

Offering Circular Supplement
(To Offering Circular
Dated June 1, 2003)

\$1,400,000,000
Freddie Mac
Reference REMICSM
Series R009



Offered Classes: REMIC Classes shown below, Call Class shown on page S-3 and MACR Classes shown on *Appendix A*

Offering Terms: The underwriters named below are offering the Classes in negotiated transactions at varying prices; we have agreed to buy all of AB, VA, VB and ZA

Closing Date: October 16, 2006

REMIC Classes	Original Balance	Principal Type(1)	Class Coupon	Interest Type(1)	CUSIP Number	Final Payment Date
AB	\$1,148,000,000	GMC/SEQ	6.0%	FIX	31397BMG3	December 15, 2018
AX(2)	1,148,000,000	SEQ	6.0	FIX	31397BMX6	September 15, 2034
VA	55,440,000	AD/SEQ	6.0	FIX	31397B N 49	March 15, 2015
VB	110,880,000	SEQ	6.0	FIX	31397B N 56	November 15, 2024
ZA	85,680,000	SEQ	6.0	FIX/Z	31397B N 72	October 15, 2036
R	0	NPR	0.0	NPR	31397B N 23	October 15, 2036
RA	0	NPR	0.0	NPR	31397B N 31	December 15, 2018

(1) See *Appendix II* to the Offering Circular.

(2) This Class backs the Guaranteed Maturity Class and will not be offered initially. See *Terms Sheet — Guaranteed Maturity Class*.

The Certificates may not be suitable investments for you. You should not purchase Certificates unless you have carefully considered and are able to bear the associated prepayment, interest rate, yield and market risks of investing in them. *Certain Risk Considerations* on page S-2 highlights some of these risks.

You should purchase Certificates only if you have read and understood this Supplement, the attached Offering Circular and the documents listed under *Available Information*.

We guarantee principal and interest payments on the Certificates and the proceeds due on the Call Class upon exercise of the Call Right. These payments and proceeds are not guaranteed by and are not debts or obligations of the United States or any federal agency or instrumentality other than Freddie Mac. The Certificates are not tax-exempt. Because of applicable securities law exemptions, we have not registered the Certificates with any federal or state securities commission. No securities commission has reviewed this Supplement.

Lead Underwriters

Citigroup

Credit Suisse

Goldman, Sachs & Co.

Co-Underwriters

Barclays Capital

Bear, Stearns & Co. Inc.

Merrill Lynch & Co.

October 10, 2006

CERTAIN RISK CONSIDERATIONS

Although we guarantee the payments on the Certificates, and so bear the associated credit risk, as an investor you will bear the other risks of owning mortgage securities. This section highlights some of these risks. You should also read *Risk Factors* and *Prepayment, Yield and Suitability Considerations* in the Offering Circular for further discussions of these risks.

The Certificates May Not be Suitable Investments for You. The Certificates are complex securities. You should not purchase Certificates unless you are able to understand and bear the associated prepayment, interest rate, yield and market risks.

In particular, the Interest Only, Principal Only, Accrual, Call and Residual Classes have special risks and are not suitable for all investors.

Prepayments Can Reduce Your Yield. The yield on your Certificates could be lower than you expect if:

- You buy your Certificates at a premium over their principal amount and principal payments are faster than you expect.
- You buy your Certificates at a discount to their principal amount and principal payments are slower than you expect. This is especially true for the Principal Only Class.

If you buy the Interest Only Class and prepayments are fast, you may not even recover your investment.

The Certificates are Subject to Market Risks. You will bear all of the market risks of your investment. The market value of your Certificates will vary over time, primarily in response to changes in prevailing interest rates. If you sell your Certificates when their market value is low, you may experience significant losses.

- *Secondary Market.* The underwriters named on the front cover (the “**Underwriters**”) intend to make a market for the purchase and sale of the Classes after they are issued, but have no obligation to do so. A secondary market may not develop. Even if one does develop, it may not be liquid enough to allow you to sell your Certificates easily or at your desired price.
- *Market Value of Call Class.* The value of the Call Class will depend primarily on the market value of the Underlying REMIC Class (which will depend on prevailing interest rates and other market and economic conditions), market expectations about its future value, and the costs associated with any exercise of the Call Right. If you own the Call Class, you should consider the risk that you may lose all of your initial investment.

Our Multiclass Certificates Offering Circular dated June 1, 2003 (the “**Offering Circular**”), attached to this Supplement, defines many of the terms we use in this Supplement.

TERMS SHEET

This Terms Sheet contains selected information about this Series. You should refer to the remainder of this Supplement for further information.

In this Supplement, we refer to Classes only by their letter designations. For example, "R" refers to the R Class of this Series.

Payment Dates

We make payments of principal and interest on the Certificates on each monthly Payment Date beginning in November 2006.

Form of Classes

Regular and MACR Classes: Book-entry on Fed System

Residual and Call Classes: Certificated

Guaranteed Maturity Class

The Call Class, Callable Class and Underlying REMIC Class related to the Guaranteed Maturity Class shown on the front cover are shown below.

<u>Call Class</u>	<u>CUSIP Number</u>	<u>Underlying REMIC Class</u>	<u>Callable Class</u>	<u>Guaranteed Maturity Class</u>	<u>Final Payment Date</u>
A1	31397BMF5	AX	AY	AB	December 15, 2018

The Holder of the Call Class may direct Freddie Mac to redeem the Guaranteed Maturity Class on its Final Payment Date and acquire the Underlying REMIC Class.

See *Appendix VI* to the Offering Circular and *General Information — Structure of Transaction*.

Interest

The Fixed Rate Classes bear interest at the Class Coupons shown on the front cover and *Appendix A*.

AP is a Principal Only Class and does not bear interest.

Notional Class

<u>Class</u>	<u>Original Notional Principal Amount</u>	<u>Reduces Proportionately With</u>
AI*	\$1,148,000,000	AB (GMC/SEQ)

* MACR Class.

