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

\$746,591,422

# Government National Mortgage Association GINNIE MAE®

# Guaranteed REMIC Pass-Through Securities and MX Securities Ginnie Mae REMIC Trust 2002-39



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

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

#### The Securities

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

# The Ginnie Mae Guaranty

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

# The Trust and its Assets

The Trust will own Ginnie Mae Certificates.

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 28, 2002.

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

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

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BLAYLOCK & PARTNERS, L.P.

# Ginnie Mae REMIC Trust 2002-39

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	Final Distribution Date(4)	CUSIP Number
Security Group 1						
GI	\$ 10,892,363	6.50%	NTL(PAC)	FIX/IO	April 2022	38373XAA4
MA	53,742,000	6.75	SUP	FIX	January 2031	38373XAB2
MB	13,302,000	6.75	SUP	FIX	June 2031	38373XAC0
MC	12,628,000	6.75	SUP	FIX	November 2031	38373XAD8
MD	20,328,000	6.75	SUP	FIX	June 2032	38373XAE6
ME	18,241,000	6.50	SUP	FIX	January 2031	38373XAF3
MG	4,515,000	6.50	SUP	FIX	June 2031	38373XAG1
MH	4,286,000	6.50	SUP	FIX	November 2031	38373XAH9
MJ	6,899,571	6.50	SUP	FIX	June 2032	38373X A J 5
MO	3,846,154	0.00	SUP	PO	June 2032	38373XAK2
PB(1)	36,606,256	6.50	PAC	FIX	June 2027	38373XAL0
PC(1)	50,909,671	6.50	PAC	FIX	December 2028	38373XAM8
PD	100,000,000	6.50	PAC	FIX	July 2031	38373XAN6
UI	18,589,221	6.50	NTL(PAC)	FIX/IO	March 2026	38373XAP1
VA(1)	20,083,402	6.50	PAC	FIX	April 2022	38373XAQ9
VM(1)	3,496,239	6.50	PAC/AD	FIX	April 2006	38373XAR7
VN(1)	9,033,905	6.50	PAC/AD	FIX	March 2013	38373XAS5
WN	96,663,952	5.25	PAC	FIX	March 2026	38373XAT3
WU	70,800,360	5.50	PAC	FIX	April 2022	38373XAU0
ZP(1)	12,500,000	6.50	PAC	FIX/Z	June 2032	38373XAV8
Security Group 2						
AD	20,000,000	5.50	SEQ	FIX	February 2025	38373XAW6
AM	50,000,000	6.00	SEQ	FIX	September 2026	38373XAX4
DB(1)	9,042,595	6.00	SEQ	FIX	February 2025	38373XAY2
DG(1)	40,470,019	6.00	SEQ	FIX	November 2029	38373XAZ9
DH(1)	9,955,316	6.00	SEQ	FIX	September 2026	38373XBA3
FW	12,500,000	(5)	SEQ	FLT	November 2022	38373XBB1
JI	1,666,666	6.00	NTL(SEQ)	FIX/IO	February 2025	38373XBC9
K	25,000,000	4.75	SEQ	FIX	November 2022	38373XBD7
SW	12,500,000	(5)	NTL(SEQ)	INV/IO	November 2022	38373XBE5
VW(1)	10,981,162	6.00	SEQ/AD	FIX	August 2011	38373XBF2
VX(1)	15,733,706	6.00	SEQ	FIX	July 2019	38373XBG0
ZW(1)	15,027,114	6.00	SEQ	FIX/Z	June 2032	38373XBH8
Residual						
RR	0	0.00	NPR	NPR	June 2032	38373X BJ 4

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

<sup>(3)</sup> As defined under "Class Types" in Appendix I to the Base Offering Circular. The type of Class with which the Class Notional Balance of each Notional Class will be reduced is indicated in parentheses.
(4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.
(5) See "Terms Sheet — Interest Rates" in this Supplement.

#### **AVAILABLE INFORMATION**

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

- this Offering Circular Supplement (this "Supplement"), and
- the Base Offering Circular.

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

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

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

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#### **TERMS SHEET**

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

**Sponsor:** Credit Suisse First Boston Corporation

**Trustee:** State Street Bank and Trust Company

**Tax Administrator:** The Trustee

Closing Date: June 28, 2002

**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 2002.

#### **Trust Assets:**

Trust Asset Group	Trust Asset Type	Certificate Rate	Original Term To Maturity (in years)
1	Ginnie Mae II	6.5%	30
2	Ginnie Mae II	6.0	30

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

# Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets<sup>1</sup>:

Principal Balance <sup>2</sup>	Weighted Average Remaining Term to Maturity (in months)	Weighted Average Loan Age (in months)	Weighted Average Mortgage Rate <sup>3</sup>
<b>Group 1 Trust Assets</b> \$537,881,510	358	2	7.25%
<b>Group 2 Trust Assets</b> \$208,709,912	356	1	6.80%

<sup>&</sup>lt;sup>1</sup> As of June 1, 2002.

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.

<sup>&</sup>lt;sup>2</sup> Does not include Trust Assets that will be added to pay the Trustee Fee.

<sup>&</sup>lt;sup>3</sup> The Mortgage Loans underlying the Trust Assets may bear interest at rates ranging from 0.5% to 1.5% per annum above the related Certificate Rate.

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

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

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

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
FW	LIBOR + 0.35%	2.19%	0.35%	8.50%	0	0.00%
SW	8.15% - LIBOR	6.31%	0.00%	8.15%	0	8.15%

- (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 Securities:

#### **SECURITY GROUP 1**

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

- The ZP Accrual Amount as follows:
  - 1. To VM, VN and VA, in that order, until retired
  - 2. To ZP
- The Group 1 Adjusted Principal Distribution Amount in the following order of priority:
  - 1. To WU, WN, PB, PC, PD, VM, VN, VA and ZP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
  - 2. Concurrently:
    - a. 72.5754053926% to MA, MB, MC and MD, in that order, until retired
    - b. 24.6332327499% to ME, MG, MH and MJ, in that order, until retired
    - c. 2.7913618575% to MO, until retired
  - 3. To WU, WN, PB, PC, PD, VM, VN, VA and ZP, 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") and the ZW Accrual Amount will be allocated as follows:

- The ZW Accrual Amount as follows:
  - 1. To VW and VX, in that order, until retired
  - 2. To ZW
- The Group 2 Adjusted Principal Distribution Amount in the following order of priority:
  - 1. Concurrently:
    - a. 39.5263444311% to AM, until retired
    - b. 60.4736555689% as follows:
      - i. Concurrently:
        - (a) 30.0559363517% to AD, until retired
        - (b) 69.9440636483% as follows:
          - (i) To FW and K, pro rata, until retired
          - (ii) To DB, until retired
      - ii. To DH, until retired
  - 2. To DG, VW, VX and ZW, in that order, until retired

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

Classes	Structuring Range
PB, PC, PD, VA, VM, VN, WN, WU and ZP (in the	
aggregate)	115% PSA through 250% PSA

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

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

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

Class	Original Class Notional Balance	Represents Approximately
GI	\$10,892,363	15.3846153846% of WU (PAC Class)
JI	\$ 1,666,666	8.33333333333% of AD (SEQ Class)
LI	\$ 3,916,128	7.6923076923% of PC (PAC Class)
MI	\$ 2,815,865	7.6923076923% of PB (PAC Class)
SW	\$12,500,000	100% of FW (SEQ Class)
UI	\$18,589,221	19.2307692308% of WN (PAC Class)

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

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

#### RISK FACTORS

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

The rate of principal payments on the underlying mortgage loans will affect the rate of principal payments on your securities. The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the mortgage loans underlying the related trust assets. We expect the rate of principal payments on the underlying mortgage loans to vary. Borrowers generally may prepay their mortgage loans at any time without penalty.

