

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

**\$354,206,282**

## **Government National Mortgage Association**



**GINNIE MAE<sup>®</sup>**

**Guaranteed Multifamily REMIC Pass-Through Securities  
Ginnie Mae REMIC Trust 2002-61**



**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 Securities**

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

### **The Ginnie Mae Guaranty**

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America. Ginnie Mae does not guarantee the payment of any prepayment penalties.

### **The Trust and its Assets**

The Trust will own the Ginnie Mae Multifamily Certificates described on Exhibit A.

The Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be September 26, 2002.

You should read the Base Offering Circular for Guaranteed Multifamily REMIC Pass-Through Securities 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.

**Credit Suisse First Boston Corporation**

**Myerberg & Company, L.P.**

The date of this Offering Circular Supplement is September 19, 2002.

## Ginnie Mae REMIC Trust 2002-61

The Trust will issue the classes of securities listed in the table below.

Class	Original Principal Balance(1)	Interest Rate	Principal Type(2)	Interest Type(2)	Final Distribution Date(3)	CUSIP Number
A .....	\$104,107,000	3.261%	SEQ	FIX	December 2016	38373VMJ6
BA .....	126,657,000	4.648	SEQ	FIX	March 2026	38373VMK3
BC .....	20,000,000	4.962	SEQ	FIX	March 2026	38373VML1
C .....	52,000,000	5.396	SEQ	FIX	February 2029	38373VMM9
D .....	16,009,282	5.578	SEQ	FIX	February 2029	38373VMN7
Z .....	35,433,000	(4)	SEQ	WAC/Z/DLY	July 2042	38373VMP2
XA .....	354,206,282	(4)	NTL(PT)	WAC/IO/DLY	July 2042	38373VMQ0
XB .....	214,666,282	(4)	NTL(SEQ)	WAC/IO/DLY	May 2007	38373VMR8
RR .....	0	0.000	NPR	NPR	July 2042	38373VMS6

- (1) 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.
- (2) As defined under “Class Types” in Appendix I to the Multifamily Base Offering Circular. The Class Notional Balance of Class XA will be reduced in proportion to the Aggregate Class Principal Balance of Classes A, BA, BC, C, D and Z. The Class Notional Balance of Class XB will be reduced in proportion to the aggregate Class Principal Balance of Classes BA, BC, C and D from the Distribution Date in October 2002 through the Distribution Date in January 2006 and Classes C and D from the Distribution Date in February 2006 through the Distribution Date in May 2007. Thereafter, the Class Notional Balance of Class XB will equal zero.
- (3) See “Yield, Maturity and Prepayment Considerations—Final Distribution Date” in this Supplement.
- (4) Classes Z, XA and XB will bear interest during each Accrual Period at a variable rate per annum as described in this Supplement. See “Terms Sheet—Interest Rates” in this Supplement.

## AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”) and
- the Base Offering Circular for the Guaranteed Multifamily REMIC Pass-Through Securities (hereinafter referred to as the “Multifamily Base Offering Circular”).

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

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

In addition, you can obtain copies of the disclosure documents related to the Ginnie Mae Multifamily Certificates by contacting JPMorgan Chase Bank at the telephone number listed above.

Please consult the standard abbreviations of Class Types included in the Multifamily Base Offering Circular as Appendix I and the Glossary included in the Multifamily 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 the Multifamily Base Offering Circular.

**Sponsor:** Credit Suisse First Boston Corporation

**Co-Sponsor:** Myerberg & Company, L.P.

**Trustee:** Bank One Trust Company, N.A.

**Tax Administrator:** The Trustee

**Closing Date:** September 26, 2002

**Distribution Date:** The 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in October 2002.

### Certain Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans Underlying the Trust Assets (as of September 1, 2002 (the “Cut-off Date”))(1):

The Ginnie Mae Multifamily Certificates and the related Mortgage Loans will have the following characteristics, aggregated on the basis of the applicable FHA insurance program:

FHA Insurance Program	Principal Balance	Number of Loans	Percent of Total Balance	Weighted Average Mortgage Interest Rate	Weighted Average Certificate Rate	Weighted Average Original Term to Maturity (in months)	Weighted Average Remaining Term to Maturity (in months)	Weighted Average Period from Issuance(2) (in months)	Weighted Average Remaining Lockout Period (in months)	Weighted Average Total Remaining Lockout and Prepayment Penalty Period (in months)
221(d)(4)	\$171,879,712	16	48.5%	7.862%	7.610%	477	472	4	64	110
232/223(f)	82,592,454	10	23.3	7.132	6.878	399	395	4	55	115
223(f)	37,634,565	7	10.6	6.839	6.580	412	406	5	54	80
232/223(a)(7)	10,410,326	2	2.9	6.708	6.458	446	444	2	58	118
223(a)(7)	34,670,249	9	9.8	7.030	6.657	397	388	9	54	110
207(m)	5,368,157	1	1.5	8.200	7.950	473	468	5	104	104
232	11,776,820	3	3.3	7.893	7.640	417	411	6	87	103
Total/Weighted Average	<u>\$354,332,283</u>	<u>48</u>	<u>100.0%</u>	<u>7.474%</u>	<u>7.209%</u>	<u>441</u>	<u>436</u>	<u>5</u>	<u>61</u>	<u>108</u>

(1) Includes Ginnie Mae Multifamily Certificates added to pay the Trustee Fee. Some of the columns may not foot due to rounding.

(2) Based on the issue date of the related Ginnie Mae Multifamily Certificate.

*The information contained in this chart has been collected and summarized by the Sponsor based on publicly available information, including the disclosure documents for the Ginnie Mae Multifamily Certificates. See “The Ginnie Mae Multifamily Certificates—The Mortgage Loans” and Exhibit A to this Supplement.*

**Lockout Periods and Prepayment Penalties:** The Mortgage Loans prohibit voluntary prepayments during specified lockout periods with remaining terms that range from 13 to 116 months, with a weighted average remaining lockout period of approximately 61 months. Some of the Mortgage Loans provide for payment of Prepayment Penalties during specified periods beginning on their lockout period end dates. See *“The Ginnie Mae Multifamily Certificates—Certain Additional Characteristics of the Mortgage Loans”* and *“Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans”* in Exhibit A to this Supplement. Prepayment Penalties received by the Trust will be allocated among the Classes as described 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.

**Increased Minimum Denomination Classes:** Classes XA and XB. See *“Description of the Securities—Form of Securities”* in this Supplement.

**Interest Rates:** The Interest Rates for the Fixed Rate Classes are shown on the inside cover page of this Supplement.

The Weighted Average Coupon Classes will bear interest at per annum Interest Rates based on the Weighted Average Certificate Rate of the Ginnie Mae Multifamily Certificates (hereinafter referred to as “WACR”) as follows:

Class Z will bear interest during each Accrual Period at a per annum rate equal to the lesser of WACR and 6.426%.

Class XA will bear interest during each Accrual Period at a rate per annum determined as follows:

- (a) from and including the September 2002 Accrual Period through and including the December 2005 Accrual Period, the rate per annum equal to WACR less the weighted average of the following rates:
  - (i) for Classes A and Z, the applicable Interest Rate for each such Class for that Accrual Period and
  - (ii) for Classes BA, BC, C and D, the lesser of WACR and the applicable Interest Rate from the Interest Rate Schedule, weighted based on the Class Principal Balance of each such Class for the related Distribution Date;
- (b) from and including the January 2006 Accrual Period through and including the April 2007 Accrual Period, the rate per annum equal to WACR less the weighted average of the following rates: (i) for Classes A, BA, BC and Z, the applicable Interest Rate for each such Class for that Accrual Period and (ii) for Classes C and D, the lesser of WACR and the applicable Interest Rate from the Interest Rate Schedule, weighted based on the Class Principal Balance of each such Class for the related Distribution Date; and
- (c) after the April 2007 Accrual Period, the rate per annum equal to WACR less the weighted average of the Interest Rate for that Accrual Period on Classes A, BA, BC, C, D and Z, weighted based on the Class Principal Balance of each such Class for the related Distribution Date.

