11-21-2005

AIG Memo from William Shirley to Kevin McGinn regarding Goldman Sachs

William Shirley

AIG Financial Products Corp.

50 Danbury Road, Wilton, CT 06897-4444
(203) 222-4700 (800) 248-SWAP
Fax: (203) 222-4780 Telex: 910-2409432 AIGFPC

AIG

TO: Kevin McGinn

CC: Joseph J. Cassano
Douglas L. Poling

FROM: William A. Shirley

RE: Transaction Requiring Approval – Credit Risk Committee – Asset Purchase or Credit Derivative with Goldman Sachs International, L.P. ("Goldman") in respect of the senior most tranche of Sherwood Funding CDO II, Ltd. (the "CDO")

DATE: November 21, 2005

Please see the attached Credit Approval Form and Executive Summary describing a proposed transaction under which AIG-FP will purchase, or provide credit protection to Goldman in respect of, the senior most Aaa/AAA class of securities issued by Sherwood Funding CDO II, Ltd. in an ABS CDO transaction. Alternatively, AIG-FP may enter into a combination of both an asset purchase and a credit derivative transaction in respect of such class. This class of securities will represent USD 322.5 million of the USD 500 million of securities issued by the CDO. As described in the attached Executive Summary, AIG-FP is proposing to purchase all of the securities of this class or provide protection for this class, which represents the second 64.5% of losses arising in respect of the portfolio held by the CDO for an expected term of 8.1 years (7.0 years expected average life and 39.8 years legal final maturity). AIG-FP will decide on or about the pricing date of the transaction whether to purchase these securities or to provide the credit derivative to Goldman (or to effect a combination of the two), depending on which approach would be most advantageous to AIG-FP, taking into account factors including pricing and our portfolio investment requirements. In addition, AIG-FP anticipates entering into an amortizing USD denominated fixed/floating interest rate swap with the CDO that will have a maximum notional amount of approximately USD 97 million, an expected average life of 6.2 years, and an expected final maturity of 10.1 years.

Credit Risk Committee approval is requested for the transaction as the amount of the asset purchase, and the notional amount of the credit derivative, exceed the USD 150 million limit for a single AAA-rated asset-backed security (ABS) issuer and exceed the 30% maximum investment as a percentage of issue for a AAA-rated ABS.

Please let me know if you require any additional information.

W.A.S.

CREDIT RISK COMMITTEE
STANDARD APPROVAL FORM

OBLIGOR	
OBLIGOR NAME	Goldman Sachs International, L.P. / Sherwood Funding CDO II, Ltd.
AIG NUMBER	
OBLIGOR STREET ADDRESS	
CITY / STATE / ZIP	
COUNTRY	USA / Cayman Islands

OVERVIEW OF TRANSACTION / FACILITY	
PRODUCT / PRODUCT TYPE:	Asset Purchase or Credit Derivative
NOMINAL PRINCIPAL AMOUNT:	USD 322.5 million
TENOR:	8.1 years expected final (7.0 years expected average life and 39.8 years legal final maturity)
AGGREGATE EXPOSURE TO OBLIGOR GROUP:	Current Group Exposure: N/A Current Group Potential Exposure: N/A New Transaction Potential Exposure: $10.3 million
GUARANTOR (if any):	
COLLATERAL (if any):	
OTHER CHARACTERISTICS:	See Executive Summary

OBLIGOR RATINGS	DESCRIPTION OF RATED OBLIGATION	FOR OBLIGOR	FOR PARENT	FOR GUARANTOR	FOR ENHANCEMENT
AIG OBLIGOR / CROSS BORDER RISK RATING:	Senior Debt Rating	1			
MOODY'S:	Senior Debt Rating	Aaa			
S&P:	Senior Debt Rating	AAA			
OTHER:					

SUBMITTER'S INFORMATION			
SUBMITTED BY:	Alan Frost	DATE:	November 21, 2005
COMPANY:	AIG Financial Products Corp.	PHONE:	(203) 221-4825
DIVISION:		FAX:	(203) 221-4895

CONCURRENCE	
CONCURRENCE BY REQUESTOR'S CREDIT AND/OR BUSINESS HEAD:	*SIGNATURE*

DO NOT WRITE IN THE SPACE BELOW (CRM ONLY)

DATE: ______________________________

APPROVED: __________ **YES** __________ **NO**

LIMIT IN EXCESS OF HOUSE LIMIT?
________ **YES** ________ **NO**

Robert E. Lewis, SVP & Chief Risk Officer

CEO APPROVAL REQUIRED
________ **YES** ________ **NO**

Martin J. Sullivan, President & CEO

CRC Member (Group A)

CRC Member (Group B)

CRC Member (Group C)

DOCUMENTED BY: __________
FACILITY #: __________

CONDITION(S):

{FILENAME \p}

EXECUTIVE SUMMARY

Date: November 21, 2005

AIG Entity: AIG Financial Products Corp.