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

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

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

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

An investment in the securities is subject to significant reinvestment risk. The rate of

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

Support securities will be more sensitive to rates of principal payments than other securities. If principal prepayments result in principal distributions on any distribution date equal to or less than the amount needed to produce scheduled payments on the PAC 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 PAC classes for that distribution date, this excess will be distributed to the related support classes.

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

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

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

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

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

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

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

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

# THE TRUST ASSETS

#### General

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

#### The Trust MBS

The Trust MBS are either:

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

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

#### The Mortgage Loans

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

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

#### The Trustee Fee

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

#### **DESCRIPTION OF THE SECURITIES**

#### General

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

#### **Form of Securities**

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

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

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

Class	Minimum Denomination					
GI	\$1,236,000*					
JI	\$ 708,000*					
MO	\$ 130,000					
SW	\$1,270,000*					
UI	\$ 570,000*					

<sup>\*</sup> Notional balance

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

#### **Distributions**

Distributions on the Securities will be made on each Distribution Date as specified under "Terms Sheet — Distribution 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 Base Offering Circular.

#### **Interest Distributions**

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

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable on any Class for any Distribution Date will consist of 30 days' interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.
- Investors can calculate the amount of interest to be distributed on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See "— Class Factors" below.

# Categories of Classes

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

#### Accrual Periods

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

Class	Accrual Period
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Floating Rate and	From the 20th day of the month preceding the month of the related
Inverse Floating	Distribution Date through the 19th day of the month of that
Rate Classes	Distribution Date

#### Fixed Rate Classes

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

# Floating Rate and Inverse Floating Rate Classes

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

For information regarding the manner in which the Trustee determines LIBOR and calculates the Interest Rates for the Floating Rate and Inverse Floating Rate Classes, see "Description of the Securities — Interest Rate Indices — Determination of LIBOR" in the Base Offering Circular.

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

#### Accrual Classes

Classes ZP and ZW are Accrual Classes. Interest will accrue on each Accrual Class and be distributed as described under "Terms Sheet — Accrual Classes" in this Supplement.

#### **Principal Distributions**

The Group 1 Adjusted Principal Distribution Amount, the Group 2 Adjusted Principal Distribution Amount and the Accrual Amounts will be distributed to the Holders entitled thereto as described above under "Terms Sheet — Allocation of Principal." Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. See "— Class Factors" below.

# Categories of Classes

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

#### Notional Classes

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

#### **Residual Securities**

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

#### **Class Factors**

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

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

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

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner's Book-Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal balance of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee in writing at its Corporate Trust Office, State Street Bank and Trust Company, Global Investor Service Group, Corporate Trust, 2 Avenue de Lafayette, Boston, Massachusetts 02111. The Trustee may be contacted by telephone at (617) 662-1337 and by fax at (617) 662-1435.

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

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

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

#### YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

# General

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

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

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

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

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

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

#### **Accretion Directed Classes**

Classes VM, VN and VW are Accretion Directed Classes. The related Accrual Amount will be applied to making principal distributions on those Classes as described in this Supplement.

Because the Accretion Directed Classes are entitled to principal payments in an amount equal to interest accrued on the related Accrual Class, the Weighted Average Life of each such Class cannot exceed its Weighted Average Life as shown in the following table under any prepayment scenario, even a scenario where there are no prepayments.

- Moreover, based on the Modeling Assumptions, if the related Mortgage Loans prepay at any constant rate at or below the rate for an Accretion Directed Class shown in the table below, its Class Principal Balance would be reduced to zero on, but not before, its Final Distribution Date, and its Weighted Average Life would equal its Maximum Weighted Average Life.
- However, the Weighted Average Life of an Accretion Directed Class will be reduced at prepayment speeds higher than the constant rate shown in the table below. See "Yield, Maturity and Prepayment Considerations Decrement Tables" in this Supplement.

#### **Accretion Directed Classes**

Class	Weighted Average Life (in Years)	Final Distribution Date	Prepayment Rate at or below			
VM	2.0	April 2006	1036%			
VN	7.5	March 2013	357%			
VW	5.0	August 2011	282%			

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

# Securities that Receive Principal on the Basis of Schedules

As described in this Supplement, each PAC Class will receive principal payments in accordance with a schedule calculated on the basis of, among other things, a Structuring Range. See "Terms Sheet — Scheduled Principal Balances." However, whether 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 Class exhibits an Effective Range of constant prepayment rates at which such Class will receive Scheduled Payments. That range may differ from the Structuring Range used to create the principal balance schedule. Based on the Modeling Assumptions, the initial Effective Range for the PAC Classes are as follows:

PAC Classes	Initial Effective Range
PB, PC, PD, VA, VM, VN, WN, WU and ZP	
(in the aggregate)	115% PSA through 250% PSA

• The principal payment stability of the PAC Classes will be supported by the Support Classes.

If all of the Classes supporting a given Class are retired before the Class being supported is retired, the outstanding Class will no longer have an Effective Range 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 Range. If the initial Effective Range were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Range could differ from that shown in the above table. Therefore, even if the related Mortgage Loans were to prepay at a constant rate within the initial Effective Range shown in the above table, any PAC Class could fail to receive Scheduled Payments.

Moreover, the Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range for that Class. Further, the Effective Range for any PAC Class can narrow or shift over time 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 for any PAC Class, the amount available to pay principal on the Securities may be insufficient to

produce Scheduled Payments on that PAC Class 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 for any PAC Class, its supporting Classes may be retired earlier than that PAC 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 inside cover page of this Supplement or on Schedule I to this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero.

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

#### **Modeling Assumptions**

Unless otherwise indicated, the tables that follow have been prepared on the basis of the following assumptions (the "Modeling Assumptions"), among others:

- 1. The Mortgage Loans underlying the Trust Assets have the assumed characteristics shown under "Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets" in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and a Mortgage Rate of 1.5% per annum higher than the related Certificate Rate.
- 2. The Mortgage Loans prepay at the constant percentages of PSA (described below) shown in the related table.
- 3. Distributions are always received on the 20th day of the month, whether or not a Business Day, commencing in July 2002.
  - 4. A termination of the Trust does not occur.
  - 5. The Closing Date for the Securities is June 28, 2002.
  - 6. No expenses or fees are paid by the Trust other than the Trustee Fee.
  - 7. Each Class is held from the Closing Date and is not exchanged in whole or in part.

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

• For example, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 20th day of the month,

- and the Trustee may cause a termination of the Trust as described under "Description of the Securities Termination" in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, if applicable, which may not reflect actual receipts on the Trust Assets.

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

#### **Decrement Tables**

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

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of PSA (the "PSA Prepayment Assumption Rates"). As used in the tables, 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 lives shown for each Notional Class have been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal.