Class XB will bear interest during each Accrual Period at a rate per annum determined as follows:

- (a) from and including the September 2002 Accrual Period through and including the December 2005 Accrual Period, the rate per annum equal to (i) the lesser of WACR and the applicable interest rate from the Interest Rate Schedule, less (ii) the weighted average of the Interest Rate on Classes BA, BC, C and D, weighted based on the Class Principal Balance of each such Class for the related Distribution Date;

- (b) from and including the January 2006 Accrual Period through and including the April 2007 Accrual Period, the rate per annum equal to (i) the lesser of WACR and the applicable interest rate from the Interest Rate Schedule, less (ii) the weighted average of the Interest Rate on Classes C and D, weighted based on the Class Principal Balance of each such Class for the related Distribution Date; and
- (c) after the April 2007 Accrual Period, the rate per annum equal to zero.

Classes Z, XA and XB will bear interest during the initial Accrual Period at the following approximate Interest Rates:

<u>Class</u>	<u>Approximate Initial Interest Rate</u>
Z .....	6.426%
XA .....	1.257%
XB .....	2.251%

**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”) and the Accrual Amount will be allocated as follows:

- The Accrual Amount will be allocated in the following order of priority:
  1. To A until retired
  2. Concurrently, to BA and BC, pro rata, until retired
  3. Concurrently, to C and D, pro rata, until retired
  4. To Z
- The Adjusted Principal Distribution Amount will be allocated in the following order of priority:
  1. To A until retired
  2. Concurrently, to BA and BC, pro rata, until retired
  3. Concurrently, to C and D, pro rata, until retired
  4. To Z, until retired

**Allocation of Prepayment Penalties:** On each Distribution Date, the Trustee will pay any Prepayment Penalties that are collected and passed through to the Trust as follows:

- 75% to Class XA, and
- 25% pro rata according to the portion of the Adjusted Principal Distribution Amount distributed to each Class on that Distribution Date.

**Accrual Class:** Interest will accrue on the Accrual Class identified on the inside front cover of this Supplement at the per annum rate set forth under “Terms Sheet—Interest Rates.” However, no interest will be distributed to the Accrual Class until the Distribution Date immediately following the Distribution Date on which the Class Principal Balances of Classes C and D are reduced to zero. Interest so accrued and unpaid on the Accrual Class on each Distribution Date will constitute the Accrual Amount, which will be added to the Class Principal Balance of the Accrual Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.” After interest distributions commence on the Accrual Class, interest distributions will continue until the Class Principal Balance of that Class is reduced to zero.

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

Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents</u>
XA .....	\$354,206,282	100% of A, BA, BC, C, D and Z (in the aggregate) (SEQ Classes)
XB .....	214,666,282	For each Distribution Date from October 2002 through the Distribution Date in January 2006, 100% of BA, BC, C and D (in the aggregate) (SEQ Classes); For each Distribution Date from February 2006 through May 2007, 100% of C and D (in the aggregate) (SEQ Classes); Thereafter, zero.

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

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

## RISK FACTORS

*You should purchase securities only if you understand and are able to bear the associated risks. The risks applicable to your investment depend on the principal and interest type of your securities. This section highlights certain of these risks.*

***The rate of principal payments on the underlying mortgage loans will affect the rate of principal payments on your securities.*** The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the mortgage loans underlying the related trust assets. We expect the rate of principal payments on the underlying mortgage loans to vary. Following any lockout period, and upon payment of any applicable prepayment penalty, borrowers may prepay their mortgage loans at any time. Borrowers may also prepay their mortgage loans during a lockout period or without paying any applicable prepayment penalty with the approval of the FHA.

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

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

***An investment in the securities is subject to significant reinvestment and extension 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.

***Defaults will increase the rate of prepayment.*** Lending on multifamily properties and nursing facilities is generally viewed as exposing the lender to a greater risk of loss than single-family lending. If a mortgagor defaults on a mortgage loan and the loan is subsequently foreclosed upon or assigned to FHA for FHA insurance benefits or otherwise liquidated, the effect would be comparable to a prepayment of the mortgage loan; however, no prepayment penalty would be received. Similarly, mortgage loans as to which there is a material breach of a representation may be purchased out of the trust without the payment of a prepayment penalty.

***Available information about the mortgage loans is limited.*** Generally, neither audited financial statements nor recent appraisals are available with respect to the mortgage loans, the mortgaged properties, or the operating revenues, expenses and values of the mortgaged properties. Default, delinquency and other information relevant to the likelihood of prepayment of the multifamily mortgage loans underlying the Ginnie Mae multifamily certificates is not made generally available to the public and will not be reported to you. Accordingly, at a time when you might be buying or selling your securities, you may not be aware of matters that, if known, would affect the value of your securities.

***FHA has authority to override lockouts and prepayment limitations.*** FHA insurance and certain mortgage loan and trust provisions may affect lockouts and the right to receive prepayment penalties. FHA may override any lockout or prepayment penalty provision if it determines that it is in the best interest of the federal government to allow the mortgagor to refinance or to prepay in part its mortgage loan.

***Holders entitled to prepayment penalties may not receive them.*** Prepayment penalties received by the trustee will be distributed to all of the Classes as



further described in this Supplement. Ginnie Mae, however, does not guarantee that mortgagors will in fact pay any prepayment penalties or that such prepayment penalties will be received by the trustee. Accordingly, holders of the classes entitled to receive prepayment penalties will receive them only to the extent that the trustee receives them. Moreover, even if the trustee distributes prepayment penalties to the holders of those classes, the additional amounts may not offset the reduction in yield caused by the corresponding prepayments.

***The securities may not be a suitable investment for you.*** The securities, in particular, the interest only, accrual and residual classes, are not suitable investments for all investors. Only “accredited investors,” as defined in Rule 501(a) of Regulation D of the Securities Act of 1933, who have substantial experience in mortgage-backed securities and are capable of understanding the risks should invest in the securities.

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 Multifamily 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 prepayment rates 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 prepayment rates. 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. As a result, the yields on your securities could be lower than you expected.

## THE GINNIE MAE MULTIFAMILY CERTIFICATES

### General

The Sponsor intends to acquire the Ginnie Mae Multifamily Certificates 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 Ginnie Mae Multifamily Certificates.

### The Ginnie Mae Multifamily Certificates

The Ginnie Mae Multifamily Certificates are guaranteed by Ginnie Mae pursuant to its Ginnie Mae I Program. Each Mortgage Loan underlying a Ginnie Mae Multifamily Certificate bears interest at a Mortgage Rate that is greater than the related Certificate Rate.

For each Mortgage Loan underlying a Ginnie Mae Multifamily Certificate, the difference between (a) the Mortgage Rate and (b) the related Certificate Rate is used to pay the servicer of the Mortgage Loan a monthly fee for servicing the Mortgage Loan and to pay Ginnie Mae a fee for its guarantee of the related Ginnie Mae Multifamily Certificate (together, the “Servicing and Guaranty Fee Rate”). The per annum rate used to calculate these fees for the Mortgage Loans in the Trust is shown on Exhibit A to this Supplement.