Prepared by: Alan Frost/Gary Gorton

Counterparty: Goldman Sachs International, L.P. ("Goldman") in respect of the Sherwood Funding CDO II, Ltd. Transaction.

Purpose: Credit Risk Committee approval is requested for the transaction as the amount of the asset purchase, and the notional amount of the credit derivative, exceed the USD 150 million limit for a single AAA-rated asset-backed security (ABS) issuer and exceed the 30% maximum investment as a percentage of issue for a AAA-rated ABS.

Transaction Summary: Pursuant to the transaction, AIG-FP will purchase, or provide credit protection to Goldman in respect of, the entire senior-most Aaa/AAA class of Notes (the "Class A-1 Notes") issued in an ABS CDO transaction structured through an issuer called Sherwood Funding CDO II, Ltd. (the "CDO"), a special purpose Cayman Islands vehicle. Alternatively, AIG-FP may enter into a combination of both an asset purchase and a credit derivative transaction in respect of such class. The Class A-1 Notes will be LIBOR-based floaters, rated Aaa/AAA at issuance, and will have an expected term of 8.1 years, an expected average life of 7.0 years and a legal final maturity of 39.8 years. The Class A-1 Notes will represent USD 322.5 million of the USD 500 million of securities issued by the CDO. AIG-FP will decide on or about the pricing date of the transaction whether to purchase such securities or to enter into a credit derivative transaction with Goldman (or to effect a combination of the two), depending on which approach would be most advantageous to AIG-FP, taking into account factors including pricing and AIG-FP portfolio investment requirements. If AIG-FP purchases the Class A-1 Notes outright or receives such securities as a result of the trigger of the payment obligation under the credit derivative upon a payment default, AIG-FP will have exposure to the second 64.5% of losses arising in respect of the portfolio held by the CDO for the expected term of 8.1 years (7.0 years expected average life and 39.8 years legal final maturity).

In addition, AIG-FP anticipates entering into an interest rate swap with the CDO. The interest rate swap will be an amortizing USD denominated fixed/floating swap with a maximum notional amount of approximately USD 97 million, an expected average life of 6.2 years, and an expected final maturity of 10.1 years.

Description of the CDO Structure and the Class A-1 Notes: The CDO will fund the purchase of the collateral securities by issuing debt securities with the following capital structure:

Tranche	Size (USD)	Rating (Moody's/S&P)	Percentage of Cap. Str.	Percentage Buffer
Class A-1 Notes	322.50mm	Aaa/AAA	64.50%	35.50%
Class A-2 Notes	77.50mm	Aaa/AAA	15.50%	20.00%
Class B Notes	45.00mm	Aa2/AA	9.00%	11.00%
Class C Notes	10.00mm	A2/A	2.00%	9.00%
Class D Notes	21.00mm	Baa2/BBB	4.20%	4.80%
Equity	24.00mm	NR	4.80%	-
Total	**500.00mm**		**100.00%**	

As the collateral securities return principal to the CDO, such principal collections will be used to pay down the Notes pro-rata. However, upon the occurrence of certain specified trigger events, including events tied to a credit degradation in the underlying collateral such as over-collateralization tests, such principal collections will be used to pay down the Notes in sequential order. Upon the occurrence of certain additional trigger events, all available cash flow, after paying interest on the Class A-1, A-2 and B Notes, will be applied towards paying down the principal of the Class A-1 Notes only. Thus, the Class A-1 Notes are the most senior from a loss perspective and are principal protected by 35.5% subordination, including a subordinate Aaa/AAA tranche (the Class A-2 Notes, which constitute 15.5% of the capital structure).

Description of Asset Purchase Transaction: If AIG-FP is the purchaser of the Class A-1 Notes, AIG-FP will receive a monthly floating rate coupon (at a spread above LIBOR to be determined) and will be repaid principal, provided that the principal repayment will be reduced to the extent that the CDO experiences losses in excess of 35.5% of the capital structure.