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

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

Security Group 1 PSA Prepayment Assumption Rates

	Classes GI and WU Class				Classes	s LI, LK	I, LK and PC Class MA						Class MB							
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	94	78	78	78	78	100	100	100	100	100	100	100	87	83	59	100	100	100	100	100
June 2004	87	36	36	36	36	100	100	100	100	100	100	100	58	47	0	100	100	100	100	0
June 2005	79	0	0	0	0	100	100	100	100	100	100	100	23	3	0	100	100	100	100	0
June 2006	71	0	0	0	0	100	100	100	100	100	100	100	0	0	0	100	100	85	0	0
June 2007	63	0	0	0	0	100	100	100	100	8	100	100	0	0	0	100	100	4	0	0
June 2008	53	0	0	0	0	100	100	100	100	0	100	100	0	0	0	100	100	0	0	0
June 2009	43	0	0	0	0	100	76	76	76	0	100	100	0	0	0	100	100	0	0	0
June 2010	32	0	0	0	0	100	22	22	22	0	100	100	0	0	0	100	100	0	0	0
June 2011	20	0	0	0	0	100	0	0	0	0	100	100	0	0	0	100	100	0	0	0
June 2012	7	0	0	0	0	100	0	0	0	0	100	97	0	0	0	100	100	0	0	0
June 2013	0	0	0	0	0	100	0	0	0	0	100	92	0	0	0	100	100	0	0	0
June 2014	0	0	0	0	0	100	0	0	0	0	100	85	0	0	0	100	100	0	0	0
June 2015	0	0	0	0	0	100	0	0	0	0	100	77	0	0	0	100	100	0	0	0
June 2016	0	0	0	0	0	100	0	0	0	0	100	67	0	0	0	100	100	0	0	0
June 2017	0	0	0	0	0	100	0	0	0	0	100	57	0	0	0	100	100	0	0	0
June 2018	0	0	0	0	0	100	0	0	0	0	100	46	0	0	0	100	100	0	0	0
June 2019	0	0	0	0	0	100	0	0	0	0	100	35	0	0	0	100	100	0	0	0
June 2020	0	0	0	0	0	100	0	0	0	0	100	24	0	0	0	100	100	0	0	0
June 2021	0	0	0	0	0	100	0	0	0	0	100	13	0	0	0	100	100	0	0	0
June 2022	0	0	0	0	0	83	0	0	0	0	100	3	0	0	0	100	100	0	0	0
June 2023	0	0	0	0	0	40	0	0	0	0	100	0	0	0	0	100	67	0	0	0
June 2024	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	26	0	0	0
June 2025	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2026	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2027	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2028	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2029	0	0	0	0	0	0	0	0	0	0	82	0	0	0	0	100	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	30	0	0	0	0	100	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	6.0	1.6	1.6	1.6	1.6	20.8	7.5	7.5	7.5	4.6	27.6	15.5	2.2	1.9	1.1	28.8	21.4	4.4	3.4	1.8

PSA Prepayment Assumption Rates

			Class N	ИC				Class M	1D				Class M	Œ				Class M	1G	
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	100	100	100	100	100	100	100	87	83	59	100	100	100	100	100
June 2004	100	100	100	100	80	100	100	100	100	100	100	100	58	47	0	100	100	100	100	0
June 2005	100	100	100	100	0	100	100	100	100	0	100	100	23	3	0	100	100	100	100	0
June 2006	100	100	100	75	0	100	100	100	100	0	100	100	0	0	0	100	100	85	0	0
June 2007	100	100	100	0	0	100	100	100	83	0	100	100	0	0	0	100	100	4	0	0
June 2008	100	100	44	0	0	100	100	100	41	0	100	100	0	0	0	100	100	0	0	0
June 2009	100	100	5	0	0	100	100	100	15	0	100	100	0	0	0	100	100	0	0	0
June 2010	100	100	0	0	0	100	100	89	2	0	100	100	0	0	0	100	100	0	0	0
June 2011	100	100	0	0	0	100	100	84	0	0	100	100	0	0	0	100	100	0	0	0
June 2012	100	100	0	0	0	100	100	79	0	0	100	97	0	0	0	100	100	0	0	0
June 2013	100	100	0	0	0	100	100	74	0	0	100	92	0	0	0	100	100	0	0	0
	100	100	0	0	0	100	100	68	0	0	100	85	0	0	0	100	100	0	0	0
	100	100	0	0	0	100	100	62	0	0	100	77	0	0	0	100	100	0	0	0
	100	100	0	0	0	100	100	56	0	0	100	67	0	0	0	100	100	0	0	0
	100	100	0	0	0	100	100	50	0	0	100	57	0	0	0	100	100	0	0	0
June 2018	100	100	0	0	0	100	100	45	0	0	100	46	0	0	0	100	100	0	0	0
June 2019	100	100	0	0	0	100	100	39	0	0	100	35	0	0	0	100	100	0	0	0
June 2020	100	100	0	0	0	100	100	34	0	0	100	24	0	0	0	100	100	0	0	0
June 2021	100	100	0	0	0	100	100	29	0	0	100	13	0	0	0	100	100	0	0	0
June 2022	100	100	0	0	0	100	100	25	0	0	100	3	0	0	0	100	100	0	0	0
June 2023	100	100	0	0	0	100	100	21	0	0	100	0	0	0	0	100	67	0	0	0
June 2024	100	100	0	0	0	100	100	17	0	0	100	0	0	0	0	100	26	0	0	0
June 2025	100	84	0	0	0	100	100	14	0	0	100	0	0	0	0	100	0	0	0	0
June 2026	100	43	0	0	0	100	100	11	0	0	100	0	0	0	0	100	0	0	0	0
June 2027	100	4	0	0	0	100	100	9	0	0	100	0	0	0	0	100	0	0	0	0
June 2028	100	0	0	0	0	100	79	6	0	0	100	0	0	0	0	100	0	0	0	0
June 2029	100	0	0	0	0	100	57	4	0	0	82	0	0	0	0	100	0	0	0	0
June 2030	100	0	0	0	0	100	36	3	0	0	30	0	0	0	0	100	0	0	0	0
June 2031	98	0	0	0	0	100	16	1	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	29.2	23.9	6.0	4.2	2.1	29.7	27.4	15.7	5.9	2.4	27.6	15.5	2.2	1.9	1.1	28.8	21.4	4.4	3.4	1.8

Security Group 1 PSA Prepayment Assumption Rates

			Class M	ИH			Classes	MI, M	L and	PB			Class N	4J			-	Class M	Ю	
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	93	91	78
June 2004	100	100	100	100	80	100	100	100	100	100	100	100	100	100	100	100	100	78	71	30
June 2005	100	100	100	100	0	100	100	100	100	100	100	100	100	100	0	100	100	59	48	0
June 2006	100	100	100	75	0	100	100	100	100	31	100	100	100	100	0	100	100	44	30	0
June 2007	100	100	100	0	0	100	100	100	100	0	100	100	100	83	0	100	100	33	17	0
June 2008	100	100	44	0	0	100	47	47	47	0	100	100	100	41	0	100	100	26	8	0
June 2009	100	100	5	0	0	100	0	0	0	0	100	100	100	15	0	100	100	21	3	0
June 2010	100	100	0	0	0	100	0	0	0	0	100	100	89	2	0	100	100	18	0	0
June 2011	100	100	0	0	0	100	0	0	0	0	100	100	84	0	0	100	100	17	0	0
June 2012	100	100	0	0	0	100	0	0	0	0	100	100	79	0	0	100	99	16	0	0
June 2013	100	100	0	0	0	100	0	0	0	0	100	100	74	0	0	100	96	15	0	0
June 2014	100	100	0	0	0	100	0	0	0	0	100	100	68	0	0	100	92	14	0	0
June 2015	100	100	0	0	0	100	0	0	0	0	100	100	62	0	0	100	88	13	0	0
June 2016	100	100	0	0	0	100	0	0	0	0	100	100	56	0	0	100	82	11	0	0
June 2017	100	100	0	0	0	100	0	0	0	0	100	100	50	0	0	100	77	10	0	0
June 2018	100	100	0	0	0	100	0	0	0	0	100	100	45	0	0	100	71	9	0	0
June 2019	100	100	0	0	0	100	0	0	0	0	100	100	39	0	0	100	65	8	0	0
June 2020	100	100	0	0	0	84	0	0	0	0	100	100	34	0	0	100	59	7	0	0
June 2021	100	100	0	0	0	33	0	0	0	0	100	100	29	0	0	100	53	6	0	0
June 2022	100	100	0	0	0	0	0	0	0	0	100	100	25	0	0	100	48	5	0	0
June 2023	100	100	0	0	0	0	0	0	0	0	100	100	21	0	0	100	42	4	0	0
June 2024	100	100	0	0	0	0	0	0	0	0	100	100	17	0	0	100	36	4	0	0
June 2025	100	84	0	0	0	0	0	0	0	0	100	100	14	0	0	100	31	3	0	0
June 2026	100	43	0	0	0	0	0	0	0	0	100	100	11	0	0	100	26	2	0	0
June 2027	100	4	0	0	0	0	0	0	0	0	100	100	9	0	0	100	21	2	0	0
June 2028	100	0	0	0	0	0	0	0	0	0	100	79	6	0	0	100	16	1	0	0
June 2029	100	0	0	0	0	0	0	0	0	0	100	57	4	0	0	90	12	1	0	0
June 2030	100	0	0	0	0	0	0	0	0	0	100	36	3	0	0	63	7	1	0	0
June 2031	98	0	0	0	0	0	0	0	0	0	100	16	1	0	0	33	3	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	Ö	0	0	0
Weighted Average																				
Life (years)	29.2	23.9	6.0	4.2	2.1	18.7	6.0	6.0	6.0	3.9	29.7	27.4	15.7	5.9	2.4	28.4	19.8	5.7	3.2	1.6