See *Payments — Interest — Notional Class*.

MACR Classes

This Series includes MACR Classes. *Appendix A* shows the characteristics of the MACR Classes and the Combinations of REMIC and MACR Classes. See *Appendix III* to the Offering Circular.

We will permit MACR exchanges beginning on December 1, 2006. However, we may effect MACR exchanges prior to December 1, 2006 in connection with the offering of AB (or one or more related MACR Classes) through one or more underwriters as described under *Plan of Distribution*. In addition, we reserve the right to approve certain other MACR exchanges prior to December 1, 2006, in our discretion.

Principal

REMIC Classes

On each Payment Date, we pay:

- | | | |
|----------------------------------|---|---|
| Sequential
Pay and
Accrual | { | • The Accrual Amount to VA and VB, in that order, until retired, and then to ZA |
| Sequential
Pay | { | • The Asset Principal Amount to AX, VA, VB and ZA, in that order, until retired |
| GMC/
Sequential
Pay | { | •• On each Payment Date, principal payments allocated to AX, as described above, will be distributed to AB, while outstanding |

See *Payments — Principal and Prepayment and Yield Analysis*.

MACR Classes

On each Payment Date when MACR Certificates are outstanding, we allocate principal payments from the applicable REMIC Certificates to the related MACR Certificates that are entitled to principal, as described under *MACR Certificates* in the Offering Circular.

REMIC Status

We will form a Single-Tier REMIC Pool and a Guaranteed Maturity REMIC Pool for this Series. We will elect to treat each REMIC Pool as a REMIC under the Code. R and RA will be “**Residual Classes**” and the other Classes shown on the front cover will be “**Regular Classes.**” The Residual Classes will be subject to transfer restrictions. See *Certain Federal Income Tax Consequences* in this Supplement and the Offering Circular.

If you purchase the Call Class, you will be treated for federal income tax purposes as purchasing a call option on the Underlying REMIC Class. See *Certain Federal Income Tax Consequences — CPCs — Status of the CPC Classes — The Call Class* and — *Taxation of the CPC Classes — The Call Class* in our Giant and Other Pass-Through Certificates Offering Circular dated September 1, 2005.

Weighted Average Lives (in years)*

	PSA Prepayment Assumption				
	0%	100%	289%	450%	600%
AB, AC, AD, AE, AF, AG, AH, AI, AJ, AK, AL, AM, AN, AO and AP	11.2	7.5	3.9	2.8	2.2
AX	19.0	8.4	3.9	2.8	2.2
BA	29.0	24.0	13.5	9.1	6.9
VA	4.6	4.6	4.6	4.2	3.7
VB	13.7	13.7	10.0	7.1	5.5
VC	10.6	10.6	8.2	6.1	4.9
ZA	29.0	24.0	15.3	10.9	8.4
The Assets	20.8	11.2	5.6	3.9	3.1

* We calculate weighted average lives based on the assumptions described in *Prepayment and Yield Analysis*. The actual weighted average lives are likely to differ from those shown, perhaps significantly.

The Assets

The “Assets” consist of Freddie Mac Gold PCs and Gold Giant PCs (the “PCs”) with the following characteristics:

<u>Principal Balance</u>	<u>Original Term (in years)</u>	<u>Interest Rate</u>
\$1,400,000,000	30	6.0%

See *General Information — Structure of Transaction*.

We have attached a schedule of the PCs that will constitute the Assets as *Schedule I* to this Supplement.

We have agreed to sell the Assets to the Underwriters for inclusion in this Series.

Assumed Mortgage Characteristics (as of October 1, 2006)

<u>Principal Balance</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Per Annum Interest Rate</u>	<u>Per Annum Interest Rate of Related PCs</u>
\$1,377,367,000	355	4	6.467	6.0%
20,657,000	351	7	6.673	6.0
1,976,000	319	33	6.470	6.0
<u>\$1,400,000,000</u>	355*	4*	6.470*	

* Weighted average by principal balance.

The actual characteristics of the Mortgages differ from those shown, in some cases significantly.

See *General Information — The Mortgages and Schedule I*.

AVAILABLE INFORMATION

You should purchase Certificates only if you have read and understood this Supplement, the Offering Circular and the following documents:

- Our Mortgage Participation Certificates Offering Circular dated October 14, 2005 and the related Offering Circular Supplements dated December 1, 2005, July 31, 2006, August 10, 2006 and September 1, 2006, which together describe Gold PCs generally.
- Our Giant and Other Pass-Through Certificates Offering Circular dated September 1, 2005, which describes Gold Giant PCs generally.
- Our Information Statement dated June 28, 2006 and any subsequent Information Statement and Information Statement Supplements published through the time of purchase.

This Supplement incorporates by reference the documents listed above. You should rely only on the most current information provided or incorporated by reference in this Supplement.

You can obtain the documents listed above, the Agreement and current information concerning the Assets and the Certificates from our Investor Inquiry Department or our Internet Web-Site as described on page 3 of the Offering Circular. You can also obtain the documents listed above from the lead Underwriters at:

Citigroup Global Markets Inc.
Prospectus Department
Brooklyn Army Terminal
140 58th Street, Suite 8G
Brooklyn, New York 11220
(718) 765-6732

Credit Suisse Securities (USA) LLC
Prospectus Department
11 Madison Avenue
New York, New York 10010-3629
(212) 325-2580

Goldman, Sachs & Co.
Prospectus Department
85 Broad Street
Concourse Level
New York, New York 10004
(212) 902-1171

GENERAL INFORMATION

The Agreement

We will create the Certificates under the Multiclass Certificates Agreement dated June 1, 2003 and a Terms Supplement dated the Closing Date (together, the “**Agreement**”).

You should refer to the Agreement for a complete description of your rights and obligations and those of Freddie Mac. You will acquire your Certificates subject to the terms and conditions of the Agreement, including the Terms Supplement.