Description of Credit Derivative Transaction: If AIG-FP enters into the credit derivative transaction, AIG-FP will agree to purchase any Class A-1 Notes held by Goldman, up to the USD 322.5 million total principal amount outstanding. The obligation to perform under this transaction will be conditioned upon the occurrence of a Credit Event that will be limited solely to a Failure to Pay in respect of the Class A-1 Notes. Publicly Available Information must support the declaration of a Credit Event, and the Settlement Method will be physical settlement, which would entail delivery to AIG-FP of all of the Class A-1 Notes held by Goldman against payment by AIG-FP of the principal amount of such Notes (up to USD 322.5 million).

Description of Swap: The CDO will enter into a swap with AIG-FP to hedge the interest rate mismatch between its assets and liabilities. A portion of the collateral securities will be fixed coupon bonds. The majority of the Notes will be LIBOR-based floaters. The CDO will enter into a USD amortizing interest rate swap with AIG-FP that is designed to hedge this mismatch under both expected and stressed collateral performance scenarios (based on stress tests determined by the rating agencies.) All payments to AIG-FP under the swap, other than termination payments resulting from circumstances beyond the control of the CDO (such as AIG-FP default and certain tax related events), are secured by the assets of the CDO and senior in priority to all payments of interest and principal on the Notes. The CDO may also enter into an interest cap transaction with AIG-FP for hedging purposes.

Description of CDO Assets and Liabilities: To date, approximately 88.2% of the portfolio for the CDO has been purchased (see Annex A). The securities that comprise the portion of the portfolio that has been purchased may be classified according to the following Structured Asset Classifications:

Structured Asset Classification	**Amount (USD)**	**% of Existing Portfolio (USD 441.11 mm)**
ABS CDO	4,000,000	0.91%
CMBS Conduit	18,872,140	4.28%
CMBS Large Loan	23,601,567	5.35%
RMBS Prime	158,394,607	35.91%
RMBS Midprime	145,177,669	32.91%
RMBS Subprime	91,060,000	20.64%
Total	**441,105,983**	**100.00%**

After aggregation of different classes of securities issued by the same special purpose vehicle, there will be at least 94 obligors in the portfolio, with a maximum issuer concentration of 1.25%. A maximum of 25 issuers that are rated Baa3 or higher may have an issuer concentration of greater than 1.0% and less than or equal to 1.25%. All remaining issuers are limited to a maximum concentration of 1.0%. The portfolio will have a maximum of 5.0% (measured by reference to principal amounts) securities rated below Baa3. All of the securities will be rated Ba3 or better upon purchase. Furthermore, in no event will any collateral security have a weighted average life (WAL) greater than 14 years; a maximum of 5% of the portfolio may have a WAL greater than 12 years and less than or equal to 14 years; a maximum of 15% of the portfolio may have a WAL greater than 10 years and less than or equal to 14 years; a maximum of 20% of the portfolio may have a WAL greater than eight years and less than or equal to 14 years; a maximum of 35% of the portfolio may have a WAL greater than six years and less than or equal to 14 years; and the overall WAL of the portfolio must be 7.0 years or less.

The accumulated portfolio satisfies these restrictions. The WAL of the portfolio purchased to date is 5.1 years. The longest WAL of any security purchased to date is 10.0 years. Additionally, the 10-year weighted average rating factor (WARF) of the purchased portfolio is approximately 441 (where 360 = Baa2 and 610 = Baa3) and the correlated diversity score (the "Correlation Factor") is 16.7 (see Moody's, "Moody's Correlated Binomial Default Distribution," Rating Methodology, August 10, 2004). The final CDO portfolio is limited to a maximum 10-year WARF of 460 (where 360 = Baa2 and 610 = Baa3), and a maximum Correlation Factor of 18. In addition, no security in the accumulated portfolio represents exposure to only a single underlying property.

