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### **Auriga CDO Term Sheet**

Merrill Lynch International

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This Preliminary Information outlines certain characteristics of a proposed collateralized debt obligation transaction ("CDO"). This material is presented solely for purposes of discussion, to determine preliminary interest in investing in a transaction with the general characteristics described. This transaction is in a structuring phase and there may be material changes to the structure and collateral prior to the securities being offered (such securities, the "Offered Securities").

Please review the "Important Notice" in the marketing book.

<b>THE OFFERING:</b> \$[1,506.5] million Collateralized Debt Obligation Notes and Preference Shares issued by Auriga CDO ("Auriga").	<b>Auriga CDO</b>	<b>COLLATERAL MANAGER:</b> 250 Capital LLC, a subsidiary of Merrill Lynch & Co.
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	CLASS A1 UNFUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS A2A FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS A2B FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS B FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS C FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS D FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS E FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS F FUNDED NOTES <sup>(1)(2)(3)</sup>	CLASS G FUNDED NOTES <sup>(1)(2)(3)</sup>	PREFERENCE SHARES <sup>(1)(2)(3)</sup>
Principal	[\$975,000,000]	[\$975,000,000]	[\$48,000,000]	[\$48,000,000]	[\$48,000,000]	[\$48,000,000]	[\$42,000,000]	[\$42,000,000]	[\$25,000,000]	[\$88,950,000]
Percentage	[64.2%]	[6.5%]	[3.2%]	[3.2%]	[3.2%]	[3.2%]	[2.8%]	[3.4%]	[1.9%]	[5.9%]
Coupon Type	[Fixed Premium]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Residual]
Expected Rating <sup>(4)</sup>	[Aaa/AAA]	[Aaa/AAA]	[Aaa/AAA]	[Aa2/AA]	[Aa3/AA-	[Aa3/AA-	[A2/A]	[Aa2/BBB]	[Baa2/BBB]	[Not Rated]
Rating Agency	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[N/A]
Average Life	[7.1yrs.]	[6.9yrs.]	[7.2yrs.]	[7.1yrs.]	[7.1yrs.]	[7.1yrs.]	[7.1yrs.]	[6.8yrs.]	[6.8yrs.]	[N/A]
Legal Maturity	[2047]	[2047]	[2047]	[2047]	[2047]	[2047]	[2047]	[2047]	[2047]	[2047]
Denomination	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min \$1,000 increments]	[\$250,000 min <sup>(6)</sup> \$1,000 increments]

- (1) Please see "Transaction Highlights - Structuring Assumptions" in the marketing book for further information on the modeling assumptions.
- (2) See "Coupon Payment Dates" below for payment frequency on the notes listed above (the "Notes").
- (3) Please see "Transaction Highlights - Structuring Assumptions" in the marketing book for a description of modeling assumptions.
- (4) Some limited exceptions may be permitted on the Closing Date to the minimum denomination requirements for the Preferred Shares.
- (5) A credit rating is not a recommendation to buy, hold or sell securities and is subject to revision at any time. Please see "Risk Factors - Credit Ratings" in the marketing book.

**Structure<sup>(1)</sup>**

Issuer:	Auriga CDO
Portfolio Servicer:	250 Capital LLC
Anticipated Closing Date:	[December 2006]
Coupon Payment Dates:	Monthly
Ramp-up Period:	It is assumed that [100]% of the Collateral Portfolio is expected to be purchased or identified at Closing.
Non Call Period:	[3] years (thereafter, all of the Notes and Preference Shares may be called by a majority vote of the Preference Shares)
Reinvestment Period:	[5] years. Subject to [15]% annual limit of discretionary trading by manager. <sup>(2)</sup>
Mandatory Auction Call:	[7.5] years - Minimum Equity IRR for successful auction call: [6]% for years [7.5-10.5], [3]% for years [10.5-12.5] and [0]% thereafter.

- (1) Please see "Transaction Highlights" in the marketing book for more detail.
- (2) Please see "Risk Factors - Reinvestment Risk" in the marketing book for important information on reinvestment.

**Collateral Assumptions**

Expected Weighted Average Spread/Premium	[1.55] %
Minimum Weighted Average Spread/Premium	[1.50] %
Maximum Weighted Average Life	[6.0] yrs
Principal Amount	[\$1,500.0MM]
Maximum Correlation Score <sup>(1)</sup>	[24.5] %
Maximum Weighted Average Rating Factor <sup>(1)</sup>	[445] (Baa2/Baa3)
Maximum Issuer Concentration <sup>(4)</sup>	[1.5] %