Form of Certificates

The Regular and MACR Classes are issued, held and transferable on the Fed System. The Residual Classes are issued and held in certificated form and are transferable at the office of the Registrar.

The Call Class is issued and held in certificated form as a single certificate and is transferable at the office of the Registrar.

Only a Fed Participant can be a Holder of a Regular or MACR Class. As an investor in Certificates, you are not necessarily the Holder.

See *Description of Certificates — Form, Holders and Payment Procedures* in the Offering Circular.

Structure of Transaction

Callable Pool

This Series has a Callable Pool, as follows:

<u>Callable Class Issued from Callable Pool</u>	<u>Call Class Issued from Callable Pool</u>	<u>Callable Pool Asset (Underlying REMIC Class)</u>
AY	A1	AX

REMIC Pools

This Series has two REMIC Pools, as follows:

<u>REMIC Pool</u>	<u>Classes Issued from REMIC Pool</u>	<u>REMIC Pool Assets</u>
Single-Tier Guaranteed Maturity	All Regular Classes (other than AB) and R AB and RA	The Assets AY (Callable Class)

See *Description of Certificates — REMIC Pool Structures* in the Offering Circular.

The Assets

The Assets are Gold PCs and Gold Giant PCs. The Assets are shown on *Schedule I*. We have attached a glossary of terms used on *Schedule I* as *Schedule II* to this Supplement.

The Mortgages

The Mortgages underlying the Assets (the “**Mortgages**”) are fixed-rate, first lien residential mortgages and mortgage participations.

For purposes of this Supplement, we have made certain assumptions regarding the Mortgages, as shown under *Terms Sheet — Assumed Mortgage Characteristics*. However, the actual characteristics of most of the Mortgages differ from those assumed, perhaps significantly. This is the case even if the *weighted average* characteristics of the Mortgages are the same as those of mortgages having the characteristics assumed.

We will furnish the Assets from our own portfolio. Assets from our portfolio, or from other sources, may emphasize specific Mortgage characteristics, such as loan purpose, source of origination, geographic distribution or loan size, or specific borrower characteristics, such as credit rating or equity in the property. You can obtain information about the underlying Mortgage characteristics for the Assets from our Internet Web-Site.

PAYMENTS

Payment Dates; Record Dates

We make payments of principal and interest on the Certificates on each Payment Date, beginning in the month following the Closing Date. A “**Payment Date**” is the 15th of each month or, if the 15th is not a Business Day, the next Business Day.

On each Payment Date, any payment on a Certificate is made to the Holder of record as of the end of the preceding calendar month (a “**Record Date**”).

Method of Payment

You will receive payments on your Certificates in the manner described under *Description of Certificates — Form, Holders and Payment Procedures* in the Offering Circular.

Categories of Classes

For purposes of principal and interest payments, we have categorized the Classes as shown under “Principal Type” and “Interest Type” on the front cover and *Appendix A. Appendix II* to the Offering Circular explains the abbreviations used for categories of Classes.

Interest

We pay 30 days’ interest on each Payment Date to the Holders of each Class on which interest has accrued, except that the Accrual Class receives payments as described below. We calculate each interest payment on the outstanding balance of the Class as of the related Record Date and on the basis of a 360-day year of twelve 30-day months.

Accrual Period

The “**Accrual Period**” for each Payment Date is the preceding calendar month.

Fixed Rate Classes

The Fixed Rate Classes bear interest at the Class Coupons shown on the front cover and *Appendix A*.

Call Class

A1 is a Call Class and does not bear interest.

Principal Only Class

The Principal Only Class is shown under *Terms Sheet — Interest*. It does not bear interest.

Notional Class

The Notional Class does not receive principal payments. For calculating interest payments, it has a notional principal amount that will reduce as shown under *Terms Sheet — Notional Class*.

Accrual Class

ZA is an Accrual Class. The Accrual Class does not receive interest payments; rather, interest accrued on the Accrual Class during each Accrual Period is added to its principal amount on the related Payment Date. We pay principal on the Accrual Class, including accrued interest that has been added to its principal amount, as described under *Terms Sheet — Principal*.

Principal

We pay principal on each Payment Date to the Holders of the Classes on which principal is then due. Holders receive principal payments on a pro rata basis among the Certificates of their Class.

Amount of Payments

The principal payments on the Certificates on each Payment Date equal:

- The amount of interest accrued on the Accrual Class during the related Accrual Period and not payable as interest on that Payment Date (the “**Accrual Amount**”).
- The amount of principal required to be paid in the same month on the Assets (the “**Asset Principal Amount**”).

Allocation of Payments

On each Payment Date, we pay the Accrual Amount and the Asset Principal Amount for that Payment Date as described under *Terms Sheet — Principal*.

Call Class

The Call Class does not receive payments of principal. The Call Class has a notional principal amount equal at all times to the principal amount of the Guaranteed Maturity Class.

Class Factors

General

We make Class Factors available on or about the fifth business day of each month after the Closing Date. See *Description of Certificates — Payments — Class Factors* in the Offering Circular.

Use of Factors

You can calculate principal and interest payments by using the Class Factors.

For example, the reduction (or for the Accrual Class, the increase) in the balance of a Certificate in February will equal its original balance times the difference between its January and February Class Factors. The amount of interest to be paid on (or for the Accrual Class, added to the principal amount of) a Certificate in February will equal 30 days’ interest at its Class Coupon, accrued during the related Accrual Period, on the balance of that Certificate determined by its January Class Factor.

Guarantees

We guarantee to each Holder of a Certificate the timely payment of interest at its Class Coupon and the payment of its principal amount as described in this Supplement. We guarantee to the Holder of the Call Class all proceeds due upon exercise of the Call Right. See *Description of Certificates — Payments — Guarantees* in the Offering Circular.