During the first four years of the transaction there will be a reinvestment period, during which time the collateral manager (Church Tavern Advisors) can trade up to 15% of the outstanding principal balance of the portfolio each year. However, such discretionary trading is subject to a number of rating agency imposed constraints, several of which are of particular importance to AIG-FP. First, there is a two-part realized loss trigger. If the realized losses in the portfolio equal or exceed 2.4% (but do not exceed 3.6%) of the original par value amount, then the maximum discretionary trading of the portfolio falls to 7.5% of the outstanding principal balance. If the realized losses in the portfolio equal or exceed 3.6% of the original par value amount, then purchase of reinvestment collateral securities is no longer permitted and the collateral manager will only be able to sell securities. Second, if the WARF exceeds 550 at any time, then purchase of reinvestment collateral securities is also no longer permitted and the collateral manager will only be able to sell securities. Third, any reinvestment must be at a spread over LIBOR no higher than the greater of (a) 25 bps plus the average issue spread of either (i) the 12 most recently issued securities that are similar (in the commercially reasonable opinion of the collateral manager) to the securities being purchased ("similar instruments") or (ii) all similar instruments issued over the six week period ended immediately prior to the proposed substitution, whichever classification described in clauses (i) and (ii) represents the smaller number of similar instruments, and (b) 240 bps. Fourth, during the reinvestment period, provided that the realized loss triggers are not breached, reinvestment up to the allowable principal balance percentage is permitted only if the over-collateralization ratios and other asset quality tests are maintained or improved and, following any such reinvestment, the portfolio is in compliance with the requirements described in the table below at least to the same extent it was prior to such reinvestment. For purposes of this memorandum, we have listed in the table below only the more important requirements.

Correlation Factor/10-year WARF	18 max / 460 max
Collateral Items rated below Baa3	5.0% max
Collateral Items rated below Ba3	0.0%
Obligor Concentration > 1.25%	0
Obligor Concentration of > 1.0% and ≤ 1.25%	25 issuers max (Baa3 or higher only)
Number of Obligors	94 min
Obligations with WALs > 14 years	0.0%
Obligations with WALs of > 12 and ≤ 14 years	5.0% max
Obligations with WALs of > 10 and ≤ 14 years	15.0% max
Obligations with WALs of > 8 and ≤ 14 years	20.0% max
Obligations with WALs of > 6 and ≤ 14 years	35.0% max
Portfolio WAL in Years	7.0 max
CDO Securities in Aggregate	7.5% max
CLO Securities (subset of CDO Securities)	4.0% max
Guaranteed Securities	12.5% max

Risk Factors: The primary risk factor for either the asset purchase or the credit derivative transaction is that the CDO suffers defaults in the underlying securities portfolio of sufficient magnitude to cause a payment default under the Class A-1 Notes and that there is a loss of principal. The risk that the Class A-1 Notes suffer such a default or experience a loss of principal is analyzed below. As the analysis demonstrates, the senior priority of the Class A-1 Notes, and the 35.5% level of subordination supporting such Notes (including the Aaa/AAA rated Class A-2 Notes), cause the risk of a payment default or principal loss on the Class A-1 Notes to be extremely remote.

The primary risk factor on the swap is that the portfolio of collateral securities deteriorates so substantially that the CDO cannot support its obligations under the swap. Because of AIG-FP's senior position to the Notes, non-performance by the CDO under the swap would imply that both the Class A-1 and Class A-2 Notes had lost their entire principal as well as all future interest payments. Given the Aaa/AAA rating of these Notes, this risk is extremely remote. Furthermore, as AIG-FP is receiving a fixed rate payment under the swap, AIG-FP will have exposure to the CDO under the swap only in lower interest rate environments.

Analysis of the Risk: The AIG-FP internal credit risk model was used to analyze the risk of the transaction in terms of Worst Case Value-at-Risk ("Worst Case VaR" or "W-VaR"). We applied a number of conservative assumptions in the risk analysis. First, the analysis begins with the lowest of the external ratings of Moody's, S&P and Fitch. Second, we use as inputs for the model either such lowest external rating or a lower rating as we deem appropriate ("Input Ratings"). In addition, because the underlying credits are not corporate names, we further stress the Input Rating for each collateral security by 20%, e.g., a tranche rated in the A category is downgraded to the Baa category 20% of the time. The assumed recovery rates are also conservative. We assumed a 20% recovery rate on all collateral securities with Input Ratings in the A category or higher, as well as on all collateral securities with Input Ratings in the Baa category that are classified in any of the sub-classifications of RMBS or CMBS. We further assumed a 10% recovery rate for any collateral securities with Input Ratings in the Ba category that are classified in any of the sub-classifications of RMBS or CMBS, and 0% for all other collateral securities with Input Ratings in the Baa category or lower.

Furthermore, the different classes of securities issued by the same obligor are aggregated and assigned the lowest of the tranche ratings and the longest maturity.

As a first step we analyzed the 88.2% of the portfolio that has been purchased, despite the fact that this sample is less than the complete portfolio to be purchased. The Worst Case VaR of the purchased portfolio is 20.09%.