### Final Data Statement

If any of the characteristics of the Ginnie Mae Multifamily Certificates and the related Mortgage Loans differ materially from those set forth on Exhibit A, the Sponsor will prepare a Final Data Statement containing certain information, including the current unpaid principal balances of the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates as of the Cut-off Date. You may obtain any Final Data Statement from gREX or by calling the Information Agent at (800) 234-GNMA.

### The Mortgage Loans

Each Ginnie Mae Multifamily Certificate represents a beneficial interest in one or more Mortgage Loans.

Forty-eight (48) Mortgage Loans will underlie the Ginnie Mae Multifamily Certificates. These Mortgage Loans have an aggregate balance of approximately \$354,332,283 as of the Cut-off Date, after giving effect to all payments of principal due on or before that date. The Mortgage Loans have, on a weighted average basis, the other characteristics set forth in the Terms Sheet under “Certain Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans Underlying the Trust Assets (as of September 1, 2002 (the “Cut-off Date”))” and, on an individual basis, the characteristics described in Exhibit A to this Supplement. They also have the general characteristics described below. The Mortgage Loans consist of first lien and second lien, multifamily, fixed rate mortgage loans that are secured by a lien on the borrower’s fee simple estate in a multifamily property consisting of five or more dwelling units or nursing facilities and insured by the Federal Housing Administration (“FHA”) or coinsured by FHA and the related mortgage lender. *See “The Ginnie Mae Multifamily Certificates—General” in the Multifamily Base Offering Circular.*

### FHA Insurance Programs

FHA multifamily insurance programs generally are designed to assist private and public mortgagors in obtaining financing for the construction, purchase or rehabilitation of multifamily housing pursuant to the National Housing Act of 1934 (the “Housing Act”). Mortgage Loans are provided by FHA-approved institutions, which include mortgage banks, commercial banks, savings and loan associations, trust companies, insurance companies, pension funds, state and local housing finance agencies and certain other approved entities. Mortgage

Loans insured under the programs described below will have such maturities and amortization features as FHA may approve, provided that generally the minimum mortgage term will be at least ten years and the maximum mortgage term will not exceed the lesser of 40 years and 75 percent of the estimated remaining economic life of the improvements on the mortgaged property.

Tenant eligibility for FHA-insured projects generally is not restricted by income, except for projects as to which rental subsidies are made available with respect to some or all the units therein or to specified tenants.

The following is a summary of the various FHA insurance programs under which the Mortgage Loans are insured.

*Section 207 (Mortgage Insurance for Multifamily Housing).* Section 207 of the Housing Act provides for federal insurance of mortgage loans originated by FHA-approved lenders in connection with the construction or substantial rehabilitation of multifamily housing projects. The loan underlying the Ginnie Mae Multifamily Certificate classified under this section was issued in connection with a manufactured home park.

*Section 221(d) (Housing for Moderate Income and Displaced Families).* Section 221(d)(4) of the Housing Act provides for mortgage insurance to assist private industry in the construction or substantial rehabilitation of rental and cooperative housing for low- and moderate-income families and families that have been displaced as a result of urban renewal, governmental actions or disaster.

*Section 223(a)(7) (Refinancing of FHA-Insured Mortgages).* Section 223(a)(7) of the Housing Act permits the FHA to refinance existing insured mortgage loans under any section or title of the Housing Act. Such refinancing results in prepayment of the existing insured mortgage. The new, refinanced mortgage loan is limited to the original principal amount of the existing mortgage loan and the unexpired term of the existing mortgage loan plus 12 years.

*Section 223(f) (Purchase or Refinancing of Existing Projects).* Section 223(f) of the Housing Act provides for federal insurance of mortgage loans originated by FHA-approved lenders in connection with the purchase or refinancing of existing multifamily housing complexes, hospitals and nursing homes that do not require substantial rehabilitation. The principal objective of the Section 223(f) program is to permit the refinancing of mortgages to provide for a lower debt service or the purchase of existing properties in order to preserve an adequate supply of affordable rental housing. Such projects may have been financed originally with conventional or FHA-insured mortgages.

*Section 232 (Mortgage Insurance for Nursing Homes, Immediate Care Facilities and Board and Care Homes).* Section 232 of the Housing Act provides for FHA insurance of private construction mortgage loans to finance new or rehabilitated nursing homes, intermediate care facilities, board and care homes, assisted living for the frail or elderly or allowable combinations thereof, including equipment to be used in their operation. Section 232 also provides for supplemental loans to finance the purchase and installation of fire safety equipment in these facilities.

### **Certain Additional Characteristics of the Mortgage Loans**

*Mortgage Rates; Calculations of Interest.* The Mortgage Loans bear interest at Mortgage Rates that will remain fixed for their remaining terms. All of the Mortgage Loans accrue interest on the basis of a 360-day year consisting of twelve 30-day months.

*Due Dates.* Monthly payments on the Mortgage Loans are due on the first day of each month.

*Amortization.* Except in the case of Pool Number 461880, the Mortgage Loans are fully-amortizing over their remaining terms to stated maturity. Assuming a constant principal and interest payment of \$23,949.31, Pool

Number 461880 will fully amortize in March 2033, one month after the stated maturity of that project loan as identified on Exhibit A. Certain of the Mortgage Loans may provide that, if the related borrower makes a partial principal prepayment, such borrower will not be in default if it fails to make any subsequent scheduled payment of principal provided that such borrower continues to pay interest in a timely manner and the unpaid principal balance of such Mortgage Loan at the time of such failure is at or below what it would otherwise be in accordance with its amortization schedule if such partial principal prepayment had not been made. Under certain circumstances, the Mortgage Loans also permit the reamortization thereof if prepayments are received as a result of condemnation or insurance payments with respect to the related Mortgaged Property.

*Level Payments.* The Mortgage Loans provide for level monthly payments except as discussed above and provided that:

- FHA may at any time permit any Mortgage Loan to be refinanced or partially prepaid without regard to any lockout period or Prepayment Penalty; and
- condemnation of, or occurrence of a casualty loss on, the Mortgaged Property securing any Mortgage Loan or the acceleration of payments due under any Mortgage Loan by reason of a default may result in prepayment.

*“Due-on-Sale” Provisions.* The Mortgage Loans do not contain “due-on-sale” clauses restricting sale or other transfer of the related Mortgaged Property. Any transfer of the Mortgaged Property is subject to HUD review and approval under the terms of HUD’s Regulatory Agreement with the owner, which is incorporated by reference into the mortgage.

*Prepayment Restrictions.* Except as described below, the Mortgage Loans have lockout provisions that prohibit voluntary prepayment for a number of years following origination. The Mortgage Loans have remaining lockout terms that range from approximately 13 to 116 months, with a weighted average remaining lockout term of approximately 61 months. The enforceability of these lockout provisions under certain state laws is unclear.

Certain of the Mortgage Loans have a period (a “Prepayment Penalty Period”) during which voluntary prepayments must be accompanied by a prepayment penalty equal to a specified percentage of the principal amount of the Mortgage Loan being prepaid (each, a “Prepayment Penalty”). Any Prepayment Penalty Period will follow the termination of the lockout provision. In the case of Pool Number 583891, however, the Prepayment Penalty Period does not begin until the second day following the Lockout End Date. See “*Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans*” in Exhibit A to this Supplement.