								PS.	A Prep	ayment	Assum	ption	Rates							
			Class I	PD				Class	PE			Class	es UI a	ınd W	V			Class '	VA	
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2005	100	100	100	100	100	100	100	100	100	100	100	86	86	86	57	100	100	100	100	100
June 2006	100	100	100	100	100	100	100	100	100	100	100	48	48	48	0	100	100	100	100	100
June 2007	100	100	100	100	100	100	100	100	100	100	100	13	13	13	0	100	100	100	100	100
June 2008	100	100	100	100	62	100	100	100	100	100	100	0	0	0	0	100	100	100	100	100
June 2009	100	100	100	100	32	100	100	100	100	100	100	0	0	0	0	100	100	100	100	100
June 2010	100	100	100	100	10	100	100	100	100	100	100	0	0	0	0	100	100	100	100	100
June 2011	100	86	86	86	0	100	100	100	100	88	100	0	0	0	0	100	100	100	100	85
June 2012	100	64	64	64	0	100	100	100	100	63	100	0	0	0	0	100	100	100	100	22
June 2013	100	45	45	45	0	100	100	100	100	45	95	0	0	0	0	98	98	98	98	0
June 2014	100	30	30	30	0	100	100	100	100	32	83	0	0	0	0	89	89	89	89	0
June 2015	100	17	17	17	0	100	100	100	100	23	71	0	0	0	0	80	80	80	80	0
June 2016	100	6	6	6	0	100	100	100	100	16	58	0	0	0	0	70	70	70	70	0
June 2017	100	0	0	0	0	100	92	92	92	11	44	0	0	0	0	60	43	43	43	0
June 2018	100	0	0	0	0	100	75	75	75	8	29	0	0	0	0	49	0	0	0	0
June 2019	100	0	0	0	0	100	61	61	61	5	12	0	0	0	0	37	0	0	0	0
June 2020	100	0	0	0	0	100	50	50	50	4	0	0	0	0	0	25	0	0	0	0
June 2021	100	0	0	0	0	100	40	40	40	3	0	0	0	0	0	11	0	0	0	0
June 2022	100	0	0	0	0	100	32	32	32	2	0	0	0	0	0	0	0	0	0	0
June 2023	100	0	0	0	0	100	25	25	25	1	0	0	0	0	0	0	0	0	0	0
June 2024	96	0	0	0	0	100	19	19	19	1	0	0	0	0	0	0	0	0	0	0
June 2025	70	0	0	0	0	100	15	15	15	1	0	0	0	0	0	0	0	0	0	0
June 2026	42	0	0	0	0	100	11	11	11	0	0	0	0	0	0	0	0	0	0	0
June 2027	12	0	0	0	0	100	8	8	8	0	0	0	0	0	0	0	0	0	0	0
June 2028	0	0	0	0	0	53	6	6	6	0	0	0	0	0	0	0	0	0	0	0
June 2029	0	0	0	0	0	4	4	4	4	0	0	0	0	0	0	0	0	0	0	0
June 2030	0	0	0	0	0	2	2	2	2	0	0	0	0	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	1	1	1	1	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	23.7	11.0	11.0	11.0	6.5	26.1	18.9	18.9	18.9	11.5	14.4	4.0	4.0	4.0	3.1	15.7	14.4	14.4	14.4	9.6

Security Group 1 PSA Prepayment Assumption Rates

			Class V	M				Class V	N				Class V	P	
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	76	76	76	76	76	100	100	100	100	100	93	93	93	93	93
June 2004	51	51	51	51	51	100	100	100	100	100	86	86	86	86	86
June 2005	23	23	23	23	23	100	100	100	100	100	79	79	79	79	79
June 2006	0	0	0	0	0	98	98	98	98	98	70	70	70	70	70
June 2007	0	0	0	0	0	86	86	86	86	86	62	62	62	62	62
June 2008	0	0	0	0	0	73	73	73	73	73	53	53	53	53	53
June 2009	0	0	0	0	0	59	59	59	59	59	43	43	43	43	43
June 2010	0	0	0	0	0	45	45	45	45	45	32	32	32	32	32
June 2011	0	0	0	0	0	29	29	29	29	0	21	21	21	21	0
June 2012	0	0	0	0	0	12	12	12	12	0	9	9	9	9	0
June 2013	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2014	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2015	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2016	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	2.0	2.0	2.0	2.0	2.0	7.5	7.5	7.5	7.5	7.2	6.0	6.0	6.0	6.0	5.7

PSA	Prepayment	Assumption	Rates

			Class V	T				Class V	U				Class Z	P	
Distribution Date	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%	0%	115%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	97	97	97	97	97	107	107	107	107	107
June 2004	100	100	100	100	100	95	95	95	95	95	114	114	114	114	114
June 2005	100	100	100	100	100	92	92	92	92	92	121	121	121	121	121
June 2006	99	99	99	99	99	89	89	89	89	89	130	130	130	130	130
June 2007	96	96	96	96	96	85	85	85	85	85	138	138	138	138	138
June 2008	92	92	92	92	92	82	82	82	82	82	148	148	148	148	148
June 2009	87	87	87	87	87	78	78	78	78	78	157	157	157	157	157
June 2010	83	83	83	83	83	74	74	74	74	74	168	168	168	168	168
June 2011	78	78	78	78	59	70	70	70	70	53	179	179	179	179	179
June 2012	73	73	73	73	15	65	65	65	65	13	191	191	191	191	191
June 2013	67	67	67	67	0	60	60	60	60	0	204	204	204	204	161
June 2014	61	61	61	61	0	55	55	55	55	0	218	218	218	218	115
June 2015	55	55	55	55	0	49	49	49	49	0	232	232	232	232	81
June 2016	49	49	49	49	0	43	43	43	43	0	248	248	248	248	57
June 2017	41	30	30	30	0	37	26	26	26	0	264	264	264	264	40
June 2018	34	0	0	0	0	30	0	0	0	0	282	272	272	272	28
June 2019	26	0	0	0	0	23	0	0	0	0	301	221	221	221	20
June 2020	17	0	0	0	0	15	0	0	0	0	321	179	179	179	14
June 2021	8	0	0	0	0	7	0	0	0	0	343	144	144	144	9
June 2022	0	0	0	0	0	0	0	0	0	0	361	114	114	114	6
June 2023	0	0	0	0	0	0	0	0	0	0	361	90	90	90	4
June 2024	0	0	0	0	0	0	0	0	0	0	361	70	70	70	3
June 2025	0	0	0	0	0	0	0	0	0	0	361	54	54	54	2
June 2026	0	0	0	0	0	0	0	0	0	0	361	40	40	40	1
June 2027	0	0	0	0	0	0	0	0	0	0	361	29	29	29	1
June 2028	0	0	0	0	0	0	0	0	0	0	191	21	21	21	0
June 2029	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0
June 2030	0	0	0	0	0	0	0	0	0	0	8	8	8	8	0
June 2031	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (vears)	13.2	12.2	12.2	12.2	8.8	12.0	11.1	11.1	11.1	8.1	26.1	20.0	20.0	20.0	13.3