Next we constructed the worst case portfolio under the transaction covenants, ignoring the portfolio that has already been purchased. This worst case assumed 94 (independent) collateral securities, 89 items rated in the Baa category comprising 95.0% of the portfolio and five items rated in the Ba category comprising 5.0% of the portfolio. The portfolio was constructed within concentration limits such that there were 25 collateral items each with a concentration equal to 1.25% and the remaining 69 collateral items each at or below 1.0% of the overall portfolio. Furthermore, we constructed the portfolio in accordance with the transaction's weighted average life restrictions, with no collateral items having an average life of longer than 14 years, 5% of the portfolio having an average life of 14 years, 10% of the portfolio having an average life of 12 years, 5% of the portfolio having an average life of 10 years, 15% of the portfolio having an average life of eight years, and the remaining 65% of the portfolio having an average life at or below six years to produce an average life of 7.0 years. Additionally, the worst case assigns the longest weighted average lives to the worst rated credits. The Worst Case VaRs are summarized in the table below:

Constructed Worst Case Scenario	W-VaR
Base Case	29.48%
+1 (yrs. ave. life)	32.52%
+2	35.02%
-1	26.58%

Finally, we combined the existing portfolio (the 88.2% that has been purchased) with the worst remaining collateral securities that can be added. Given the portfolio accumulated so far, we added 11 items, such that the portfolio would be in compliance with the WAL, obligor concentration, and credit rating stipulations, and yet represent the worst case allowable for the remaining individual collateral items. The Worst Case VaRs are summarized in the table below:

Existing 88.2% plus 11.8% Worst Case	W-VaR
Base Case	22.20%
+1 (yrs. ave. life)	25.41%
+2	28.50%
-1	18.72%

The above analysis ignores the effects of the realized loss triggers and over-collateralization ratios, which require early amortization of the Class A-1 Notes to the extent that these triggers and ratios are breached. The Class A-1 Notes, as noted above, benefit from 35.5% subordination, including the Class A-2 Notes, which represent 15.5% of the portfolio and are initially rated Aaa/AAA.

These results are consistent with the risk of AIG-FP's position being super AAA risk.

Recommendation: Based on the risk mitigation features of the trade outlined above, AIG-FP recommends that the Credit Risk Committee approve the transaction.