Exhibit A to this Supplement sets forth, for each Mortgage Loan, as applicable, a description of the related Prepayment Penalty, the period during which the Prepayment Penalty applies and the first month in which the borrower may prepay the Mortgage Loan.

Notwithstanding the foregoing, FHA guidelines require all of the Mortgage Loans to include a provision that allows FHA to override any lockout and/or Prepayment Penalty provisions if FHA determines that it is in the best interest of the federal government to allow the mortgagor to refinance or partially prepay the Mortgage Loan without restrictions or penalties and any such payment will avoid or mitigate an FHA insurance claim.

*Coinsurance.* Certain of the Mortgage Loans may be federally insured under FHA coinsurance programs that provide for the retention by the mortgage lender of a portion of the mortgage insurance risk that otherwise would be assumed by FHA under the applicable FHA insurance program. As part of such coinsurance programs, FHA delegates to mortgage lenders approved by FHA for participation in such coinsurance programs certain underwriting functions generally performed by FHA. Accordingly, there can be no assurance that such mortgage loans were underwritten in conformity with FHA underwriting guidelines applicable to mortgage loans that were solely federally insured or that the default risk with respect to coinsured mortgage loans is comparable to that of FHA-insured mortgage loans generally. As a result, there can be no assurance that the likelihood of future default or rate of prepayment on coinsured Mortgage Loans will be comparable to that of FHA-insured mortgage loans generally.

**The Trustee Fee**

On each Distribution Date, the Trustee will retain a fixed percentage of all principal and interest distributions received on specified Ginnie Mae Multifamily Certificates in payment of its fee (the “Trustee Fee”).

**GINNIE MAE GUARANTY**

The Government National Mortgage Association (“Ginnie Mae”), a wholly-owned corporate instrumentality of the United States of America within HUD, guarantees the timely payment of principal and interest on the Securities. The General Counsel of HUD has provided an opinion to the effect that Ginnie Mae has the authority to guarantee multiclass securities and that Ginnie Mae guaranties will constitute general obligations of the United States, for which the full faith and credit of the United States is pledged. *See “Ginnie Mae Guaranty” in the Multifamily Base Offering Circular.* Ginnie Mae does not guarantee the collection or the payment to Holders of any Prepayment Penalties.

**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 Multifamily Base Offering Circular.*

**Form of Securities**

Each Class of Securities other than the Residual Securities initially will be issued and maintained in book-entry form 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, 153 West 51st Street, 6th Floor, New York, New York 10019. *See “Description of the Securities—Forms of Securities; Book-Entry Procedures” in the Multifamily Base Offering Circular.*

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

<u>Class</u>	<u>Minimum Denomination</u>
XA .....	\$1,160,000
XB .....	\$1,330,000

**Distributions**

Distributions on the Securities will be made on each Distribution Date, as specified under “Terms Sheet—Distribution Date” in this Supplement. On each Distribution Date, 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 related 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 inside cover page of this Supplement. The abbreviations used on the inside cover page and in the Terms Sheet are explained under “Class Types” in Appendix I to the Multifamily Base Offering Circular.

#### *Accrual Period*

The Accrual Period for each Regular Class is the calendar month preceding the related Distribution Date.

#### *Fixed Rate Classes*

Each Fixed Rate Class will bear interest at the per annum Interest Rate shown on the inside cover page of this Supplement.

#### *Weighted Average Coupon Classes*

The Weighted Average Coupon Classes will bear interest at per annum Interest Rates based on WACR as follows:

Class Z will bear interest during each Accrual Period at a per annum rate equal to the lesser of WACR and 6.426%.

Class XA will bear interest during each Accrual Period at a rate per annum determined as follows:

- (a) from and including the September 2002 Accrual Period through and including the December 2005 Accrual Period, the rate per annum equal to WACR less the weighted average of the following rates: (i) for Classes A and Z, the applicable Interest Rate for each such Class for that Accrual Period and (ii) for Classes BA, BC, C and D, the lesser of WACR and the applicable Interest Rate from the Interest Rate Schedule, weighted based on the Class Principal Balance of each such Class for the related Distribution Date;

- (b) from and including the January 2006 Accrual Period through and including the April 2007 Accrual Period, the rate per annum equal to WACR less the weighted average of the following rates: (i) for Classes A, BA, BC and Z, the applicable Interest Rate for each such Class for that Accrual Period and (ii) for Classes C and D, the lesser of WACR and the applicable Interest Rate from the Interest Rate Schedule, weighted based on the Class Principal Balance of each such Class for the related Distribution Date; and
- (c) after the April 2007 Accrual Period, the rate per annum equal to WACR less the weighted average of the Interest Rate for that Accrual Period on Classes A, BA, BC, C, D and Z, weighted based on the Class Principal Balance of each such Class for the related Distribution Date.

Class XB will bear interest during each Accrual Period at a rate per annum determined as follows:

- (a) from and including the September 2002 Accrual Period through and including the December 2005 Accrual Period, the rate per annum equal to (i) the lesser of WACR and the applicable interest rate from the Interest Rate Schedule, less (ii) the weighted average of the Interest Rate on Classes BA, BC, C and D, weighted based on the Class Principal Balance of each such Class for the related Distribution Date;
- (b) from and including the January 2006 Accrual Period through and including the April 2007 Accrual Period, the rate per annum equal to (i) the lesser of WACR and the applicable interest rate from the Interest Rate Schedule, less (ii) the weighted average of the Interest Rate on Classes C and D, weighted based on the Class Principal Balance of each such Class for the related Distribution Date; and
- (c) after the April 2007 Accrual Period, the rate per annum equal to zero.

Classes Z, XA and XB will bear interest during the initial Accrual Period at the following approximate interest rates:

<u>Class</u>	<u>Approximate Initial Interest Rate</u>
Z .....	6.426%
XA .....	1.257%
XB .....	2.251%

The Trustee’s determination of these Interest Rates will be final except in the case of clear error. Investors can obtain Interest Rates for the current and preceding Accrual Period from gREX or by calling the Information Agent at (800) 234-GNMA.

*Accrual Class*

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

**Principal Distributions**

The Adjusted Principal Distribution Amount and the Accrual Amount will be distributed to the Holders entitled thereto as described above under “Terms Sheet—Allocation of Principal” in this Supplement.

Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. See “—Class Factors” below.

*Categories of Classes*

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

### *Notional Classes*

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

### **Prepayment Penalty Distributions**

The Trustee will distribute any Prepayment Penalties that are received by the Trust during the related interest Accrual Period as described in “Terms Sheet—Allocation of Prepayment Penalties” 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 Multifamily Base Offering Circular. The Class RR Securities have no Class Principal Balance and do not accrue interest. The Class RR Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the Trust REMICs after the Class Principal Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

### **Class Factors**

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities (and any addition to the Class Principal Balance of the 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.
- Based on the Class Factors published in the preceding and current months (and Interest Rates), investors in any Class (other than the Accrual Class) can calculate the amount of principal and interest to be distributed to that Class, and investors in the 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 gREX.

*See “Description of the Securities—Distributions” in the Multifamily 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 Security of the Notional Class 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.

## YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

### General

The prepayment experience of the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates will affect the Weighted Average Lives of and the yields realized by investors in the Securities.