1% Clean-up Call

We have a 1% Clean-up Call Right as to the Single-Tier REMIC Pool. If we exercise this right, all of the Classes then outstanding will be paid in full and will retire. See *Description of Certificates — Payments — 1% Clean-up Call* in the Offering Circular.

Residual Proceeds

Upon surrender of their Certificates to the Registrar, the Holders of each Residual Class will receive the proceeds of any remaining assets of the related REMIC Pool after all required principal and interest payments on the Classes have been made. Any remaining assets are likely to be insignificant. See *Description of Certificates — Payments — Residual Classes* in the Offering Circular.

PREPAYMENT AND YIELD ANALYSIS

General

Mortgage Prepayments

The rates of principal payments on the Assets and the Certificates will depend on the rates of principal payments, including prepayments, on the underlying Mortgages. The Mortgages are subject to prepayment at any time without penalty. Mortgage prepayment rates fluctuate continuously and, in some market conditions, substantially. See *Prepayment, Yield and Suitability Considerations — Prepayments* in the Offering Circular for a discussion of Mortgage prepayment considerations and risks.

Yield

As an investor in the Certificates, your yield will depend on:

- Your purchase price.
- The rate of principal payments on the underlying Mortgages.
- The actual characteristics of the underlying Mortgages.
- If you own an interest-bearing Class, the delay between its Accrual Period and the related Payment Date.

See *Prepayment, Yield and Suitability Considerations — Yields* in the Offering Circular for a discussion of yield considerations and risks.

Suitability

The Certificates may not be suitable investments for you. See *Prepayment, Yield and Suitability Considerations — Suitability* in the Offering Circular for a discussion of suitability considerations and risks.

Modeling Assumptions

To prepare the tables in this Supplement, we have made several assumptions. Unless otherwise noted, each table employs the following assumptions (the “**Modeling Assumptions**”), among others:

- The Mortgages have the characteristics shown under *Terms Sheet — Assumed Mortgage Characteristics*.
- The Classes and Assets always receive payments on the 15th of the month, whether or not a Business Day.
- We do not exercise our 1% Clean-up Call Right.
- Each Class is outstanding from the Closing Date to retirement and no exchanges occur.

The Modeling Assumptions, like any other stated assumptions, are likely to differ from actual experience in many cases. For example, the Mortgages have characteristics more diverse than those assumed, many Payment Dates will occur on a Business Day after the dates assumed and we may exercise our 1% Clean-up Call Right. Moreover, Mortgage prepayment rates will differ from the percentages of PSA shown in the tables. These differences will affect the actual payment behavior, weighted average lives and yields of the Classes, perhaps significantly.

See *Prepayment, Yield and Suitability Considerations — Tabular Information in Supplements* in the Offering Circular for descriptions of weighted average life and yield calculations and the PSA prepayment model.

Prepayment and Weighted Average Life Considerations

Accretion Directed Class

Payments of principal on the Accretion Directed Class should be stable under relatively slow prepayment scenarios because the Accrual Amount will be dedicated to making principal payments on that Class until it retires. The weighted average life of the Accretion Directed 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. Based on the Modeling Assumptions, the Accretion Directed Class would retire on, but not before, its Final Payment Date if the underlying Mortgages prepay at any constant rate at or below the rate shown for that Class until it retires.

The principal payment stability of the Accretion Directed Class is supported primarily by its receipt of the Accrual Amount. It is protected against early retirement by the Classes shown in the table. When those Classes retire, however, the Accretion Directed Class, if outstanding, will become sensitive to Mortgage prepayments and may retire before its Final Payment Date.

Accretion Directed Class

<u>Class</u>	<u>Maximum Weighted Average Life (in years)</u>	<u>Final Payment Date</u>	<u>Prepayment Rate at or below</u>	<u>Protected By</u>
VA	4.6	March 15, 2015	321% PSA	AX and the Guaranteed Maturity Classes

The underlying Mortgages have characteristics that differ from the Modeling Assumptions. As a result, even if the Mortgages prepay at a rate at or somewhat below the rate shown for the

Accretion Directed Class, that Class could retire before its Final Payment Date and its weighted average life could shorten.

Sequential Pay Classes

The Sequential Pay Classes receive principal payments from the Asset Principal Amount in a prescribed sequence.

MACR Classes

The payment characteristics of the MACR Classes reflect the payment characteristics of their related REMIC Classes.

Declining Balances Table

The following table shows:

- Percentages of original balances (as of the Closing Date) that would be outstanding after each of the Payment Dates shown at various percentages of PSA.
- Corresponding weighted average lives.

We have prepared this table using the Modeling Assumptions. However, for 0% PSA we have assumed that each Mortgage (a) has an interest rate 2.5% higher than that of the PCs and (b) has a remaining term to maturity of 360 months and a loan age of 0 months. We have calculated weighted average lives for the Notional Class assuming that a reduction in its notional principal amount is a reduction in principal balance.