{FILENAME \p}

ANNEX A

No.	Bond	Cusip	Amount	Asset Type	WAL	Moody's*	S&P*	Fitch*
1	AABST 05-4 B1	00764MGN1	4,000,000	RMBS Subprime	4.67	Baa1	A+	BBB+
2	AABST 05-5 B1	00764MHL4	3,700,000	RMBS Subprime	4.71	Baa1(e)	A+	A-
3	ABSHE 05-HE6 M10	04541GSY9	3,760,000	RMBS Subprime	4.32	Ba2	BB+	BB+
4	ACCR 04-3 2M7	004375BX8	5,000,000	RMBS Midprime	4.21	Baa3	BBB	BBB
5	ACCR 05-3 M7	004375EA5	3,681,000	RMBS Subprime	4.68	Baa1	A-	NR
6	ACE 05-HE5 M9	004421RN5	5,808,000	RMBS Midprime	4.85	Baa3	BBB	NR
7	ACE 05-HE6 M7	004421ST1	2,091,000	RMBS Midprime	4.58	Baa1	A	A-
8	AHM 05-2 M5	02660TFA6	5,000,000	RMBS Prime	5.29	NR	A	NR
9	AMIT 05-2 M9	126673L83	5,000,000	RMBS Subprime	3.95	Baa3	A-	NR
10	AMIT 05-4 M9	00252FDB4	3,569,000	RMBS Subprime	4.11	Baa3	A-	NR
11	ARMT 04-1 CB3	007036AV8	4,447,651	RMBS Prime	3.34	Baa2	BBB-	NR
12	ARMT 05-5 CB3	007036MF0	2,943,094	RMBS Prime	3.76	Baa2	BBB+	NR
13	ARMT 05-5 CB4	007036MG8	1,763,858	RMBS Prime	3.60	Baa3	BBB-	NR
14	ARMT 05-7 CB3	007036NP7	3,567,863	RMBS Prime	4.36	Baa2	BBB+	NR
15	BACM 05-2 G	05947UN46	2,500,000	CMBS Large Loan	9.95	Baa2	BBB	NR
16	BALL 05-ESHA G	06424HAL1	1,000,000	CMBS Large Loan	2.78	Baa2	BBB	BBB
17	BALTA 05-4 2B3	07386HTJ0	4,994,445	RMBS Prime	3.76	Baa3	BBB	NR
18	BALTA 05-7 2B9	07386HWM9	4,294,401	RMBS Prime	4.63	Baa3	BBB	NR
19	BALTA 05-9 2B3	07386HYS4	5,499,521	RMBS Prime	4.49	Baa2	BBB	NR
20	BAYC 05-2A B1	07324SBW1	872,140	CMBS Conduit	5.02	Baa1	A-	BBB+
21	CARR 05-FRE1 M7	144531EM8	2,500,000	RMBS Subprime	4.26	Baa1(e)	A-	NR
22	CARR 05-NC3 M6	144531DD9	5,000,000	RMBS Subprime	4.69	Baa1	BBB+	BBB+
23	CBASS 05-CB3 B3	12489WLL6	5,000,000	RMBS Midprime	4.60	Baa3	BBB-	BBB+
24	CGCMT 05-C3 F	173067HM4	3,000,000	CMBS Conduit	9.88	Baa1	BBB+	NR
25	CMLTI 05-OPT3 M7	17307GSQ2	1,850,000	RMBS Subprime	4.59	Baa1	A-	A-
26	CMLTI 05-OPT3 M9	17307GSS8	2,000,000	RMBS Subprime	4.56	Baa3	BBB	BBB
27	CMLTI 05-OPT4 M10	17307GVA3	500,000	RMBS Subprime	4.52	Ba1	BBB	BBB
28	CMLTI 05-OPT4 M11	17307GVB1	1,500,000	RMBS Subprime	4.52	Ba2	BBB-	BBB-
29	COMM 05-C6 F	126171AR8	5,000,000	CMBS Conduit	9.98	Baa1	BBB+	NR
30	CSFB 05-C2 F	225458SC3	5,000,000	CMBS Large Loan	9.85	Baa1	BBB+	NR
31	CWALT 04-10CB B2	12667FJG1	2,748,608	RMBS Prime	3.45	Baa2	BBB	NR
32	CWALT 05-17 1B1	12667GSQ7	4,448,160	RMBS Prime	5.36	Baa3	BBB+	NR
33	CWALT 05-17 2B2	12667GTB9	3,601,040	RMBS Prime	5.36	Baa3	BBB	NR
34	CWHL 05-HYB4 B2	12669GM99	6,243,441	RMBS Prime	3.96	Baa2	BBB	NR
35	CWHL 05-HYB5 B2	12669GZ46	6,246,953	RMBS Prime	4.88	Baa2	BBB	NR
36	CWHL 05-HYB6 B2	126694BX5	6,248,335	RMBS Prime	4.42	Baa2	BBB	NR
37	CWL 05-BC4 M7	1266737F3	3,500,000	RMBS Subprime	4.45	Baa1	A	NR