- Mortgage Loan principal payments may be in the form of scheduled or unscheduled amortization.
- The terms of each Mortgage Loan provide that, following the applicable lockout period, and upon payment of any applicable Prepayment Penalty, the Mortgage Loan may be voluntarily prepaid in whole or in part.
- In addition, in some circumstances FHA may permit a Mortgage Loan to be refinanced or partially prepaid without regard to lockout or Prepayment Penalty provisions. *See "Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans" in Exhibit A to this Supplement.*
- The condemnation of, or occurrence of a casualty loss on, the Mortgaged Property securing any Mortgage Loan or the acceleration of payments due under the Mortgage Loan by reason of default may also result in a prepayment at any time.

Mortgage Loan prepayment rates are likely to fluctuate over time. No representation is made as to the expected Weighted Average Lives of the Securities or the percentage of the original unpaid principal balance of the Mortgage Loans that will be paid to Holders at any particular time. A number of factors may influence the prepayment rate.

- While some prepayments occur randomly, the payment behavior of the Mortgage Loans may be influenced by a variety of economic, tax, geographic, demographic, legal and other factors.
- These factors may include the age, geographic distribution and payment terms of the Mortgage Loans; remaining depreciable lives of the underlying properties; characteristics of the borrowers; amount of the borrowers' equity; the availability of mortgage financing; in a fluctuating interest rate environment, the difference between the interest rates on the Mortgage Loans and prevailing mortgage interest rates; the extent to which the Mortgage Loans are assumed or refinanced or the underlying properties are sold or conveyed; changes in local industry and population as they affect vacancy rates; population migration; and the attractiveness of other investment alternatives.
- These factors may also include the application of lockout periods or the assessment of Prepayment Penalties. *For a more detailed description of the lockout and Prepayment Penalty provisions of the Mortgage Loans, see "Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans" in Exhibit A to this Supplement.*

No representation is made concerning the particular effect that any of these or other factors may have on the prepayment behavior of the Mortgage Loans. The relative contribution of these or other factors may vary over time.

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 Multifamily 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.

### **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 FHA Loans*" in the *Multifamily Base Offering Circular*.

### **Final Distribution Date**

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

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

### **Modeling Assumptions**

Unless otherwise indicated, the tables that follow are based on the following assumptions (the "Modeling Assumptions"), among others:

1. The Mortgage Loans underlying the Trust Assets have the characteristics shown under "Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans" in Exhibit A to this Supplement.
2. There are no voluntary prepayments during any lockout period.
3. The Mortgage Loans prepay at 100% PLD (as defined under "—Prepayment Assumptions" in this Supplement) and, beginning on the applicable Lockout End Date, at the constant percentages of CPR (described below) shown in the related table.
4. Distributions on the Securities, including all distributions of prepayments on the Mortgage Loans, are always received on the 16th day of the month, whether or not a Business Day, commencing in October 2002.
5. Seventy-five percent (75%) of any Prepayment Penalties received are distributed to Class XA and no Prepayment Penalties are distributed to the remaining Classes.
6. A termination of the Trust does not occur.
7. The Closing Date for the Securities is September 26, 2002.
8. No expenses or fees are paid by the Trust other than the Trustee Fee.
9. With respect to the Mortgage Loan identified as Pool Number 583891 on Exhibit A, the Lockout End Date is assumed to be May 31, 2007. With respect to the Mortgage Loan identified as Pool Number 461880 on Exhibit A, the Maturity Date is assumed to be March 15, 2033.

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, many Distribution Dates will occur on the first Business Day after the 16th of the month, prepayments may not occur during the Prepayment Penalty Period, 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, Corrected 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 Multifamily Base Offering Circular.

### Prepayment Assumptions

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. One of the models used in this Supplement is the constant prepayment rate (“CPR”) model, which represents an assumed constant rate of voluntary prepayment each month relative to the then outstanding principal balance of the Mortgage Loans to which the model is applied. See “Yield, Maturity and Prepayment Considerations—Prepayment Assumption Models” in the Multifamily Base Offering Circular.

In addition, this Supplement uses another model to measure involuntary prepayments. This model is the Project Loan Default or PLD model provided by the Sponsor. The PLD model represents an assumed rate of involuntary prepayments each month as specified in the table below (the “PLD Model Rates”), in each case expressed as a per annum percentage of the then-outstanding principal balance of each of the Mortgage Loans in relation to its loan age. For example, 0% PLD represents 0% of such assumed rate of involuntary prepayments; 50% PLD represents 50% of such assumed rate of involuntary prepayments; 100% PLD represents 100% of such assumed rate of involuntary prepayments; and so forth.

The following PLD model table was prepared on the basis of 100% PLD. Ginnie Mae had no part in the development of the PLD model and makes no representation as to the accuracy or reliability of the PLD model.

<b>Project Loan Default</b>	
<b>Mortgage Loan Age (in months)(1)</b>	<b>Involuntary Prepayment Default Rate(2)</b>
1-12	1.30%
13-24	2.47
25-36	2.51
37-48	2.20
49-60	2.13
61-72	1.46
73-84	1.26
85-96	0.80
97-108	0.57
109-168	0.50
169-240	0.25
241-maturity	0.00

(1) For purposes of the PLD model, Mortgage Loan Age means the number of months elapsed since the Issue Date indicated on Exhibit A.

(2) Assumes that involuntary prepayments start immediately.

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of CPR (the “CPR Prepayment Assumption Rates”) and 100% PLD. **It is unlikely that the Mortgage Loans will prepay at any of the CPR Prepayment Assumption Rates or PLD Model Rates and the timing of changes in the rate of prepayments actually experienced on the Mortgage Loans is unlikely to follow the pattern described for the CPR Prepayment Assumption Rates or PLD Model Rates.**

## **Decrement Tables**

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 Class, based on the assumption that the Mortgage Loans prepay at the CPR Prepayment Assumption Rates and 100% PLD. 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 CPR Prepayment Assumption Rate and 100% PLD. 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 the 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 Weighted Average Lives are likely to vary, perhaps significantly, from those set forth in the tables below due to the differences between the actual rate of prepayments on the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates and the Modeling Assumptions.**

The information shown for each Notional Class is for illustrative purposes only, as Notional Classes are not entitled to distributions of principal and have 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.

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

Distribution Date	CPR Prepayment Assumption Rates														
	Class A					Classes BA and BC					Classes C and D				
	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2003	90	90	90	90	90	100	100	100	100	100	100	100	100	100	100
September 2004	77	77	77	76	76	100	100	100	100	100	100	100	100	100	100
September 2005	65	64	63	63	61	100	100	100	100	100	100	100	100	100	100
September 2006	53	52	51	50	48	100	100	100	100	100	100	100	100	100	100
September 2007	42	34	19	4	0	100	100	100	100	86	100	100	100	100	100
September 2008	32	13	0	0	0	100	100	84	60	29	100	100	100	100	100
September 2009	23	0	0	0	0	100	95	59	28	0	100	100	100	100	86
September 2010	14	0	0	0	0	100	82	37	4	0	100	100	100	100	39
September 2011	6	0	0	0	0	100	70	17	0	0	100	100	100	62	0
September 2012	0	0	0	0	0	98	56	0	0	0	100	100	95	19	0
September 2013	0	0	0	0	0	91	43	0	0	0	100	100	57	0	0
September 2014	0	0	0	0	0	85	31	0	0	0	100	100	23	0	0
September 2015	0	0	0	0	0	77	18	0	0	0	100	100	0	0	0
September 2016	0	0	0	0	0	70	6	0	0	0	100	100	0	0	0
September 2017	0	0	0	0	0	62	0	0	0	0	100	87	0	0	0
September 2018	0	0	0	0	0	54	0	0	0	0	100	62	0	0	0
September 2019	0	0	0	0	0	45	0	0	0	0	100	37	0	0	0
September 2020	0	0	0	0	0	36	0	0	0	0	100	12	0	0	0
September 2021	0	0	0	0	0	26	0	0	0	0	100	0	0	0	0
September 2022	0	0	0	0	0	15	0	0	0	0	100	0	0	0	0
September 2023	0	0	0	0	0	5	0	0	0	0	100	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	85	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	58	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	29	0	0	0	0
September 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	4.5	3.8	3.5	3.4	3.3	16.1	10.5	7.5	6.4	5.7	23.3	16.5	11.2	9.3	7.8