Security Group 2 PSA Prepayment Assumption Rates

		Class	ses AD	and JI			-	Class A	M	•			Class I	)B				Class 1	DE	
Distribution Date	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	98	95	92	88	85	98	96	93	90	87	100	100	100	100	100	100	100	100	100	100
June 2004	96	86	76	62	53	97	88	79	67	59	100	100	100	100	100	100	100	100	100	100
June 2005	94	73	54	29	14	95	77	60	39	25	100	100	100	100	72	100	100	100	100	100
June 2006	92	62	35	3	0	93	67	43	16	0	100	100	100	16	0	100	100	100	100	100
June 2007	90	50	18	0	0	91	57	29	0	0	100	100	93	0	0	100	100	100	100	100
June 2008	87	40	3	0	0	89	48	16	0	0	100	100	17	0	0	100	100	100	100	100
June 2009	85	30	0	0	0	87	39	5	0	0	100	100	0	0	0	100	100	100	100	73
June 2010	82	21	0	0	0	84	31	0	0	0	100	100	0	0	0	100	100	100	89	52
June 2011	78	12	0	0	0	81	23	0	0	0	100	61	0	0	0	100	100	100	69	37
June 2012	75	4	0	0	0	78	16	0	0	0	100	18	0	0	0	100	100	100	53	27
June 2013	71	0	0	0	0	75	9	0	0	0	100	0	0	0	0	100	100	100	41	19
June 2014	67	0	0	0	0	72	3	0	0	0	100	0	0	0	0	100	100	98	31	13
June 2015	63	0	0	0	0	68	0	0	0	0	100	0	0	0	0	100	100	83	24	10
June 2016	58	0	0	0	0	64	0	0	0	0	100	0	0	0	0	100	100	71	18	7
June 2017	53	0	0	0	0	59	0	0	0	0	100	0	0	0	0	100	100	60	14	5
June 2018	48	0	0	0	0	55	0	0	0	0	100	0	0	0	0	100	100	50	11	3
June 2019	42	0	0	0	0	50	0	0	0	0	100	0	0	0	0	100	100	42	8	2
June 2020	36	0	0	0	0	44	0	0	0	0	100	0	0	0	0	100	100	35	6	2
June 2021	29	0	0	0	0	38	0	0	0	0	100	0	0	0	0	100	98	29	4	1
June 2022	22	0	0	0	0	32	0	0	0	0	100	0	0	0	0	100	86	24	3	1
June 2023	14	0	0	0	0	25	0	0	0	0	73	0	0	0	0	100	75	19	2	1
June 2024	6	0	0	0	0	18	0	0	0	0	30	0	0	0	0	100	64	15	2	0
June 2025	0	0	0	0	0	10	0	0	0	0	0	0	0	0	0	100	54	12	1	0
June 2026	0	0	0	0	0	2	0	0	0	0	0	0	0	0	0	100	45	9	1	0
June 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	36	7	1	0
June 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	27	5	0	0
June 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	19	3	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	78	12	2	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	40	5	1	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	14.4	5.2	3.3	2.3	2.0	15.6	6.0	3.8	2.6	2.2	21.6	9.3	5.6	3.8	3.2	28.7	23.7	17.2	11.3	9.0

			Class I	DG .				Class I	Н				Class I	K				Class I	DL	
Distribution Date	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2005	100	100	100	100	100	100	100	100	100	100	100	100	100	100	87	100	100	100	100	100
June 2006	100	100	100	100	100	100	100	100	100	0	100	100	100	60	0	100	100	100	100	80
June 2007	100	100	100	93	43	100	100	100	0	0	100	100	96	0	0	100	100	100	75	34
June 2008	100	100	100	49	2	100	100	100	0	0	100	100	60	0	0	100	100	100	40	1
June 2009	100	100	100	15	0	100	100	36	0	0	100	100	19	0	0	100	100	87	12	0
June 2010	100	100	84	0	0	100	100	0	0	0	100	100	0	0	0	100	100	68	0	0
June 2011	100	100	58	0	0	100	100	0	0	0	100	81	0	0	0	100	100	47	0	0
June 2012	100	100	35	0	0	100	100	0	0	0	100	61	0	0	0	100	100	28	0	0
June 2013	100	100	15	0	0	100	72	0	0	0	100	37	0	0	0	100	94	12	0	0
June 2014	100	100	0	0	0	100	22	0	0	0	100	12	0	0	0	100	85	0	0	0
June 2015	100	90	0	0	0	100	0	0	0	0	100	0	0	0	0	100	73	0	0	0
June 2016	100	73	0	0	0	100	0	0	0	0	100	0	0	0	0	100	58	0	0	0
June 2017	100	56	0	0	0	100	0	0	0	0	100	0	0	0	0	100	45	0	0	0
June 2018	100	40	0	0	0	100	0	0	0	0	100	0	0	0	0	100	32	0	0	0
June 2019	100	25	0	0	0	100	0	0	0	0	100	0	0	0	0	100	20	0	0	0
June 2020	100	12	0	0	0	100	0	0	0	0	100	0	0	0	0	100	9	0	0	0
June 2021	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2022	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2023	100	0	0	0	0	100	0	0	0	0	87	0	0	0	0	100	0	0	0	0
June 2024	100	0	0	0	0	100	0	0	0	0	67	0	0	0	0	100	0	0	0	0
June 2025	100	0	0	0	0	79	0	0	0	0	41	0	0	0	0	96	0	0	0	0
June 2026	100	0	0	0	0	13	0	0	0	0	7	0	0	0	0	83	0	0	0	0
June 2027	77	0	0	0	0	0	0	0	0	0	0	0	0	0	0	62	0	0	0	0
June 2028	46	0	0	0	0	0	0	0	0	0	0	0	0	0	0	37	0	0	0	0
June 2029	13	0	0	0	0	0	0	0	0	0	0	0	0	0	0	10	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	25.9	15.5	9.5	6.1	4.9	23.5	11.5	6.9	4.5	3.7	22.6	10.4	6.2	4.1	3.5	25.4	14.7	8.9	5.8	4.7

PSA Prepayment Assumption Rates

Security Group 2 PSA Prepayment Assumption Rates

			Class D	M			Classe	es FW, K	and SW				Class V	W	
Distribution Date	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	98	94	90	85	82	92	92	92	92	92
June 2004	100	100	100	100	100	95	82	70	53	41	83	83	83	83	83
June 2005	100	100	100	100	96	93	67	43	12	0	73	73	73	73	73
June 2006	100	100	100	87	68	90	52	19	0	0	63	63	63	63	63
June 2007	100	100	99	63	29	87	38	0	0	0	52	52	52	52	52
June 2008	100	100	87	34	1	84	25	0	0	0	41	41	41	41	41
June 2009	100	100	74	10	0	81	13	0	0	0	29	29	29	29	0
June 2010	100	100	57	0	0	77	1	0	0	0	16	16	16	0	0
June 2011	100	94	39	0	0	73	0	0	0	0	2	2	2	0	0
June 2012	100	88	24	0	0	69	0	0	0	0	0	0	0	0	0
June 2013	100	80	10	0	0	64	0	0	0	0	0	0	0	0	0
June 2014	100	72	0	0	0	59	0	0	0	0	0	0	0	0	0
June 2015	100	61	0	0	0	54	0	0	0	0	0	0	0	0	0
June 2016	100	49	0	0	0	48	0	0	0	0	0	0	0	0	0
June 2017	100	38	0	0	0	42	0	0	0	0	0	0	0	0	0
June 2018	100	27	0	0	0	35	0	0	0	0	0	0	0	0	0
June 2019	100	17	0	0	0	28	0	0	0	0	0	0	0	0	0
June 2020	100	8	0	0	0	21	0	0	0	0	0	0	0	0	0
June 2021	100	0	0	0	0	12	0	0	0	0	0	0	0	0	0
June 2022	100	0	0	0	0	3	0	0	0	0	0	0	0	0	0
June 2023	96	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2024	89	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2025	81	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2026	70	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2027	52	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2028	31	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2029	9	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	24.8	13.9	8.4	5.5	4.5	12.7	4.3	2.7	2.0	1.7	5.0	5.0	5.0	4.9	4.4