No.	Bond	Cusip	Amount	Asset Type	WAL	Moody's*	S&P*	Fitch*
38	DBALT 05-AR2 B2	251510HE6	4,956,807	RMBS Prime	3.76	Baa2	BBB	NR
39	EMLT 04-1 B1	29445FBC1	1,790,000	RMBS Midprime	3.58	Ba2	BB+	BB+
40	EMLT 04-3 M10	29445FCG1	5,000,000	RMBS Midprime	4.27	Baa3	BBB-	BBB-
41	EMLT 05-1 M9	29445FCW6	5,000,000	RMBS Midprime	4.39	Baa3	BBB-	BBB-
42	FBRSI 05-3 M8	30246QBK8	3,490,000	RMBS Midprime	3.45	Baa2(e)	BBB	NR
43	FFML 05-FF6 B3	32027NSR3	5,000,000	RMBS Midprime	4.24	Baa3	BBB-	NR
44	FFML 05-FF8 B1	362341QV4	5,000,000	RMBS Midprime	4.97	Baa1	A+	NR
45	FHLT 05-B M8	35729PKC3	5,000,000	RMBS Subprime	4.40	Baa1	BBB+	NR
46	FHLT 05-C M7	35729PKX7	2,000,000	RMBS Subprime	4.58	Baa1	A-	A-
47	FMIC 05-3 M7	31659TEQ4	4,000,000	RMBS Midprime	4.33	Baa1(e)	A+(e)	BBB+(e)
48	FNLC 05-1 M9	32113JAK1	3,601,241	RMBS Midprime	2.13	Baa1	A+	NR
49	FNLC 05-2 M7	32113JBB0	5,000,000	RMBS Midprime	4.33	Baa1	A	NR
50	GEWMC 05-1 B1	367910AL0	3,000,000	RMBS Midprime	4.91	Baa1	A	A
51	GEWMC 05-1 B3	367910AN6	3,250,000	RMBS Midprime	5.20	Baa3	BBB+	BBB+
52	GMACM 05-AA1 M3	76112BNT3	2,521,568	RMBS Prime	3.91	Baa3	BBB	NR
53	GPMF 05-AR4 B1	39538WCP1	4,999,999	RMBS Prime	6.30	Baa1	A	NR
54	GSAMP 05-HE4 B1	362341KJ7	5,000,000	RMBS Midprime	4.99	Baa1	A-	A-
55	HEAT 05-7 M7	437084PF7	2,750,000	RMBS Midprime	4.10	Baa1	A-	BBB+
56	HEAT 05-8 B1	437084QH2	6,250,000	RMBS Midprime	4.10	Baa3(e)	BBB+	BBB(e)
57	HVMLT 05-10 B9	41161PUD3	4,047,437	RMBS Prime	7.60	Baa3	BBB-	NR
58	HVMLT 05-2 B3	41161PMA8	4,985,870	RMBS Prime	6.96	Baa2	BBB	NR
59	HVMLT 05-5 B3	41161PNX7	4,753,230	RMBS Prime	6.74	Baa2	BBB	NR
60	HVMLT 05-6 B3	41161PPF4	4,082,230	RMBS Prime	6.60	Baa2	BBB	NR
61	HVMLT 05-7 IB3	41161PQB2	4,129,989	RMBS Prime	5.54	Baa2	BBB	NR
62	HVMLT 05-8 1B7	41161PRG0	3,395,585	RMBS Prime	6.76	Baa1	A+	NR
63	HVMLT 05-9 B9	41161PTD5	6,133,851	RMBS Midprime	6.05	Baa3	A-	A-
64	IMM 05-6 1B1	45254NQH3	4,900,423	RMBS Midprime	2.20	Baa1	BBB+	NR
65	IMM 05-7 M6	45254NRE9	4,986,964	RMBS Midprime	2.27	Baa1	BBB+	NR
66	INDX 05-AR10 B5	45660LLF4	4,492,417	RMBS Prime	6.76	Baa3	BBB+	NR
67	INDX 05-AR11 B3	45660LQR3	4,620,316	RMBS Prime	5.56	Baa2	BBB+	NR
68	INDX 05-AR12 B3	45660LMQ9	4,992,891	RMBS Prime	7.58	Baa2	BBB	NR
69	INDX 05-AR13 B3	45660LRP6	4,992,506	RMBS Prime	3.73	Baa2	BBB	NR
70	INDX 05-AR19 B3	45660LXE4	1,999,365	RMBS Prime	5.60	Baa2	A-	NR
71	INDX 05-AR21 B3	45660LYM5	5,395,812	RMBS Prime	4.25	Baa2	BBB	NR
72	INDX 05-AR7 B3	45660LLW7	6,222,733	RMBS Prime	3.66	Baa2	BBB+	NR
73	JPMAC 05-FLD1 M7	46626LAZ3	5,000,000	RMBS Midprime	4.17	Baa1	BBB+	BBB+
74	JPMAC 05-WMC1 M11	46626LBT6	5,000,000	RMBS Midprime	4.40	Ba2	BB	BB
75	JPMCC 04-FL1A J	46625YAS2	1,904,130	CMBS Large Loan	1.10	Baa2	BBB	NR

