata, until retired
 - iv. Concurrently, to FW and JD, pro rata, until retired
 - v. Concurrently, to FY and JE, pro rata, until retired
 - b. Sequentially, to GE and GH, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - c. Concurrently, to GA, GN and GP, pro rata, until retired
 - d. Sequentially, to GB, GC and GD, in that order, until retired
 - e. Sequentially, to GE and GH, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - f. To the PAC I Classes, in the same manner and order of priority described in step 2.a. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges</u>
PAC I	
FT, FU, FV, FW, FY, JA, JB, JC, JD and JE (in the aggregate)	100% PSA through 300% PSA
PAC II	
GE and GH (in the aggregate)	135% PSA through 300% PSA

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
TA	\$37,056,379	100% of FT (PAC I Class)
TB	37,056,379	100% of FT (PAC I Class)
TC	37,056,379	100% of FT (PAC I Class)
TD	37,056,379	100% of FT (PAC I Class)
TE	37,056,379	100% of FT (PAC I Class)
TF	37,056,379	100% of FT (PAC I Class)
TG	14,813,700	100% of FU (PAC I Class)
TH	14,813,700	100% of FU (PAC I Class)
TJ	14,813,700	100% of FU (PAC I Class)
TK	14,813,700	100% of FU (PAC I Class)
TL	14,813,700	100% of FU (PAC I Class)
TM	14,813,700	100% of FU (PAC I Class)
WA	13,549,488	100% of FV (PAC I Class)
WB	13,549,488	100% of FV (PAC I Class)
WC	13,549,488	100% of FV (PAC I Class)
WD	13,549,488	100% of FV (PAC I Class)
WE	13,549,488	100% of FV (PAC I Class)
WF	13,549,488	100% of FV (PAC I Class)
WG	10,874,757	100% of FW (PAC I Class)
WH	10,874,757	100% of FW (PAC I Class)
WJ	10,874,757	100% of FW (PAC I Class)
WK	10,874,757	100% of FW (PAC I Class)
WL	10,874,757	100% of FW (PAC I Class)
WM	10,874,757	100% of FW (PAC I Class)
YA	6,750,963	100% of FY (PAC I Class)
YB	6,750,963	100% of FY (PAC I Class)
YC	6,750,963	100% of FY (PAC I Class)
YD	6,750,963	100% of FY (PAC I Class)
YE	6,750,963	100% of FY (PAC I Class)
YF	6,750,963	100% of FY (PAC I Class)
IL	14,410,814	29.1666666667% of FT and JA (PAC I Classes)
KI	5,760,883	29.1666666667% of FU and JB (PAC I Classes)
MI	5,269,245	29.1666666667% of FV and JC (PAC I Classes)

Class	Original Class Notional Balance	Represents Approximately
NI	4,229,072	29.1666666667% of FW and JD (PAC I Classes)
IP	2,625,374	29.1666666667% of FY and JE (PAC I Classes)
IK	20,171,697	29.1666666667% of FT, FU, JA and JB (PAC I Classes)
IM	25,440,942	29.1666666667% of FT, FU, FV, JA, JB and JC (PAC I Classes)
IN	29,670,014	29.1666666667% of FT, FU, FV, FW, JA, JB, JC and JD (PAC I Classes)
PI	32,295,388	29.1666666667% of FT, FU, FV, FW, FY, JA, JB, JC, JD and JE (PAC I Classes)
IO	18,007,547	90.037735% of FJ (PT Class)
SJ	20,000,000	100% of FJ (PT Class)

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

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

**Offering Circular Supplement
(To Base Offering Circular dated October 1, 2004)**



\$233,333,334

**Government National Mortgage Association
GINNIE MAE®**

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2008-012**

The Securities

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
FA.....	\$200,000,000	(5)	PT	FLT	38375P GE5	February 2038
PO(1).....	33,333,334	0.0%	PT	PO	38375P GF2	February 2038
SA(1).....	200,000,000	(5)	NTL (PT)	INV/IO	38375P GG0	February 2038
Residual						
R.....	0	0.00	NPR	NPR	38375P GH8	February 2038

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.