Percentages of Original Balances Outstanding* and Weighted Average Lives

Date	AB, AC, AD, AE, AF, AG, AH, AI, AJ, AK, AL, AM, AN, AO and AP					AX					BA					VA				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%
Closing Date	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 15, 2007	99	96	91	87	83	99	96	91	87	83	100	100	100	100	100	90	90	90	90	90
October 15, 2008	98	89	75	64	54	98	89	75	64	54	100	100	100	100	100	80	80	80	80	80
October 15, 2009	97	81	57	40	26	97	81	57	40	26	100	100	100	100	100	70	70	70	70	70
October 15, 2010	96	74	43	22	8	96	74	43	22	8	100	100	100	100	100	58	58	58	58	58
October 15, 2011	95	66	31	10	0	95	66	31	10	0	100	100	100	100	86	46	46	46	46	0
October 15, 2012	93	60	21	1	0	93	60	21	1	0	100	100	100	100	54	33	33	33	33	0
October 15, 2013	92	53	13	0	0	92	53	13	0	0	100	100	100	75	34	20	20	20	0	0
October 15, 2014	90	47	6	0	0	90	47	6	0	0	100	100	100	53	21	5	5	5	0	0
October 15, 2015	88	42	1	0	0	88	42	1	0	0	100	100	100	38	13	0	0	0	0	0
October 15, 2016	86	37	0	0	0	86	37	0	0	0	100	100	83	27	8	0	0	0	0	0
October 15, 2017	84	32	0	0	0	84	32	0	0	0	100	100	67	19	5	0	0	0	0	0
October 15, 2018	82	27	0	0	0	82	27	0	0	0	100	100	54	14	3	0	0	0	0	0
October 15, 2019	0	0	0	0	0	79	23	0	0	0	100	100	43	10	2	0	0	0	0	0
October 15, 2020	0	0	0	0	0	76	18	0	0	0	100	100	34	7	1	0	0	0	0	0
October 15, 2021	0	0	0	0	0	73	15	0	0	0	100	100	27	5	1	0	0	0	0	0
October 15, 2022	0	0	0	0	0	70	11	0	0	0	100	100	22	3	0	0	0	0	0	0
October 15, 2023	0	0	0	0	0	66	7	0	0	0	100	100	17	2	0	0	0	0	0	0
October 15, 2024	0	0	0	0	0	63	4	0	0	0	100	100	13	2	0	0	0	0	0	0
October 15, 2025	0	0	0	0	0	58	1	0	0	0	100	100	10	1	0	0	0	0	0	0
October 15, 2026	0	0	0	0	0	54	0	0	0	0	100	92	8	1	0	0	0	0	0	0
October 15, 2027	0	0	0	0	0	49	0	0	0	0	100	80	6	1	0	0	0	0	0	0
October 15, 2028	0	0	0	0	0	43	0	0	0	0	100	68	5	0	0	0	0	0	0	0
October 15, 2029	0	0	0	0	0	37	0	0	0	0	100	57	3	0	0	0	0	0	0	0
October 15, 2030	0	0	0	0	0	31	0	0	0	0	100	47	2	0	0	0	0	0	0	0
October 15, 2031	0	0	0	0	0	24	0	0	0	0	100	38	2	0	0	0	0	0	0	0
October 15, 2032	0	0	0	0	0	16	0	0	0	0	100	28	1	0	0	0	0	0	0	0
October 15, 2033	0	0	0	0	0	8	0	0	0	0	100	20	1	0	0	0	0	0	0	0
October 15, 2034	0	0	0	0	0	0	0	0	0	0	94	12	0	0	0	0	0	0	0	0
October 15, 2035	0	0	0	0	0	0	0	0	0	0	49	4	0	0	0	0	0	0	0	0
October 15, 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (Years)	11.2	7.5	3.9	2.8	2.2	19.0	8.4	3.9	2.8	2.2	29.0	24.0	13.5	9.1	6.9	4.6	4.6	4.6	4.2	3.7

Date	VB					VC					ZA					The Assets				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%
Closing Date	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 15, 2007	100	100	100	100	100	97	97	97	97	97	106	106	106	106	106	99	97	93	89	86
October 15, 2008	100	100	100	100	100	93	93	93	93	93	113	113	113	113	113	98	91	80	70	62
October 15, 2009	100	100	100	100	100	90	90	90	90	90	120	120	120	120	120	98	85	65	51	39
October 15, 2010	100	100	100	100	100	86	86	86	86	86	127	127	127	127	127	97	78	53	36	25
October 15, 2011	100	100	100	100	92	82	82	82	82	62	135	135	135	135	135	95	72	43	26	16
October 15, 2012	100	100	100	100	13	78	78	78	78	9	143	143	143	143	143	94	67	35	19	10
October 15, 2013	100	100	100	52	0	73	73	73	35	0	152	152	152	152	101	93	62	28	13	6
October 15, 2014	100	100	100	0	0	68	68	68	0	0	161	161	161	157	63	92	57	23	10	4
October 15, 2015	95	95	95	0	0	63	63	63	0	0	171	171	171	112	39	90	52	19	7	2
October 15, 2016	87	87	49	0	0	58	58	32	0	0	182	182	182	80	25	89	48	15	5	2
October 15, 2017	78	78	3	0	0	52	52	2	0	0	193	193	193	57	15	87	44	12	3	1
October 15, 2018	69	69	0	0	0	46	46	0	0	0	205	205	158	40	10	85	40	10	2	1
October 15, 2019	59	59	0	0	0	39	39	0	0	0	218	218	127	29	6	83	37	8	2	0
October 15, 2020	49	49	0	0	0	32	32	0	0	0	231	231	101	20	4	81	33	6	1	0
October 15, 2021	38	38	0	0	0	25	25	0	0	0	245	245	80	14	2	78	30	5	1	0
October 15, 2022	26	26	0	0	0	17	17	0	0	0	261	261	64	10	1	75	27	4	1	0
October 15, 2023	14	14	0	0	0	9	9	0	0	0	277	277	50	7	1	72	24	3	0	0
October 15, 2024	0	0	0	0	0	0	0	0	0	0	294	294	39	5	1	69	21	2	0	0
October 15, 2025	0	0	0	0	0	0	0	0	0	0	294	294	30	3	0	66	19	2	0	0
October 15, 2026	0	0	0	0	0	0	0	0	0	0	294	271	23	2	0	62	17	1	0	0
October 15, 2027	0	0	0	0	0	0	0	0	0	0	294	235	18	1	0	58	14	1	0	0
October 15, 2028	0	0	0	0	0	0	0	0	0	0	294	201	13	1	0	53	12	1	0	0
October 15, 2029	0	0	0	0	0	0	0	0	0	0	294	169	10	1	0	49	10	1	0	0
October 15, 2030	0	0	0	0	0	0	0	0	0	0	294	139	7	0	0	43	8	0	0	0
October 15, 2031	0	0	0	0	0	0	0	0	0	0	294	110	5	0	0	37	7	0	0	0
October 15, 2032	0	0	0	0	0	0	0	0	0	0	294	84	3	0	0	31	5	0	0	0
October 15, 2033	0	0	0	0	0	0	0	0	0	0	294	58	2	0	0	24	4	0	0	0
October 15, 2034	0	0	0	0	0	0	0	0	0	0	276	35	1	0	0	17	2	0	0	0
October 15, 2035	0	0	0	0	0	0	0	0	0	0	144	12	0	0	0	9	1	0	0	0
October 15, 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (Years)	13.7	13.7	10.0	7.1	5.5	10.6	10.6	8.2	6.1	4.9	29.0	24.0	15.3	10.9	8.4	20.8	11.2	5.6	3.9	3.1

* Rounded to nearest whole percentage.