PSA	Prepayment	Assumption	Rates

			Class V	X				Class V	Y				Class Z	W	
Distribution Date	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%	0%	100%	204%	350%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2003	100	100	100	100	100	97	97	97	97	97	106	106	106	106	106
June 2004	100	100	100	100	100	93	93	93	93	93	113	113	113	113	113
June 2005	100	100	100	100	100	89	89	89	89	89	120	120	120	120	120
June 2006	100	100	100	100	100	85	85	85	85	85	127	127	127	127	127
June 2007	100	100	100	100	100	80	80	80	80	80	135	135	135	135	135
June 2008	100	100	100	100	100	76	76	76	76	76	143	143	143	143	143
June 2009	100	100	100	100	48	71	71	71	71	28	152	152	152	152	152
June 2010	100	100	100	82	0	65	65	65	48	0	161	161	161	161	145
June 2011	100	100	100	19	0	60	60	60	11	0	171	171	171	171	104
June 2012	92	92	92	0	0	54	54	54	0	0	182	182	182	148	74
June 2013	81	81	81	0	0	48	48	48	0	0	193	193	193	114	53
June 2014	69	69	64	0	0	41	41	37	0	0	205	205	205	87	37
June 2015	57	57	13	0	0	34	34	8	0	0	218	218	218	67	26
June 2016	45	45	0	0	0	26	26	0	0	0	231	231	196	51	19
June 2017	31	31	0	0	0	18	18	0	0	0	245	245	166	39	13
June 2018	16	16	0	0	0	10	10	0	0	0	261	261	139	29	9
June 2019	1	1	0	0	0	1	1	0	0	0	277	277	117	22	6
June 2020	0	0	0	0	0	0	0	0	0	0	278	278	97	17	4
June 2021	0	0	0	0	0	0	0	0	0	0	278	273	80	12	3
June 2022	0	0	0	0	0	0	0	0	0	0	278	240	66	9	2
June 2023	0	0	0	0	0	0	0	0	0	0	278	209	53	7	1
June 2024	0	0	0	0	0	0	0	0	0	0	278	179	43	5	1
June 2025	0	0	0	0	0	0	0	0	0	0	278	151	34	3	1
June 2026	0	0	0	0	0	0	0	0	0	0	278	124	26	2	0
June 2027	0	0	0	0	0	0	0	0	0	0	278	99	19	2	0
June 2028	0	0	0	0	0	0	0	0	0	0	278	76	14	1	0
June 2029	0	0	0	0	0	0	0	0	0	0	278	54	9	1	0
June 2030	0	0	0	0	0	0	0	0	0	0	216	33	5	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	112	13	2	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (vears)	13.4	13.4	12.0	8.5	7.0	10.0	10.0	9.1	7.0	6.0	28.7	23.7	18.3	13.0	10.7

#### **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, and, in the case of a Floating Rate or Inverse Floating Rate Class, the investor's own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, LIBOR levels or the yield of any Class.** 

Prepayments: Effect on Yields

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

- In the case of Regular Securities or MX Securities purchased at a premium (especially 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 or MX Securities purchased at a discount (especially the Principal Only Class), slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

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

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

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

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

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

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

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

Low levels of LIBOR can reduce the yield of the Floating Rate Class. High levels of LIBOR can significantly reduce the yield of the Inverse Floating Rate Class. In addition, the Floating Rate Class will not benefit from a higher yield at high levels of LIBOR because the rate on that

Class is capped at a maximum rate, as described under "Terms Sheet — Interest Rates" in this Supplement.

Payment Delay: Effect on Yields of the Fixed Rate Classes

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

#### **Yield Tables**

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

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

The yields were calculated by

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

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

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

#### **SECURITY GROUP 1**

# Sensitivity of Class GI to Prepayments Assumed Price 8.1875%\*

	PSA Prepa	yment Assumpti	on Rates	
115%	220%	250%	450%	938%
23.5%	23.5%	23.5%	23.4%	0.1%

# Sensitivity of Class LI to Prepayments Assumed Price 17.50%\*

	PSA Prepa	yment Assumpti	on Rates	
115%	220%	250%	450%	868%
35.7%	35.7%	35.7%	25.9%	0.0%

# Sensitivity of Class MI to Prepayments Assumed Price 18.00%\*

	PSA Prepa	yment Assumpt	ion Rates	
115%	220%	250%	450%	698%
30.9%	30.9%	30.9%	18.2%	0.1%

# Sensitivity of Class MO to Prepayments Assumed Price 75.78125%

	PSA Prepayment	Assumption Rates	
115%	220%	250%	450%
1.4%	5.7%	9.3%	18.9%

# Sensitivity of Class UI to Prepayments Assumed Price 17.75%\*

	PSA Prepa	yment Assumptic	on Rates	
115%	220%	250%	450%	529%
19.1%	19.1%	19.1%	7.1%	0.0%

# **SECURITY GROUP 2**

# Sensitivity of Class JI to Prepayments Assumed Price 14.3125%\*

	PSA Pre	payment Assu	mption Rates	
100%	204%	328%	350%	450%
30.4%	16.4%	0.1%	(2.6)%	(14.1)%

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

# Sensitivity of Class SW to Prepayments Assumed Price 8.00%\*

		PSA Prepayme	nt Assumption Ra	ates
LIBOR	100%	204%	350%	450%
0.84%	95.2%	82.9%	65.6%	54.5%
1.84%	78.0%	64.8%	46.6%	35.3%
4.84%	27.3%	9.5%	(12.5)%	(25.0)%
8.15% and above	* *	* *	* *	* *

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

# CERTAIN FEDERAL INCOME TAX CONSEQUENCES

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

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

# **REMIC Elections**

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

#### **Regular Securities**

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

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

The Class ZP and ZW 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.

<sup>\*\*</sup> Indicates that investors will suffer a loss of virtually all of their investment.

Other than Classes listed in the preceding three paragraphs, based on anticipated prices (including accrued interest), the assumed Mortgage Loan characteristics, the prepayment assumptions described below and the constant LIBOR value described below, no other Class of Regular Securities is expected to be issued with OID.

Prospective investors in the Securities should be aware, however, that the foregoing expectations about OID could change because of differences (1) between anticipated purchase prices and actual purchase prices or (2) between the assumed characteristics of the Trust Assets and the characteristics of the Trust Assets actually delivered to the Trust. The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities is 220% PSA in the case of the Group 1 Securities and 204% PSA in the case of the Group 2 Securities (as described in "Yield, Maturity and Prepayment Considerations" in this Supplement). In the case of the Floating Rate and Inverse Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 1.84%. No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See "Certain Federal Income Tax Consequences" in the Base Offering Circular.

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

#### **Residual Securities**

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

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

#### **MX Securities**

For a discussion of certain federal income tax consequences applicable to the MX Classes, see "Certain Federal Income Tax Consequences — Tax Treatment of MX Securities," "— Exchanges of MX Classes and Regular Classes" and "— Taxation of Foreign Holders of REMIC Securities and MX Securities" in the Base Offering Circular.

#### **ERISA MATTERS**

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

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

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

See "ERISA Considerations" in the Base Offering Circular.

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

#### LEGAL INVESTMENT CONSIDERATIONS

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

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

See "Legal Investment Considerations" in the Base Offering Circular.

#### PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest from (1) June 1, 2002 on the Fixed Rate

Classes and (2) June 20, 2002 on the Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

#### **INCREASE IN SIZE**

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that (1) the Original Class Principal Balance (or original Class Notional Balance) of each related Class and(2) if applicable, the Aggregate Scheduled Principal Balances of the PAC Classes will increase by the same proportion. The Trust Agreement, the Final Data Statement, the Final Schedules and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

#### **LEGAL MATTERS**

Certain legal matters will be passed upon for Ginnie Mae by Sidley Austin Brown & Wood, LLP, New York, New York; for the Trust by Cadwalader, Wickersham & Taft, Washington, DC, and Marcell Solomon & Associates, P.C., Greenbelt, Maryland; and for the Trustee by Peabody & Arnold LLP, Boston, Massachusetts.