**CPR Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Class Z</u>					<u>Class XA</u>					<u>Class XB</u>				
	<u>0%</u>	<u>5%</u>	<u>15%</u>	<u>25%</u>	<u>40%</u>	<u>0%</u>	<u>5%</u>	<u>15%</u>	<u>25%</u>	<u>40%</u>	<u>0%</u>	<u>5%</u>	<u>15%</u>	<u>25%</u>	<u>40%</u>
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2003	107	107	107	107	107	98	98	98	98	98	100	100	100	100	100
September 2004	114	114	114	114	114	95	95	95	94	94	100	100	100	100	100
September 2005	121	121	121	121	121	92	92	91	91	91	100	100	100	100	100
September 2006	129	129	129	129	129	89	89	89	88	88	32	32	32	32	32
September 2007	138	138	138	138	138	87	85	80	76	69	0	0	0	0	0
September 2008	147	147	147	147	147	85	79	69	59	46	0	0	0	0	0
September 2009	157	157	157	157	157	83	74	59	47	32	0	0	0	0	0
September 2010	167	167	167	167	167	82	70	51	38	24	0	0	0	0	0
September 2011	178	178	178	178	176	80	66	44	30	18	0	0	0	0	0
September 2012	190	190	190	190	113	79	62	37	23	11	0	0	0	0	0
September 2013	202	202	202	166	67	77	57	31	17	7	0	0	0	0	0
September 2014	216	216	216	122	39	76	53	26	12	4	0	0	0	0	0
September 2015	230	230	216	90	23	74	50	22	9	2	0	0	0	0	0
September 2016	245	245	179	66	14	73	46	18	7	1	0	0	0	0	0
September 2017	262	262	149	48	8	71	43	15	5	1	0	0	0	0	0
September 2018	279	279	124	36	5	69	40	12	4	0	0	0	0	0	0
September 2019	297	297	103	26	3	68	37	10	3	0	0	0	0	0	0
September 2020	317	317	85	19	2	66	34	8	2	0	0	0	0	0	0
September 2021	338	314	70	14	1	64	31	7	1	0	0	0	0	0	0
September 2022	360	288	58	10	1	62	29	6	1	0	0	0	0	0	0
September 2023	384	265	47	7	0	59	26	5	1	0	0	0	0	0	0
September 2024	410	242	39	5	0	57	24	4	1	0	0	0	0	0	0
September 2025	437	220	31	4	0	55	22	3	0	0	0	0	0	0	0
September 2026	466	199	26	3	0	52	20	3	0	0	0	0	0	0	0
September 2027	493	179	21	2	0	49	18	2	0	0	0	0	0	0	0
September 2028	463	160	16	1	0	46	16	2	0	0	0	0	0	0	0
September 2029	432	142	13	1	0	43	14	1	0	0	0	0	0	0	0
September 2030	399	124	10	1	0	40	12	1	0	0	0	0	0	0	0
September 2031	365	108	8	0	0	36	11	1	0	0	0	0	0	0	0
September 2032	328	92	6	0	0	33	9	1	0	0	0	0	0	0	0
September 2033	290	78	5	0	0	29	8	0	0	0	0	0	0	0	0
September 2034	250	64	3	0	0	25	6	0	0	0	0	0	0	0	0
September 2035	207	50	2	0	0	21	5	0	0	0	0	0	0	0	0
September 2036	165	38	2	0	0	17	4	0	0	0	0	0	0	0	0
September 2037	134	29	1	0	0	13	3	0	0	0	0	0	0	0	0
September 2038	107	22	1	0	0	11	2	0	0	0	0	0	0	0	0
September 2039	78	15	0	0	0	8	2	0	0	0	0	0	0	0	0
September 2040	47	9	0	0	0	5	1	0	0	0	0	0	0	0	0
September 2041	16	3	0	0	0	2	0	0	0	0	0	0	0	0	0
September 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	32.2	26.6	17.9	13.7	11.0	22.2	14.8	9.4	7.6	6.4	3.7	3.7	3.7	3.7	3.7

## 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 and the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios. **No representation is made regarding Mortgage Loan Prepayment rates 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 Mortgage Loans.

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

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

The Mortgage Loans prohibit voluntary prepayment during specified lockout periods with remaining terms that range from approximately 13 to 116 months with a weighted average remaining lockout period of approximately 61 months, and with a weighted average remaining term to maturity of 436 months.

- Certain of the Mortgage Loans also provide for payment of a Prepayment Penalty in connection with prepayments for a period extending beyond the lockout period. *See "The Ginnie Mae Multifamily Certificates—Certain Additional Characteristics of the Mortgage Loans" and "Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans" in Exhibit A to this Supplement.* The required payment of a Prepayment Penalty may not be a sufficient disincentive to prevent a borrower from voluntarily prepaying a Mortgage Loan.
- In addition, in some circumstances FHA may permit a Mortgage Loan to be refinanced or partially prepaid without regard to lockout or Prepayment Penalty provisions.

Information relating to lockout periods and Prepayment Penalties is contained under "*Characteristics of the Mortgage Loans*" and "*Yield, Maturity and Prepayment Considerations*" in this Supplement and in Exhibit A to 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 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.

*Payment Delay: Effect on Yields*

The effective yield on any Class will be less than the yield otherwise produced by its Interest Rate and purchase price because on any 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 days earlier.

**Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of Classes XA and XB at various constant percentages of CPR and 100% PLD.

The Mortgage Loans will not prepay at any constant rate until maturity. 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 Class XA or XB may differ from those shown in the applicable table below 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 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, 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 assumption that the purchase price of each Class (expressed as a percentage of its original Class Notional Balance) is as indicated in the table. The assumed purchase price is not necessarily that at which actual sales will occur.

**Sensitivity of Class XA to Prepayments  
Assumed Price 9.375%\***

CPR Prepayment Assumption Rates			
<u>5%</u>	<u>15%</u>	<u>25%</u>	<u>40%</u>
11.9%	7.8%	5.1%	2.7%

**Sensitivity of Class XB to Prepayments  
Assumed Price 7.500%\***

CPR Prepayment Assumption Rates			
<u>5%</u>	<u>15%</u>	<u>25%</u>	<u>40%</u>
3.9%	3.9%	3.9%	3.9%

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



## CERTAIN FEDERAL INCOME TAX CONSEQUENCES

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

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

### REMIC Elections

In the opinion of Cleary, Gottlieb, Steen & Hamilton, the Trust will constitute a Double REMIC Series for federal income tax purposes.

### 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 XA and XB 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 Multifamily 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 original issue discount (“OID”) rules based on the expected payments on these Securities at the prepayment assumption described below.

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

Other than the Securities described in the preceding two paragraphs, based on anticipated prices (including accrued interest), certain Mortgage Loan characteristics and the prepayment assumption described below, no Classes are expected to be issued with OID.