Yield Tables

The following tables show pre-tax yields to maturity (corporate bond equivalent) of specified Classes at various percentages of PSA. We have prepared these tables using the Modeling Assumptions and the assumed prices in the table captions, plus accrued interest, if any. Actual sales will not necessarily occur at the assumed prices.

Pre-Tax Yields

AI Class

(Assumed Price: 17.63346%)

<u>100% PSA</u>	<u>289% PSA</u>	<u>411% PSA</u>	<u>450% PSA</u>	<u>600% PSA</u>
26.7%	11.3%	0.0%	(3.7)%	(17.6)%

AP Class

(Assumed Price: 83.57687%)

<u>100% PSA</u>	<u>289% PSA</u>	<u>450% PSA</u>	<u>600% PSA</u>
2.5%	4.8%	6.8%	8.4%

FINAL PAYMENT DATES

The Final Payment Date for each Class is the latest date by which it will be paid in full and will retire. Except in the case of the Guaranteed Maturity Classes, we calculate Final Payment Dates using highly conservative assumptions. The actual retirement of each Class may occur earlier than its Final Payment Date.

CERTAIN FEDERAL INCOME TAX CONSEQUENCES

General

Any discussion of tax matters herein and in the Offering Circular was not intended or written to be used, and cannot be used, by any person for the purpose of avoiding tax penalties that may be imposed on such person. Such discussion was written to support the promotion and marketing of the Certificates. Investors should consult their own independent tax advisors regarding the Certificates and each investor's particular circumstances.

Subject to the assumptions described under *Certain Federal Income Tax Consequences — REMIC Election* in the Offering Circular, the Single-Tier REMIC Pool and the Guaranteed Maturity REMIC Pool will each qualify as a REMIC for federal income tax purposes.

Regular Classes

The Regular Classes are “regular interests” in the Single-Tier REMIC Pool and the Guaranteed Maturity REMIC Pool, as applicable. See *General Information — Structure of Transaction*. They are treated as debt instruments for federal income tax purposes and may be issued with original issue discount (“OID”) or at a premium. Based in part on information provided by the Underwriters regarding the initial prices at which they would have expected to sell or will sell substantial portions of the Regular Classes, we expect to report income to the Internal Revenue Service and to Holders of the Regular Classes (other than the Underlying REMIC Class) assuming they are issued as follows:

- *OID:* ZA.
- *Premium:* AB, VA and VB.

OID generally results in recognition of taxable income in advance of the receipt of cash attributable to that income. The Pricing Speed used for OID and premium calculations is 289% PSA. For purposes of OID and premium calculations with respect to the Guaranteed Maturity Class, however, we will also take into account the mandatory retirement of that Class on its Final Payment Date. See *Certain Federal Income Tax Consequences — Taxation of Regular Classes — Original Issue Discount* and *— Premium* in the Offering Circular. Mortgage prepayment rates will differ, perhaps significantly, from the Pricing Speed.

Residual Classes

Each Residual Class is the “residual interest” in its related REMIC Pool. See *General Information — Structure of Transaction*. Special tax considerations apply to the Residual Classes. The taxation of the Residual Classes can produce a significantly less favorable after-tax return than

if (a) the Residual Classes were taxable as debt instruments or (b) no portion of the taxable income on the Residual Classes were treated as “excess inclusions.” In certain periods, taxable income and the resulting tax liability on a Residual Class may exceed any payments on that Class. See *Certain Federal Income Tax Consequences — Taxation of Residual Classes* in the Offering Circular.

A substantial tax may be imposed on certain transferors of a Residual Class and certain beneficial owners of a Residual Class that are “pass-through entities.” See *Certain Federal Income Tax Consequences — Transfers of Interests in a Residual Class — Disqualified Organizations* in the Offering Circular. You should not purchase a Residual Class before consulting your tax advisor.

We will report with respect to the Guaranteed Maturity REMIC Pool assuming that such REMIC Pool (a) owns an undivided interest in the Underlying REMIC Class and (b) has written a call option to the Holder of the Call Class. We will report assuming that the basis of such REMIC Pool in the Underlying REMIC Class includes any value associated with Freddie Mac’s obligation to make a contribution to that REMIC Pool on the Final Payment Date for the Guaranteed Maturity Class pursuant to Freddie Mac’s guarantee. We do not expect the Holders of RA to have any material adverse tax consequences as a result of this treatment, but investors should consult their tax advisors regarding this matter.

Certain Transfers of Residual Classes

The REMIC Regulations disregard:

1. A transfer of a “noneconomic residual” unless no significant purpose of the transfer is to impede the assessment or collection of tax.
2. Except in certain cases, a transfer of a residual interest to a foreign investor or a transfer of a residual interest from a foreign investor to a U.S. investor. Accordingly, the Agreement prohibits the transfer of an interest in a Residual Class to or from a foreign investor without our written consent.

See *Certain Federal Income Tax Consequences — Transfers of Interests in a Residual Class — Additional Transfer Restrictions* in the Offering Circular. In the case of a transfer that is disregarded, the transferor would continue to be treated as the owner of the residual interest and thus would continue to be subject to tax on its allocable portion of the net income of the REMIC.