Available Combinations(1)

REMIC Securities	rities					MX Securities	ries		
Class	Original Class Principal Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type (3)	CUSIP	Final Distribution Date (4)	Increased Minimum Denomination(5)
Security Group 1 Combination 1									
PB	\$36,606,256	MI	\$ 2,815,865 36,606,256	NTL(PAC) PAC	6.5%	FIX/IO FIX	38373XBK1 38373XBL9	June 2027 June 2027	\$556,000 N/A
Combination 2 PC	\$50,909,671	LI LK	\$ 3,916,128 50,909,671	NTL(PAC) PAC	6.5%	FIX/IO FIX	38373XBM7 38373XBN5	December 2028 December 2028	\$572,000 N/A
Combination 3 VM VN Combination 4	\$ 3,496,239 9,033,905	VP	\$12,530,144	PAC/AD	6.5%	FIX	38373XBP0	March 2013	N/A
VA VM VN	\$20,083,402 3,496,239 9,033,905	VU	\$32,613,546	PAC	6.5%	FIX	38373XBQ8	April 2022	N/A
VA VN Combination 6	\$20,083,402 9,033,905	$\Lambda$	\$29,117,307	PAC	%5.9	FIX	38373XBR6	April 2022	N/A
VA VA VN VN ZP Security Group 2	\$20,083,402 3,496,239 9,033,905 12,500,000	PE	\$45,113,546	PAC	%5.9	FIX	38373XBX3	June 2032	N/A
	\$10,981,162 15,733,706	Λλ	\$26,714,868	SEQ	%0.9	FIX	38373XBS4	July 2019	N/A
	\$10,981,162 15,733,706 15,027,114	DE	\$41,741,982	SEQ	%0.9	FIX	38373XBT2	June 2032	N/A
DB DH	\$ 9,042,595 9,955,316	DK	\$18,997,911	SEQ	%0.9	FIX	38373XBU9	September 2026	N/A

	Increased Minimum Denomination(5)				9 N/A			9 N/A		
	Final Distribution Date (4)				38373XBV7 November 2029			38373XBW5 November 2029		
ities	CUSIP				38373XBV7			38373XBW5		
MX Securities	Interest Type (3)				FIX			FIX		
	Interest Rate				%0.9			%0.9		
	Principal Type (3)	(2) 1/			SEQ			SEQ		
	Maximum Original Class Principal Balance or Class Notional Balance(2)				\$50,425,335			\$59,467,930		
	Related MX Class				DI			DM		
ırities	Original Class Princinal Balance		ontinued)		\$40,470,019	9,955,316		\$ 9,042,595	40,470,019	9,955,316
REMIC Securities	Class		Security Group 2 — (continued)	Combination 10	DG	DH	Combination 11	DB	DG	DH

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

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

Each Class will be issued in the denominations specified. If no denomination is indicated for a Class, that Class will be issued in the denomination specified under "Description of the Securities — Form of Securities" in this Supplement. (3) As defined under "Class Types" in Appendix I to the Base Offering Circular.

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

(5) Each Class will be issued in the denominations specified. If no denomination is indicated for a Class, this

# Schedule II

# SCHEDULED PRINCIPAL BALANCES

Distribution Date	Classes PB, PC, PD, VA, VM, VN, WN, WU and ZP (in the aggregate)
Initial Balance	\$400,093,785.00
July 2002	399,358,415.65
August 2002	398,517,512.75
September 2002	397,571,312.72
October 2002	396,520,114.43
November 2002	395,364,279.13
December 2002	394,104,230.42
January 2003	392,740,454.01
February 2003	391,273,497.54
March 2003	389,703,970.29
April 2003	388,032,542.83
May 2003	386,259,946.61
June 2003	384,386,973.49
July 2003	382,414,475.25
August 2003	380,343,362.94
September 2003	378,174,606.25
October 2003	375,909,232.84
November 2003	373,548,327.51
	371,093,031.42
December 2003	
January 2004	368,544,541.20
February 2004.	365,904,107.99
March 2004	363,173,036.44
April 2004	360,352,683.71
May 2004	357,444,458.30
June 2004	354,449,818.94
July 2004	351,370,273.37
August 2004	348,207,377.10
September 2004	344,962,732.05
October 2004	341,637,985.27
November 2004	338,332,958.51
December 2004	335,047,534.61
January 2005	331,781,597.14
February 2005	328,535,030.33
March 2005	325,307,719.12
April 2005	322,099,549.12
May 2005	318,910,406.62
June 2005	315,740,178.59
July 2005	312,588,752.67
August 2005	309,456,017.18
September 2005	306,341,861.08
October 2005	303,246,174.00
November 2005	300,168,846.23
December 2005	297,109,768.71
January 2006	294,068,833.03
February 2006	291,045,931.41
March 2006	288,040,956.73
April 2006	285,053,802.49
May 2006	282,084,362.83
June 2006	279,132,532.53
July 2006	276,198,206.97

Distribution Date	(in the aggregate)
August 2006	\$273,281,282.17
September 2006	270,381,654.76
October 2006	267,499,221.99
November 2006	264,633,881.71
December 2006	261,785,532.39
January 2007	258,954,073.10
February 2007	256,139,403.50
March 2007	253,341,423.86
April 2007	250,560,035.02
May 2007	247,795,138.44
June 2007	245,046,636.14
July 2007	242,314,430.74
August 2007	239,598,425.42
September 2007	236,898,523.95
October 2007	234,214,630.66
November 2007	231,546,650.47
December 2007	228,894,488.83 226,258,051.79
January 2008	
February 2008.	223,637,245.92
March 2008	221,031,978.38
April 2008	218,442,156.87
May 2008	215,867,689.61
June 2008	213,308,485.42
July 2008	210,764,453.60
August 2008	208,235,504.05
September 2008	205,721,547.15
October 2008	203,222,493.85
November 2008	200,738,255.62
December 2008	198,268,744.44
January 2009	195,813,872.83
February 2009	193,373,553.83
March 2009	190,947,700.99
April 2009	188,536,228.37
May 2009	186,139,050.55
June 2009	183,756,082.61
July 2009	181,387,240.14
August 2009	179,032,439.22
September 2009	176,691,596.45
October 2009	174,364,628.91
November 2009	172,051,454.16
December 2009	169,751,990.29
January 2010	167,466,155.83
February 2010	165,193,869.83
March 2010	162,935,051.79
April 2010	160,689,621.72
May 2010	158,457,500.09
June 2010	156,238,607.83
July 2010	154,032,866.36
August 2010	151,840,197.55
September 2010	149,660,523.76
October 2010	147,493,767.78
November 2010	145,339,852.87
December 2010	143,198,702.76
January 2011	141,070,241.61
February 2011	138,954,394.05
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Distribution Date	(in the aggregate)
March 2011	\$136,856,270.85
April 2011	134,788,086.43
May 2011	132,749,425.21
June 2011	130,739,877.29
July 2011	128,759,038.38
	126,806,509.73
August 2011	
September 2011	124,881,898.05
October 2011	122,984,815.42
November 2011	121,114,879.25
December 2011	119,271,712.17
January 2012	117,454,941.99
February 2012.	115,664,201.61
March 2012	113,899,128.97
April 2012	112,159,366.96
May 2012	110,444,563.35
June 2012	108,754,370.77
July 2012	107,088,446.57
August 2012	105,446,452.83
September 2012	103,828,056.25
October 2012	102,232,928.08
November 2012	100,660,744.11
December 2012	99,111,184.55
January 2013	97,583,934.00
February 2013	96,078,681.40
March 2013	94,595,119.94
April 2013	93,132,947.03
May 2013	91,691,864.22
June 2013	90,271,577.17
July 2013	88,871,795.56
August 2013	87,492,233.07
September 2013	86,132,607.31
October 2013	84,792,639.75
November 2013	83,472,055.71
December 2013	82,170,584.25
January 2014	80,887,958.19
February 2014	79,623,913.98
March 2014	78,378,191.72
April 2014	77,150,535.07
May 2014	75,940,691.21
June 2014	74,748,410.79
July 2014	73,573,447.90
August 2014	72,415,560.00
September 2014	71,274,507.89
October 2014	70,150,055.65
November 2014	69,041,970.62
December 2014	67,950,023.34
January 2015	66,873,987.47
	65,813,639.84
February 2015.	64,768,760.30
March 2015	
April 2015	63,739,131.77
May 2015	62,724,540.12
June 2015	61,724,774.20
July 2015	60,739,625.75
August 2015	59,768,889.39
September 2015	58,812,362.55