**Coverage Tests**

Class	Initial	Enhanced
	Overcollateralization Level	Overcollateralization Level
Class A <sup>(2)(3)</sup>	[133.9] %	[133.9] %
Class B <sup>(2)(3)</sup>	[126.6] %	[172.4] %
Class C <sup>(2)(3)</sup>	[120.2] %	[150.6] %
Class D <sup>(2)(3)</sup>	[115.7] %	[137.4] %
Class E <sup>(2)(3)</sup>	[112.1] %	[127.6] %
Class F <sup>(2)(3)</sup>	[108.0] %	[117.4] %
Class G <sup>(2)(3)</sup>	[105.8] %	[112.4] %

**Ongoing Annual Fees and Expenses**

Senior Management Fee	[10.0] bps
Subordinate Management Fee	[2.0] bps
Trustee Fees	[0.6] bps
Administrative Expenses	[2.0] bps
Administrative Fee Cap	[\$300,000] yr
Closing Fees and Expenses	

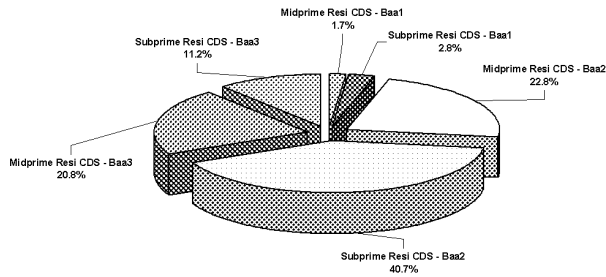
On the Closing Date, a portion of the gross proceeds from the offering will be used to pay various fees and expenses, including expenses, fees and commissions incurred in connection with the acquisition of the underlying collateral, upfront fees to the Collateral Manager, structuring and placement agency fees payable to Merrill Lynch and legal, accounting, rating agency and other fees. Closing fees and expenses reduce the amount of the gross proceeds of the offering available to purchase collateral and, therefore, the return to purchasers of the Offered Securities. Rating agencies will consider the amount of net proceeds available to purchase collateral in determining any ratings assigned by them to the Offered Securities. For information about the amount of such fees and expenses, please review the final Offering Circular before investing.

- (1) Moody's Weighted Average Rating Factor and maximum Asset Correlation are included as structuring assumptions. However it is expected that the actual Moody's Weighted Average Rating Factor test and Asset Correlation test will be established at different combinations of values which may be satisfied together for both tests to be passed. Maximum Weighted Average Rating Factor on the WARP/Correlation Matrix will be [445]. The Maximum Correlation on the WARP/Correlation Matrix is expected to be [24.5] %.
- (2) Initial Overcollateralization Level represents the overcollateralization level that must be attained by a class of Notes in order for principal to be paid to a more junior class of Notes when such class is still outstanding. The Initial Overcollateralization Level is applied when less than [50] % of the reference portfolio has been amortized.
- (3) Enhanced Overcollateralization Level represents the overcollateralization level that must be attained by a class of Notes in order for principal to be paid to a more junior class of Notes when such class is still outstanding. The Enhanced Overcollateralization Level is applied when more than [50] % of the reference portfolio has been amortized.
- (4) Up to [10] issuers may be up to [2] %.

The further information on the Collateral Assumptions and the Coverage Tests, please see "Transaction Highlights" in the marketing book.

For Further Information, Please Contact:			
Global Structured Products	CDO Marketing/Global Structured Products		ABS Trading and Syndicate
Cecilia Pan (212) 449-0867	Institution Clients		Trading
Sharon Ellran (212) 449-7802	US: Doug Mallach (212) 449-6190	Global Private Clients	Scott Sallas (212) 449-3659
Vikram Mangalgi (212) 449-9206	Canada: Barry Dennis (212) 449-0394	Institutional Advisory Division	Syndicate
Alex Murdzhiev (212) 449-0726	Europe: Bill Berry 44-20-7995-4678	Mike Foggia (212) 449-6190	Andrew Phelps (212) 449-3660
Prakash Maitani (212) 449-9914	Asia: George Sun 852-2161-7101	Sal Vasi (212) 449-6154	Mike Doyle (212) 449-3660

**Representative Portfolio**



**NOTE:** This is an indicative portfolio. All information shown on this page is for illustrative purposes only. The actual structure of the final transaction, including the composition of the collateral to be acquired, will be determined at or around the time of pricing of the Notes based upon market conditions and other factors applicable at that time.

*At Closing, it is expected that [100]% of the portfolio will consist of Synthetic Securities of which the reference obligations are Residential Mortgage Backed Securities<sup>(1)</sup>. Please see "Risk Factors - Synthetic Securities" for additional risks relating to Synthetic Securities.*

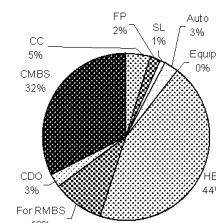
*(1) This takes into account the expected portfolio as of the Closing Date. Up to [51%] Synthetic Securities referencing CDOs, and up to [10%] Cash assets may be added through reinvestment.*