Prospective investors in the Securities should be aware, however, that the foregoing expectations about OID could change because of differences between anticipated purchase prices and actual purchase prices. The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities is 15% CPR and 100% PLD (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates actually will occur at any time after the date of this Supplement. See “*Certain Federal Income Tax Consequences*” in the *Multifamily Base Offering Circular*.

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

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

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

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

## **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 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 Multifamily 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 Multifamily 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 September 1, 2002 on the Regular 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 the Original Class Principal Balance (or original Class Notional Balance) will increase by the same proportion. The Trust Agreement, the Final Data Statement 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, for the Trust by Cleary, Gottlieb, Steen & Hamilton and Marcell Solomon & Associates, P.C., and for the Trustee by Ungaretti & Harris, Chicago, Illinois.

**INTEREST RATE SCHEDULE**

<u>Distribution Date</u>	<u>Interest Rate</u>
October 2002	7.179180%
November 2002	7.179268
December 2002	7.179356
January 2003	7.179445
February 2003	7.179535
March 2003	7.179625
April 2003	7.179715
May 2003	7.179806
June 2003	7.179898
July 2003	7.179990
August 2003	7.180083
September 2003	7.180176
October 2003	7.180270
November 2003	7.180364
December 2003	7.180459
January 2004	7.180554
February 2004	7.180650
March 2004	7.180747
April 2004	7.180844
May 2004	7.180942
June 2004	7.181040
July 2004	7.181139
August 2004	7.181239
September 2004	7.181339
October 2004	7.181439
November 2004	7.181541
December 2004	7.181643
January 2005	7.181745
February 2005	7.181848
March 2005	7.181952
April 2005	7.182057
May 2005	7.182162
June 2005	7.182267
July 2005	7.182374
August 2005	7.182481
September 2005	7.182588
October 2005	7.182696
November 2005	7.182805
December 2005	7.182915
January 2006	7.183025
February 2006	7.183136
March 2006	7.183248
April 2006	7.183360
May 2006	7.183473
June 2006	7.183587
July 2006	7.183701

<u>Distribution Date</u>	<u>Interest Rate</u>
August 2006 .....	7.183816%
September 2006 .....	7.183932
October 2006 .....	7.184048
November 2006 .....	7.128829
December 2006 .....	7.128927
January 2007 .....	7.110619
February 2007 .....	7.024889
March 2007 .....	6.988060
April 2007 .....	6.988141
May 2007 .....	6.911885

Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans\*

Pool Number	FHA Program	City	State	Principal Balance as of the Cut-off Date	Mortgage Interest Rate	Certificate Rate	Servicing and Guaranty Fee Rate	Maturity Date	Original Term to Maturity (mos.)	Remaining Term to Maturity (mos.)	Period from Issuance (mos.)	Issue Date	Lockout End Date	Prepayment Penalty End Date	Lockout/Prepayment Penalty Code	Remaining Lockout Period (mos.)	Total Remaining Lockout and Prepayment Penalty Period (mos.)
541868	223(a)(7)	Richard Heights	OH	\$24,984,172.19	7.000%	6.600%	0.400%	08/15/2036	410	407	3	06/01/2002	05/31/2007	05/31/2012	2	56	116
531979	221(d)(4)	Brownstown	MI	21,700,055.15	8.125	7.875	0.250	03/15/2042	479	474	5	04/01/2002	12/13/2006	12/13/2011	2	51	111
550342	223(f)	Boston	MA	21,584,516.92	6.930	6.680	0.250	06/15/2036	408	405	3	06/01/2002	05/30/2007	N/A	1	56	56
531967	221(d)(4)	Sugarland	TX	19,384,591.21	8.100	7.850	0.250	06/15/2042	479	477	2	07/01/2002	03/30/2007	03/30/2012	2	54	114
532841	221(d)(4)	San Antonio	TX	16,817,049.21	8.100	7.850	0.250	01/15/2042	474	472	2	07/01/2002	09/30/2006	09/30/2011	2	48	108
493735	221(d)(4)	St. Cloud	FL	15,557,595.72	8.000	7.750	0.250	12/15/2041	473	471	2	07/01/2002	09/29/2006	09/29/2011	2	48	108
589677	232/223(f)	Longmont	CO	15,480,051.55	7.250	7.000	0.250	05/15/2037	420	416	4	05/01/2002	04/30/2007	04/30/2012	2	55	115
531975	221(d)(4)	Richmond	VA	14,478,463.47	7.920	7.670	0.250	04/15/2042	478	475	3	06/01/2002	01/30/2007	01/30/2012	2	52	112
586622	232/223(f)	Farmington	NM	13,564,003.25	7.250	7.000	0.250	04/15/2037	420	415	5	04/01/2002	03/31/2007	03/31/2012	2	54	114
488194	221(d)(4)	Medina	OH	13,034,882.34	6.900	6.650	0.250	10/15/2040	476	457	19	02/01/2001	10/31/2010	N/A	1	97	97
532677	221(d)(4)	Waco	TX	12,632,199.93	7.375	7.125	0.250	05/15/2042	478	476	2	07/01/2002	05/31/2012	N/A	1	116	116
476400	221(d)(4)	Cordova	TN	12,392,672.47	8.000	7.750	0.250	07/15/2042	482	478	4	05/01/2002	04/17/2007	04/17/2012	2	55	115
524684	221(d)(4)	Lebanon	TN	11,683,425.76	7.750	7.500	0.250	03/15/2042	476	474	2	07/01/2002	12/26/2006	12/26/2011	2	51	111
494642	232/223(f)	Columbus	OH	11,502,365.57	6.980	6.700	0.280	07/15/2028	313	310	3	06/01/2002	07/31/2007	07/31/2012	2	58	118
525826	221(d)(4)	Maple Grove	MN	11,101,058.94	7.950	7.700	0.250	11/15/2041	475	470	5	04/01/2002	11/30/2011	N/A	1	110	110
589689	232/223(f)	Medina	OH	9,117,386.33	6.950	6.700	0.250	06/15/2036	408	405	3	06/01/2002	05/31/2007	05/31/2012	2	56	116
528258	221(d)(4)	Portland	TX	8,199,092.07	8.000	7.750	0.250	02/15/2042	476	473	3	06/01/2002	11/30/2006	11/30/2011	2	50	110
589680	232/223(f)	Salt Lake City	UT	7,592,038.84	7.250	7.000	0.250	05/15/2037	420	416	4	05/01/2002	04/30/2007	04/30/2012	2	55	115
589617	223(f)	Wauwatosa	WI	7,386,596.97	6.670	6.420	0.250	06/15/2037	420	417	3	06/01/2002	05/31/2007	05/31/2012	2	56	116
589673	232/223(f)	Omaha	NE	7,368,933.67	7.250	7.000	0.250	05/15/2035	396	392	4	05/01/2002	04/30/2007	04/30/2012	2	55	115
589678	232/223(f)	Evergreen	CO	7,008,554.97	7.250	7.000	0.250	05/15/2036	408	404	4	05/01/2002	04/30/2007	04/30/2012	2	55	115
586631	232/223(f)	Elkhorn	NE	6,404,524.34	7.250	7.000	0.250	05/15/2035	396	392	4	05/01/2002	04/30/2007	04/30/2012	2	55	115
533829	221(d)(4)	Greenwood	SC	6,269,462.61	7.680	7.430	0.250	12/15/2041	477	471	6	03/01/2002	12/31/2006	12/31/2011	2	51	111
495348	232	Poughkeepsie	NY	5,590,376.81	7.750	7.500	0.250	04/15/2031	352	343	9	12/01/2001	01/30/2011	N/A	1	100	100
589624	232/223(a)(7)	Baltimore	MD	5,494,092.97	6.670	6.420	0.250	07/15/2042	480	478	2	07/01/2002	07/31/2007	07/31/2012	2	58	118
524204	207(m)	San Antonio	TX	5,368,157.33	8.200	7.950	0.250	09/15/2041	473	468	5	04/01/2002	05/31/2011	N/A	1	104	104
589614	232/223(a)(7)	Ft Washington	MD	4,916,232.62	6.750	6.500	0.250	07/15/2036	408	406	2	07/01/2002	07/31/2007	07/31/2012	2	58	118
461880	223(a)(7)	N.Charleston	SC	3,635,616.34	6.950	6.700	0.250	02/15/2033	410	366	44	01/01/1999	01/31/2004	01/31/2009	2	16	76
579820	223(f)	Modesto	CA	3,696,936.73	6.450	6.170	0.280	06/15/2037	420	417	3	06/01/2002	06/30/2007	06/30/2012	2	57	117
536705	232	Raleigh	NC	3,280,936.37	7.600	7.340	0.260	05/15/2042	480	476	4	05/01/2002	11/29/2006	10/31/2011	3	50	109
516641	232	Shreveport	LA	2,905,506.59	8.500	8.250	0.250	08/15/2041	470	467	3	06/01/2002	04/30/2011	N/A	1	103	103
574299	232/223(f)	Lancaster	OH	2,773,438.94	6.400	6.150	0.250	06/15/2037	420	417	3	06/01/2002	06/30/2007	06/30/2012	2	57	117