Distribution Date	(in the aggregate)
October 2015	\$ 57,869,845.45
November 2015	56,941,141.10
December 2015	56,026,055.17
January 2016	55,124,396.04
February 2016	54,235,974.74
March 2016	53,360,604.86
April 2016	52,498,102.62
	51,648,286.72
May 2016	50,810,978.40
June 2016	
July 2016	49,986,001.33
August 2016	49,173,181.65
September 2016	48,372,347.87
October 2016	47,583,330.87
November 2016	46,805,963.88
December 2016	46,040,082.42
January 2017	45,285,524.29
February 2017	44,542,129.50
March 2017	43,809,740.31
April 2017	43,088,201.14
May 2017	42,377,358.56
June 2017	41,677,061.25
July 2017	40,987,160.00
August 2017	40,307,507.64
September 2017	39,637,959.07
October 2017	38,978,371.16
November 2017	38,328,602.77
December 2017	37,688,514.73
January 2018	37,057,969.76
February 2018	36,436,832.52
March 2018	35,824,969.51
	35,222,249.10
April 2018	34,628,541.47
May 2018	
June 2018	34,043,718.59
July 2018	33,467,654.23
August 2018	32,900,223.89
September 2018	32,341,304.78
October 2018	31,790,775.85
November 2018	31,248,517.69
December 2018	30,714,412.57
January 2019	30,188,344.38
February 2019	29,670,198.62
March 2019	29,159,862.39
April 2019	28,657,224.34
May 2019	28,162,174.68
June 2019	27,674,605.14
July 2019	27,194,408.93
August 2019	26,721,480.78
September 2019	26,255,716.85
October 2019	25,797,014.77
November 2019	25,345,273.57
December 2019	24,900,393.70
January 2020	24,462,276.97
February 2020	24,030,826.57
March 2020	23,605,947.05
April 2020	23,187,544.26

Distribution Date	(in the aggregate)
May 2020	\$ 22,775,525.38
June 2020	22,369,798.87
July 2020	21,970,274.47
August 2020	21,576,863.16
September 2020	21,189,477.20
October 2020	20,808,030.01
November 2020	20,432,436.28
December 2020	20,062,611.85
January 2021	19,698,473.73
February 2021	19,339,940.12
March 2021	18,986,930.31
April 2021	18,639,364.77
May 2021	18,297,165.04
	17,960,253.77
June 2021	17,628,554.69
July 2021	
August 2021	17,301,992.58
September 2021	16,980,493.29
October 2021	16,663,983.70
November 2021	16,352,391.70
December 2021	16,045,646.20
January 2022	15,743,677.10
February 2022	15,446,415.26
March 2022	15,153,792.55
April 2022	14,865,741.75
May 2022	14,582,196.61
June 2022	14,303,091.79
July 2022	14,028,362.86
August 2022	13,757,946.31
September 2022	13,491,779.50
October 2022	13,229,800.69
November 2022	12,971,948.99
December 2022	12,718,164.36
January 2023	12,468,387.60
February 2023	12,222,560.36
March 2023	11,980,625.09
April 2023	11,742,525.05
May 2023	11,508,204.29
June 2023	11,277,607.67
July 2023	11,050,680.80
August 2023	10,827,370.06
September 2023	10,607,622.59
October 2023	10,391,386.26
November 2023	10,178,609.68
December 2023	9,969,242.18
January 2024	9,763,233.81
February 2024	9,560,535.32
March 2024	9,361,098.15
April 2024	9,164,874.41
May 2024	8,971,816.92
June 2024	8,781,879.12
July 2024	8,595,015.14
August 2024	8,411,179.75
September 2024	8,230,328.34
October 2024	8,052,416.95
November 2024	7,877,402.22
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Distribution Date	(in the aggregate)
December 2024	\$ 7,705,241.43
January 2025	7,535,892.43
February 2025	7,369,313.69
March 2025	7,205,464.26
April 2025	7,044,303.75
May 2025	6,885,792.38
June 2025	6,729,890.89
July 2025	6,576,560.60
August 2025	6,425,763.37
September 2025	6,277,461.60
October 2025	6,131,618.23
November 2025	5,988,196.71
December 2025	5,847,161.02
January 2026	5,708,475.65
February 2026	5,572,105.58
·	5,438,016.30
March 2026	
April 2026	5,306,173.78
May 2026	5,176,544.49
June 2026	5,049,095.35
July 2026	4,923,793.77
August 2026	4,800,607.62
September 2026	4,679,505.21
October 2026	4,560,455.33
November 2026	4,443,427.19
December 2026	4,328,390.44
January 2027	4,215,315.18
February 2027	4,104,171.91
March 2027	3,994,931.56
April 2027	3,887,565.49
May 2027	3,782,045.44
June 2027	3,678,343.59
July 2027	3,576,432.47
August 2027	3,476,285.04
September 2027	3,377,874.62
October 2027	3,281,174.94
November 2027	3,186,160.09
December 2027	3,092,804.51
January 2028	3,001,083.03
February 2028	2,910,970.85
March 2028	2,822,443.49
April 2028	2,735,476.85
May 2028	2,650,047.16
June 2028	2,566,130.99
July 2028	2,483,705.27
August 2028	2,402,747.22
September 2028	2,323,234.42
October 2028	2,245,144.75
November 2028	2,168,456.43
December 2028	2,093,147.98
January 2029	2,019,198.22
February 2029	1,946,586.28
March 2029	1,875,291.61
April 2029	1,805,293.93
May 2029	1,736,573.26
June 2029	1,669,109.92
June 2027	1,009,109.92

#### Classes PB, PC, PD, VA, VM, VN, WN, WU and ZP (in the aggregate)

Distribution Date	(in the aggregate)
July 2029	\$ 1,602,884.48
August 2029	1,537,877.83
September 2029	1,474,071.12
October 2029	1,411,445.76
November 2029	1,349,983.45
December 2029	1,289,666.13
January 2030	1,230,476.02
February 2030	1,172,395.59
March 2030	1,115,407.57
April 2030	1,059,494.92
May 2030	1,004,640.88
June 2030	950,828.90
July 2030	898,042.68
August 2030	846,266.18
September 2030	795,483.55
October 2030	745,679.21
November 2030	696,837.78
December 2030	648,944.11
January 2031	601,983.28
February 2031	555,940.57
March 2031	510,801.50
April 2031	466,551.77
May 2031	423,177.31
June 2031	380,664.24
July 2031	338,998.90
August 2031	298,167.81
September 2031	258,157.71
October 2031	218,955.51
November 2031	180,548.33
December 2031	142,923.46
January 2032	106,068.40
February 2032	69,970.80
	34,618.53
March 2032	0.00
April 2032 and thereafter	0.00





\$746,591,422

# **Government National Mortgage Association**

# **GINNIE MAE®**

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Pass-Through Securities
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Ginnie Mae REMIC Trust 2002-39

OFFERING CIRCULAR SUPPLEMENT June 20, 2002

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