{FILENAME \p}

No.	Bond	Cusip	Amount	Asset Type	WAL	Moody's*	S&P*	Fitch*
76	JPMCC 05-FL1A J	46625YLE1	1,470,437	CMBS Large Loan	2.00	Baa2	BBB	NR
77	JPMCC 05-LDP2 J	46625YPB3	5,000,000	CMBS Conduit	9.98	Baa2	BBB	BBB
78	JPMCC 05-LDP3 G	46625YSV6	2,727,000	CMBS Large Loan	9.98	Baa2	BBB	NR
79	JPMMT 05-A4 B3	466247RZ8	5,164,046	RMBS Prime	4.97	Baa2	BBB	NR
80	LBFRC 05-LLFA J	52519NLD4	1,000,000	CMBS Large Loan	2.90	Baa2	A	NR
81	LBMLT 05-WL2 M7	542514NH3	5,000,000	RMBS Midprime	4.18	Baa1	BBB+	A-
82	LBUBS 04-C8 J	52108HV84	3,000,000	CMBS Large Loan	9.39	Baa2	BBB	NR
83	LBUBS 05-C3 H	52108H5E0	5,000,000	CMBS Large Loan	10.00	Baa1	BBB+	NR
84	MHL 05-3 B1	61915RAR7	2,141,355	RMBS Prime	3.31	NR	A	NR
85	MHL 05-3 B2	61915RAS5	2,457,755	RMBS Prime	3.40	NR	BBB+	NR
86	MLMI 05-WMC1 B5	59020URD9	3,128,000	RMBS Midprime	4.50	Ba2	BB+	NR
87	MLMT 05-MCP1 F	59022HHT2	3,000,000	CMBS Conduit	9.98	Baa1	BBB+	NR
88	MLMT 05-MCP1 G	59022HHU9	2,000,000	CMBS Conduit	10.04	Baa2	BBB	NR
89	MSAC 05-WMC5 B1	61744CRX6	3,000,000	RMBS Midprime	4.84	Baa1	BBB+	BBB+
90	NCHET 05-2 M7	64352VKZ3	5,000,000	RMBS Subprime	4.48	Baa1	BBB+	NR
91	RAMP 05-EFC3 M7	76112BYZ7	4,784,000	RMBS Midprime	4.30	Baa1	A-	NR
92	RAMP 05-EFC4 M7	76112BD23	5,000,000	RMBS Midprime	4.30	Baa1	A-	NR
93	RAMP 05-EFC5 M7	76112BJ27	3,000,000	RMBS Midprime	4.30	Baa1	A	NR
94	RASC 05-AHL2 M9	76110W5R3	6,250,000	RMBS Subprime	4.31	Baa3	BBB	NR
95	RASC 05-EMX3 M7	75405MAM6	2,550,000	RMBS Subprime	4.35	NR	A	NR
96	RASC 05-EMX3 M9	75405MAP9	3,700,000	RMBS Subprime	4.60	NR	BBB	NR
97	RASC 05-EMX4 M7	76110W6F8	5,000,000	RMBS Midprime	4.41	Baa1(e)	A(e)	NR
98	RASC 05-KS9 M7	754058AK1	5,000,000	RMBS Subprime	4.33	NR	A-	NR
99	SABR 05-FR4 B1	81375WFL5	3,000,000	RMBS Subprime	5.29	Baa1	BBB+	BBB+
100	SABR 05-OP1 B3	81375WCY0	5,000,000	RMBS Subprime	5.04	Baa3	BBB-	BBB
101	SAIL 05-5 B	86358ETQ9	4,000,000	RMBS Subprime	3.02	Ba2	BBB-	NR
102	SAIL 05-6 M10A	86358EUK0	4,673,000	RMBS Midprime	2.97	NR	BBB-	BB+
103	SAMI 05-AR4 B1	86359LMQ9	4,541,299	RMBS Midprime	6.20	Baa1	BBB+	NR
104	SASC 05-S3 M7	86359DHQ3	2,000,000	RMBS Prime	4.16	Baa1	NR	BBB+
105	SAST 05-3 B1	805564SY8	4,000,000	RMBS Subprime	4.36	Baa1	BBB+	BBB+
106	SMSTR 05-1A C	86565MAE7	4,000,000	ABS CDO	7.00	Baa2	BBB	BBB
107	SVHE 05-D01 M9	83611MEF1	5,000,000	RMBS Subprime	4.36	Baa3	BBB+	BBB
108	WAMU 05-AR11 B9	92922F2Z0	4,999,341	RMBS Prime	5.85	Baa3	BBB-	NR
109	WAMU 05-AR8 B6	92922FT40	1,999,957	RMBS Midprime	5.15	NR	A-	NR
110	WAMU 05-AR8 B7	92922FT57	2,999,935	RMBS Midprime	5.81	NR	BBB+	NR
111	WAMU 05-AR9 B3	92922FV54	3,999,849	RMBS Prime	5.14	NR	BBB	NR
112	WFMBS 05-AR14 B3	94982DAK2	4,996,138	RMBS Prime	5.67	Baa2	BBB	NR

* Ratings marked with an (e) are expected ratings provided by the related arranger of the transaction

{FILENAME \p}