- (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 the 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 the Notional Class will be reduced is indicated in parentheses.
- (4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.
- (5) See "Terms Sheet — Interest Rates" in this Supplement.

The Trust and its Assets

The Trust will own Ginnie Mae Certificates.

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

See "Risk Factors" beginning on page S-5 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 February 28, 2008.

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

LOOP CAPITAL MARKETS, LLC

The date of this Offering Circular Supplement is February 21, 2008.

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: February 28, 2008

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in March 2008.

Trust Assets:

<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
Ginnie Mae II	6.0%	30

Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
\$233,333,334	358	1	6.49%

¹ As of February 1, 2008.

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

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

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FA	LIBOR + 0.52%	3.81000000%	0.52%	7.00000000%	0	0.00%
SA	6.48% - LIBOR	3.19000000%	0.00%	6.48000000%	0	6.48%
SL	25.91999948% - (LIBOR × 3.99999992)	12.75999974%	0.00%	25.91999948%	0	6.48%
SN	19.43999961% - (LIBOR × 2.99999994)	9.56999981%	0.00%	19.43999961%	0	6.48%
SX	38.87999922% - (LIBOR × 5.99999988)	19.13999961%	0.00%	38.87999922%	0	6.48%

- (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, a percentage of the Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Principal Distribution Amount (the “Adjusted Principal Distribution Amount”) will be allocated, concurrently, to FA and PO, pro rata, until retired.

Notional Class: The Notional Class will not receive distributions of principal but has a Class Notional Balance for convenience in describing its entitlement to interest. The Class Notional Balance of the Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
SA.....	\$200,000,000	100% of FA (PT Class)

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

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



\$395,802,027

Government National Mortgage Association

GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2008-056**

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
DA	\$79,500,000	6.00%	SC/TAC/AD	FIX	3837424A8	April 2038
DZ(1)	8,143,027	6.00	SC/SUP	FIX/Z	3837424B6	April 2038
EA(1)	8,109,000	6.00	SC/TAC/AD	FIX	3837424C4	April 2038
EZ(1)	50,000	6.00	SC/SCH/AD	FIX/Z	3837424D2	April 2038
Security Group 2						
CA(1)	61,908,333	6.00	PAC I	FIX	3837424E0	May 2035
CO(1)	2,691,667	0.00	PAC I	PO	3837424F7	May 2035
DB(1)	47,196,000	6.00	PAC I	FIX	3837424G5	September 2037
DO(1)	2,052,000	0.00	PAC I	PO	3837424H3	September 2037
EB(1)	19,166,666	6.00	PAC I	FIX	3837424J9	June 2038
EO(1)	833,334	0.00	PAC I	PO	3837424K6	June 2038
IO	12,500,000	6.00	NTL (PT)	FIX/IO	3837424L4	June 2038
LA	30,473,000	5.50	SUP	FIX	3837424M2	September 2037
LB	2,284,000	5.50	SUP	FIX	3837424N0	December 2037
LC	1,081,000	5.50	SUP	FIX	3837424P5	January 2038
LD	2,573,000	5.50	SUP	FIX	3837424Q3	March 2038
LE	1,369,000	5.50	SUP	FIX	3837424R1	June 2038
LG	9,627,000	5.50	PAC II	FIX	3837424S9	March 2038
LH	1,140,000	5.50	PAC II	FIX	3837424T7	April 2038
LJ	1,223,000	5.50	PAC II	FIX	3837424U4	May 2038
LK	1,140,000	5.50	PAC II	FIX	3837424V2	June 2038
LM	775,000	5.00	SUP	FIX	3837424W0	June 2038
LP	325,000	6.00	SUP	FIX	3837424X8	June 2038
LU	900,000	5.75	SUP	FIX	3837424Y6	June 2038
MC	44,200,000	6.10	TAC/AD	FIX	3837424Z3	June 2038
MH(1)	3,955,000	6.00	TAC/AD	FIX	3837425A7	June 2038
MO	736,667	0.00	TAC/AD	PO	3837425B5	June 2038
MZ(1)	3,968,333	6.00	SUP	FIX/Z	3837425C3	June 2038
NA(1)	57,818,166	6.00	PAC I	FIX	3837425D1	September 2031
NO(1)	2,513,834	0.00	PAC I	PO	3837425E9	September 2031
ZH(1)	50,000	6.00	SCH/AD	FIX/Z	3837425F6	June 2038
Residual						
R	0	0.00	NPR	NPR	3837425G4	June 2038