\* Based on publicly available information, including the disclosure documents for the Ginnie Mae Multifamily Certificates, the information with respect to the Mortgage Loans set forth on this Exhibit A has been collected and summarized by the Sponsor.

- (1) Lockout before the Lockout End Date; thereafter no Prepayment Penalty is imposed.
- (2) Lockout before the Lockout End Date; thereafter a Prepayment Penalty of 5% of the prepaid amount until the twelfth mortgage loan payment date beyond the Lockout End Date disclosed above, declining thereafter by 1% annually up to but not including the Prepayment Penalty End Date.
- (3) Lockout before the Lockout End Date; thereafter a Prepayment Penalty of 5% of the prepaid amount until the eleventh mortgage loan payment date beyond the Lockout End Date disclosed above, declining thereafter by 1% annually up to but not including the Prepayment Penalty End Date.

(continued on next page)

**Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans\***

Pool Number	FHA Program	City	State	Principal Balance as of the Cut-off Date	Mortgage Interest Rate	Certificate Rate	Servicing and Guaranty Fee Rate	Maturity Date	Original Term to Maturity (mos.)	Remaining Term to Maturity (mos.)	Period from Issuance (mos.)	Issue Date	Lockout End Date	Prepayment Penalty End Date	Lockout/Prepayment Penalty Code	Remaining Lockout Period (mos.)	Total Remaining Lockout and Prepayment Penalty Period (mos.)
531416	221(d)(4)	East Chicago	IN	\$2,727,419.55	8.220%	7.970%	0.250%	11/15/2041	473	470	3	06/01/2002	06/30/2006	06/30/2011	2	45	105
536707	221(d)(4)	Kernersville	NC	2,564,736.75	7.700	7.320	0.380	04/15/2042	479	475	4	05/01/2002	11/29/2011	N/A	1	110	110
461904	223(f)	Lancaster	OH	2,032,188.49	6.600	6.350	0.250	02/15/2034	421	377	44	01/01/1999	02/29/2004	02/28/2009	2	17	77
589623	223(f)	Tampa	FL	1,934,942.65	7.000	6.750	0.250	07/15/2037	420	418	2	07/01/2002	07/31/2007	07/31/2012	2	58	118
516022	221(d)(4)	Roanoke	VA	1,834,711.03	7.750	7.500	0.250	12/15/2041	473	471	2	07/01/2002	09/30/2006	09/30/2011	2	48	108
574298	232/223(f)	Marysville	OH	1,781,157.02	6.400	6.150	0.250	06/15/2037	420	417	3	06/01/2002	06/30/2007	06/30/2012	2	57	117
566302	223(a)(7)	Bowling Green	KY	1,660,632.82	6.700	6.400	0.300	06/15/2032	360	357	3	06/01/2002	05/31/2007	05/31/2012	2	56	116
545780	221(d)(4)	Nashville	TN	1,502,295.65	7.650	7.400	0.250	03/15/2039	440	438	2	07/01/2002	02/28/2010	N/A	1	89	89
430333	223(a)(7)	Pittsburgh	PA	1,340,711.81	6.500	6.250	0.250	11/15/2018	240	194	46	11/01/1998	10/31/2003	10/31/2008	2	13	73
583891	223(a)(7)	Chillicothe	OH	956,365.27	7.300	7.000	0.300	06/15/2032	360	357	3	06/01/2002	05/30/2007	05/31/2012	2	56	116
583897	223(a)(7)	Jackson	TN	902,168.15	8.000	7.700	0.300	06/15/2032	360	357	3	06/01/2002	05/30/2012	N/A	1	116	116
550351	223(f)	Hartford	CT	726,969.06	7.750	7.250	0.500	07/15/2032	361	358	3	06/01/2002	07/30/2007	07/30/2012	2	58	118
583896	223(a)(7)	Jackson	TN	480,025.31	8.000	7.550	0.450	06/15/2032	360	357	3	06/01/2002	05/30/2012	N/A	1	116	116
583898	223(a)(7)	Somerville	TN	372,244.17	8.000	7.450	0.550	06/15/2032	360	357	3	06/01/2002	05/30/2012	N/A	1	116	116
583895	223(a)(7)	Paris	TN	338,313.06	8.000	7.400	0.600	06/15/2032	360	357	3	06/01/2002	05/30/2012	N/A	1	116	116
550352	223(f)	Hartford	CT	272,413.68	7.750	7.250	0.500	07/15/2032	361	358	3	06/01/2002	07/30/2007	07/30/2012	2	58	118

\* Based on publicly available information, including the disclosure documents for the Ginnie Mae Multifamily Certificates, the information with respect to the Mortgage Loans set forth on this Exhibit A has been collected and summarized by the Sponsor.

- (1) Lockout before the Lockout End Date; thereafter no Prepayment Penalty is imposed.
- (2) Lockout before the Lockout End Date; thereafter a Prepayment Penalty of 5% of the prepaid amount until the twelfth mortgage loan payment date beyond the Lockout End Date disclosed above, declining thereafter by 1% annually up to but not including the Prepayment Penalty End Date.
- (3) Lockout before the Lockout End Date; thereafter a Prepayment Penalty of 5% of the prepaid amount until the eleventh mortgage loan payment date beyond the Lockout End Date disclosed above, declining thereafter by 1% annually up to but not including the Prepayment Penalty End Date.



**\$354,206,282**

**Government National  
Mortgage Association**

**GINNIE MAE<sup>®</sup>**

**Guaranteed Multifamily REMIC  
Pass-Through Securities  
Ginnie Mae REMIC Trust 2002-61**

**OFFERING CIRCULAR SUPPLEMENT  
September 19, 2002**

**Credit Suisse First Boston Corporation  
Myerberg & Company, L.P.**