**About 250 Capital LLC<sup>(1)</sup>**

- 250 Capital is a wholly owned subsidiary of ML & Co., formed in 2004 for the purpose of originating and servicing portfolios of asset backed securities and structured credit products.
- 250 Capital also acted as portfolio servicer on Liberty Harbour CDO 2005-1, a \$1.8 billion cash ABS CDO completed in January 2005, North Cove CDO, a \$501.9 million synthetic ABS CDO completed in July 2005, North Cove CDO II, Ltd, a \$750 million synthetic ABS CDO Completed in January 2006 and North Cove CDO III, Ltd, a \$3 billion synthetic ABS CDO completed in August 2006.
- 250 Capital has a team of 14 highly dedicated and well trained ABS/MBS specialists with a broad portfolio expertise participating in various aspects of the ABS/MBS universe:
  - Management of BBB to AAA rated assets in the U.S., Europe, and Asia
  - Collateral spectrum includes all ABS/MBS classes and sectors.
  - Members of 250 Capital also manage Merrill Lynch Bank USA's investment portfolio, a securities arbitrage conduit and CDOs which includes approximately USD\$23 billion in ABS and structured products.
- 250 Capital is supported by an integrated suite of risk management, legal, operations, fund accounting and administration, technology and client reporting capabilities.

<sup>(1)</sup> Source: 250 Capital. As of October 2006

**250 Capital Investment Portfolio**



*Future market and economic conditions are impossible to predict. Future market or economic conditions that materially differ from those on which the assumptions are based may have a negative impact on the performance of Auriga CDO. For these and other reasons, there are limitations on the value of this or any hypothetical illustration.*

**Break Even Default Rates<sup>(1)(2)(3)(4)</sup>**

BREAKEVEN DEFAULT RATES	Based on a Break in Yield		Based on 0% Yield	
	Class Description (Moody's/S&P)	Annual Default Rate	Cumulative Gross Defaults	Annual Default Rate
Class A1 First Priority Unfunded Notes (Aaa/AAA)	[39.5]%	[69.2]%	[68.9]%	[84.7]%
Class A2A Second Priority Floating Rate Notes (Aaa/AAA)	[26.2]%	[55.9]%	[29.9]%	[60.2]%
Class A2B Second Priority Floating Rate Notes (Aaa/AAA)	[22.2]%	[50.5]%	[24.1]%	[53.2]%
Class B Third Priority Floating Rate Notes (Aa2/AA)	[16.8]%	[42.0]%	[18.8]%	[45.3]%
Class C Fourth Priority Floating Rate Notes (Aa3/AA-)	[11.6]%	[33.6]%	[14.2]%	[37.2]%
Class D Fifth Priority Floating Rate Notes (A2/A)	[7.9]%	[27.2]%	[9.9]%	[30.8]%
Class E Sixth Priority Floating Rate Notes (A3/A-)	[3.4]%	[21.5]%	[4.7]%	[25.7]%
Class F Seventh Priority Floating Rate Notes (Baa2/BBB)	[2.2]%	[15.0]%	[3.3]%	[20.7]%
Class G Eighth Priority Floating Rate Notes (Baa3/BBB-)	[1.6]%	[11.4]%	[2.2]%	[14.7]%

- (1) Assuming annual constant defaults beginning immediately at [52%] recovery rate, forward LIBOR. Time lag to default is assumed to be [6] months. Please see "Transaction Details - Structuring Assumptions" in the marketing book for a description
- (2) "Break in yield" is the default rate at which the first dollar loss in principal and interest occurs, and "0% Yield" is the default rate at which total cashflow received does not equal initial investment. Please see Appendix A in the marketing book for a description of Collateral Cashflow Formulas.
- (3) All the information shown on this page is for illustrative purposes only. The transaction is at a structuring phase, and the actual structure of the transaction and characteristics of the offered securities may differ from those presented herein. It is contemplated that the "Collateral Profile" would apply on and after the ramp-up completion date.
- (4) Defaults are stated as constant immediate annual rates and are applied on the outstanding collateral balance at the beginning of each quarterly Distribution Date. Defaulted assets are assumed to be sold immediately at a price equal to the applicable recovery rate.

Please see "Transaction Highlights - Structuring Assumptions" in the marketing book for further information on Break in Yield and 0% Yield Default Rates.

Please review "Section 4 - Risk Factors" and "Section 5 - Tax Considerations" in the marketing book. In addition, risks of investing in the Offered Securities will be described more fully in the preliminary and final offering circulars to be provided in connection with the offering of the Offered Securities.

Non-U.S. holders of preferred shares to a CDO including the ones being offered are likely to be treated as owning an interest in a "passive foreign investment company" and possibly also a "controlled foreign corporation". U.S. investors in CDO securities will need to consult their personal tax advisors and consider filing certain tax disclosure forms in order to avoid the potential imposition of penalties associated with an undisclosed investment in a foreign entity. Investors should direct their attention to the Tax Considerations section of the Confidential Discussion Material.