Residual Classes with Negative Fair Market Values

Recently, the Treasury issued final regulations addressing the treatment of a payment made to a transferee on the transfer of a “noneconomic residual” interest. Under these regulations, the transferee does not immediately recognize the payment as income. Rather, the payment is recognized as income over a period that is reasonably related to the period during which the REMIC is expected to generate taxable income or net loss allocable to the holder of the noneconomic Residual Class. The regulations also provide the following two safe harbor methods for tax accounting for the payment:

- A transferee may recognize the payment for federal income tax purposes in the same amounts and over the same period in which the payment is included in the transferee’s income for financial reporting purposes, provided that such period is not shorter than the period over which the REMIC is expected to generate taxable income.

- A transferee may recognize the payment for federal income tax purposes ratably over the “anticipated weighted average life of the REMIC,” as defined in the REMIC Regulations, as determined at the time the transferee acquires the residual interest.

The regulations state that the unamortized amount of the payment would be currently included by a transferee on disposition of the Residual Class. Additionally, the regulations provide that a transferee’s treatment of the payment is a method of accounting that must be consistently applied to all such payments received by the transferee in connection with noneconomic Residual Classes. Finally, the regulations state that such payment shall be treated as income from U.S. sources. The regulations are effective for taxable years ending on or after May 11, 2004.

Certain federal income tax consequences of a payment made to a transferee on the transfer of a Residual Class remain unclear. For example, the regulations do not address whether a residual interest could have a negative basis and a negative issue price.

If you receive a payment in connection with the acquisition of a Residual Class, you should consult your tax advisor as to the proper treatment of such payment.

Foreign Investors in Pass-Through Entities Holding a Residual Class

The Treasury has recently issued temporary regulations that may accelerate the time for withholding with respect to excess inclusions allocable to foreign investors in a partnership (or in another type of pass-through entity) that holds a Residual Class. The regulations are effective as to allocations of income on or after August 1, 2006.

Reporting and Administrative Matters

We will provide Holders of the Residual Classes information to enable them to prepare reports required under the Code or applicable Treasury regulations. Because we do not intend to hold the Residual Classes, applicable law may not allow us to perform tax administrative functions for the REMIC Pools. Therefore, if you own a Residual Class, you may have certain tax administrative obligations, for which we will act as your attorney-in-fact and agent. See *Certain Federal Income Tax Consequences — Reporting and Administrative Matters* in the Offering Circular.

Taxation of the Call Class

The purchase price that you pay for the Call Class will be treated as an option premium. The option premium will be treated as a loss if the option lapses, and that loss will be a capital loss. If you purchase the Underlying REMIC Class pursuant to the exercise of the Call Right, the option premium (in addition to any fee for the exchange) will be added to your basis in the Underlying REMIC Class.

The Call Class will not be a qualifying asset for a REMIC. Special considerations may also apply to thrifts, real estate investment trusts and regulated investment companies investing in the Call Class. These entities should consult their tax advisors before investing in the Call Class.

MACR Classes

The arrangement under which the MACR Classes are created (the “MACR Pool”) will be classified as a grantor trust under subpart E, part I of subchapter J of the Internal Revenue Code. The interests in the Regular Classes that have been exchanged for the MACR Classes will be the assets of the MACR Pool and the MACR Classes will represent beneficial ownership of these assets.

For a discussion of certain federal income tax consequences applicable to the MACR Classes, see *Certain Federal Income Tax Consequences — Taxation of MACR Classes, — Exchanges of MACR Classes and Regular Classes* and *— Taxation of Certain Foreign Investors* in the Offering Circular.

LEGAL INVESTMENT CONSIDERATIONS

You should consult your legal advisor to determine whether the Certificates are a legal investment for you and whether you can use the Certificates as collateral for borrowings. See *Legal Investment Considerations* in the Offering Circular.

ERISA CONSIDERATIONS

Fiduciaries of ERISA plans should review *ERISA Considerations* in the Offering Circular.

PLAN OF DISTRIBUTION

Under an agreement with the Underwriters, we have agreed to sell all of the REMIC Certificates to the Underwriters in exchange for the Assets.

We have agreed to buy all of AB, VA, VB and ZA from the Underwriters. We expect that we will offer AB (or one or more related MACR Classes) to the public through one or more underwriters in the future. We will describe any such offering in a Supplement to this Offering Circular Supplement.

The Underwriters intend to:

- Redeliver the Underlying REMIC Class to us for inclusion in the Callable Pool.
- Offer the Residual Classes in negotiated transactions at varying prices to be determined at the time of sale.
- Offer the Call Class in a negotiated transaction with a single purchaser at a price to be determined at the time of sale.

The Underwriters are offering the Residual and Call Classes subject to their issuance by us and subject to the Underwriters' right to reject any order. The Underwriters may make sales to or through securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Underwriters and commissions from any purchasers for which they act as agents.

Our agreement with the Underwriters provides that we will indemnify them against certain liabilities.

LEGAL MATTERS

Our General Counsel (or one of our Deputy General Counsels) will render an opinion on the legality of the Certificates. Cleary Gottlieb Steen & Hamilton LLP is representing the Underwriters on legal matters concerning the Certificates.