- (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 the 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 the Notional Class will be reduced is indicated in parentheses.
- (4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.

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

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be June 27, 2008.

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

LOOP CAPITAL MARKETS, LLC

The date of this Offering Circular Supplement is June 20, 2008.

TERMS SHEET

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

Sponsor: Banc of America Securities LLC

Co-Sponsor: Loop Capital Markets, LLC

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: June 27, 2008

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2008.

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	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 Class HL, 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 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			
\$300,000,000	352	7	6.5%

¹ As of June 1, 2008.

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

Issuance of Securities: The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the “Fedwire Book-

Entry System”). The Residual Securities will be issued in fully registered, certificated form. See “Description of the Securities — Form of Securities” in this Supplement.

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 are shown on the front cover of this Supplement or on Schedule I to this Supplement.

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

SECURITY GROUP 1

The Group 1 Principal Distribution Amount and the DZ and EZ Accrual Amounts will be allocated as follows:

- The EZ Accrual Amount in the following order of priority:
 1. To EA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To EZ, until retired
- The DZ Accrual Amount in the following order of priority:
 1. To DA, EA and EZ, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To DA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To EA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To EZ, until retired
 - d. To EA, without regard to its Scheduled Principal Balance, until retired
 - e. To DA, without regard to its Scheduled Principal Balance, until retired
 2. To DZ, until retired
- The Group 1 Principal Distribution Amount in the following order of priority:
 1. To DA, EA and EZ, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To DA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To EA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To EZ, until retired
 - d. To EA, without regard to its Scheduled Principal Balance, until retired
 - e. To DA, without regard to its Scheduled Principal Balance, until retired
 2. To DZ, until retired
 3. To DA, EA and EZ, in the same order and manner of priority as described in step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

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

- The ZH Accrual Amount in the following order of priority:
 1. To MH, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To ZH, until retired
- The MZ Accrual Amount in the following order of priority:
 1. To MC, MO, MH and ZH, in the following order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - a. Concurrently, to MC and MO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To MH, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To ZH, until retired
 - d. To MH, without regard to its Scheduled Principal Balance, until retired
 - e. Concurrently, to MC and MO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 2. To MZ, until retired
- The Group 2 Adjusted Principal Distribution Amount in the following order of priority:
 1. To NA, NO, CA, CO, DB, DO, EB and EO, in the following order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - a. Concurrently, to NA and NO, pro rata, until retired
 - b. Concurrently, to CA and CO, pro rata, until retired
 - c. Concurrently, to DB and DO, pro rata, until retired
 - d. Concurrently, to EB and EO, pro rata, until retired
 2. Concurrently, as follows:
 - a. 50% in the following order of priority:
 - i. To MC, MO, MH and ZH, in the following order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (a) Concurrently, to MC and MO, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (b) To MH, until reduced to its Scheduled Principal Balance for that Distribution Date
 - (c) To ZH, until retired
 - (d) To MH, without regard to its Scheduled Principal Balance, until retired
 - (e) Concurrently, to MC and MO, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 - ii. To MZ, until retired
 - iii. To MC, MO, MH and ZH, in the same order and manner of priority as described in step 2.a.i. above, but without regard to their Aggregate Scheduled Principal Balance, until retired
 - b. 50% in the following order of priority:

- i. Sequentially, to LG, LH, LJ and LK, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Sequentially, to LA, LB, LC and LD, in that order, until retired
 - iii. Concurrently, to LE, LM, LP and LU, pro rata, until retired
 - iv. Sequentially, to LG, LH, LJ and LK, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
3. To NA, NO, CA, CO, DB, DO, EB and EO, in the same order and manner of priority as described in step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PAC I Classes	
CA, CO, DB, DO, EB, EO, NA and NO (in the aggregate)	100% PSA through 300% PSA
PAC II Classes	
LG, LH, LJ and LK (in the aggregate)	128% PSA through 275% PSA
Scheduled and TAC Classes	
DA, EA and EZ (in the aggregate)	(1)
MC, MH, MO and ZH (in the aggregate)	(2)
TAC Classes	
DA	288% PSA
EA	325% PSA
MC and MO (in the aggregate)	274% PSA
MH	300% PSA

(1) The Aggregate Scheduled Principal Balances for DA, EA and EZ were calculated based on the PSA Rate in effect for each Distribution Date as indicated below:

July 2008	175.0% PSA
August 2008	187.5% PSA
September 2008	200.0% PSA
October 2008	212.5% PSA
November 2008	225.0% PSA
December 2008	237.5% PSA
January 2009	250.0% PSA
February 2009	262.5% PSA
March 2009	275.0% PSA
April 2009	287.5% PSA
May 2009	300.0% PSA
June 2009	312.5% PSA
July 2009 and thereafter	325.0% PSA

(2) The Scheduled Principal Balances for MC, MH, MO and ZH were calculated based on the PSA Rate in effect for each Distribution Date as indicated below:

July 2008	250.0% PSA
August 2008	252.5% PSA
September 2008	255.0% PSA
October 2008	257.5% PSA
November 2008	260.0% PSA
December 2008	262.5% PSA
January 2009	265.0% PSA
February 2009	267.5% PSA
March 2009	270.0% PSA
April 2009	272.5% PSA
May 2009	275.0% PSA
June 2009	277.5% PSA
July 2009	280.0% PSA
August 2009	282.5% PSA
September 2009	285.0% PSA
October 2009	287.5% PSA
November 2009	290.0% PSA
December 2009	292.5% PSA
January 2010	295.0% PSA
February 2010	297.5% PSA
March 2010 and thereafter	300.0% PSA

While the PAC and TAC Classes may exhibit an Effective Range or Rate of constant prepayment rates at which such Classes will receive Scheduled Payments, neither the DA, EA and EZ Classes (in the aggregate) nor the MC, MH, MO and ZH Classes (in the aggregate) 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 Balances or Trust Asset Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
CI	\$18,841,666	29.166666667% of CA and CO (in the aggregate) (PAC I Classes)
DI	14,364,000	29.166666667% of DB and DO (in the aggregate) (PAC I Classes)
EI	5,833,333	29.166666667% of EB and EO (in the aggregate) (PAC I Classes)
IO	12,500,000	4.166666667% of the Group 2 Trust Assets (net of the Trustee Fee)
JI	56,635,833	29.166666667% of CA, CO, DB, DO, EB, EO, NA and NO (in the aggregate) (PAC I Classes)
NI	17,596,833	29.166666667% of NA and NO (in the aggregate) (PAC I Classes)
PI	50,802,500	29.166666667% of CA, CO, DB, DO, NA and NO (in the aggregate) (PAC I Classes)

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

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



\$1,167,043,437

**Government National
Mortgage Association**

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**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2008-060**

OFFERING CIRCULAR SUPPLEMENT
July 22, 2008

**CREDIT SUISSE
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