Available Combinations

REMIC Certificates			MACR Certificates							
REMIC Class	Original Balance	Exchange Proportions(1)	MACR Class	Maximum Original Balance	Exchange Proportions (1)	Principal Type(2)	Class Coupon	Interest Type(2)	CUSIP Number	Final Payment Date
Combination 1										
AB	\$1,148,000,000	100%	AC	\$1,148,000,000	N/A	GMC/SEQ	5.0%	FIX	31397BMH1	December 15, 2018
			AD	1,148,000,000	N/A	GMC/SEQ	5.125	FIX	31397BMJ7	December 15, 2018
			AE	1,148,000,000	N/A	GMC/SEQ	5.25	FIX	31397BMK4	December 15, 2018
			AF	1,148,000,000	N/A	GMC/SEQ	5.375	FIX	31397BML2	December 15, 2018
			AG	1,148,000,000	N/A	GMC/SEQ	5.5	FIX	31397BMM0	December 15, 2018
			AH	1,148,000,000	N/A	GMC/SEQ	5.625	FIX	31397BMN8	December 15, 2018
			AI	1,148,000,000	N/A	NTL (GMC/SEQ)	6.0	FIX/IO	31397BMP3	December 15, 2018
			AJ	1,148,000,000	N/A	GMC/SEQ	5.75	FIX	31397BMQ1	December 15, 2018
			AK	1,148,000,000	N/A	GMC/SEQ	5.875	FIX	31397BMR9	December 15, 2018
			AL	1,124,571,428	N/A	GMC/SEQ	6.125	FIX	31397BMS7	December 15, 2018
			AM	1,102,080,000	N/A	GMC/SEQ	6.25	FIX	31397BMT5	December 15, 2018
			AN	1,080,470,588	N/A	GMC/SEQ	6.375	FIX	31397BMU2	December 15, 2018
			AO	1,059,692,307	N/A	GMC/SEQ	6.5	FIX	31397BMV0	December 15, 2018
			AP	1,148,000,000	N/A	GMC/SEQ	0.0	PO	31397BMW8	December 15, 2018
Combination 2			VC	\$ 166,320,000	100%	SEQ	6.0%	FIX	31397B N 9 8	November 15, 2024
V/A	\$ 55,440,000	33.3333333333%								
V/B	110,880,000	66.6666666667								
Combination 3			BA	\$ 252,000,000	100%	SEQ	6.0%	FIX	31397B N 8 0	October 15, 2036
V/A	\$ 55,440,000	22%								
V/B	110,880,000	44								
Z/A	85,680,000	34								

(1) Exchange proportions are constant proportions of the original balances of the REMIC Classes or MACR Classes, as applicable. In accordance with the exchange proportions, you may exchange REMIC Certificates for MACR Certificates, and vice versa. The exchange proportions are not applicable to the MACR Classes designated by "N/A." See Appendix III to the Offering Circular for a description of "ratio-stripping" MACR Classes of this type.

(2) See Appendix II to the Offering Circular.

Schedule I

PC Schedule(1)

PC Pool Number	PC CUSIP	Original PC UPB (Whole Pool)	Current PC UPB	WAC	PC Coupon	Issue Date	Final Payment Date	WARM	WALA
A16691	31296RNG9	\$ 6,483,034	\$ 97,957	6.625%	6.0%	December 1, 2003	December 1, 2033	316	35
A24463	31297B5Y4	47,551,677	904,602	6.500	6.0	July 1, 2004	July 1, 2034	325	27
A27124	31297E4H6	6,440,892	70,450	6.250	6.0	September 1, 2004	October 1, 2034	333	25
A27483	31297F146	49,024,928	117,460	6.250	6.0	October 1, 2004	October 1, 2034	330	25
A28683	31297GUG4	6,202,084	268,867	6.500	6.0	November 1, 2004	November 1, 2034	333	23
A30748	31297KZM7	7,566,951	300,000	6.293	6.0	January 1, 2005	January 1, 2035	335	22
A42269	3128K2QW2	9,686,709	145,494	6.447	6.0	January 1, 2006	January 1, 2036	350	9
A42272	3128K2QZ5	1,170,040	168,709	6.875	6.0	January 1, 2006	January 1, 2036	351	9
A43038	3128K3LT2	26,180,490	88,227	6.316	6.0	February 1, 2006	February 1, 2036	350	8
A43040	3128K3LV7	5,055,105	547,669	6.500	6.0	February 1, 2006	February 1, 2036	352	8
A44407	3128K43Q6	169,540,851	430,857	6.330	6.0	April 1, 2006	April 1, 2036	351	7
A44662	3128K5FB3	50,010,999	1,099,263	6.425	6.0	April 1, 2006	April 1, 2036	353	6
A4954	3128K5QF2	79,533,019	1,129	6.343	6.0	April 1, 2006	April 1, 2036	352	6
A48547	3128K9P81	6,114,999	3,899,522	6.516	6.0	May 1, 2006	May 1, 2036	354	5
A48618	3128K9SF2	9,531,478	1,000,555	6.332	6.0	May 1, 2006	May 1, 2036	353	5
A48639	3128K9S47	73,825,099	570,815	6.336	6.0	May 1, 2006	May 1, 2036	354	5
A48829	3128K9Y24	4,553,890	1,815,880	6.616	6.0	May 1, 2006	May 1, 2036	353	5
A48843	3128K9ZG2	23,917,602	7,140,018	6.915	6.0	May 1, 2006	May 1, 2036	352	6
A48888	3128K9ZV5	4,090,860	1,675,148	6.365	6.0	May 1, 2006	May 1, 2036	355	5
A48912	3128K93V4	27,821,286	45,794	6.385	6.0	May 1, 2006	May 1, 2036	354	5
A48919	3128K94C5	1,857,306	1,695,459	7.140	6.0	May 1, 2006	April 1, 2036	348	6
A49118	3128KADX6	4,144,195	1,554,861	6.542	6.0	May 1, 2006	May 1, 2036	354	5
A49140	3128KAEM9	23,495,757	10,682,277	6.380	6.0	May 1, 2006	May 1, 2036	353	5
A49175	3128KAFQ9	1,670,840	1,563,601	6.456	6.0	May 1, 2006	May 1, 2036	355	5
A49184	3128KAFZ9	1,676,584	1,669,104	6.625	6.0	May 1, 2006	May 1, 2036	355	5
A49245	3128KAHW4	47,355,974	24,055,712	6.374	6.0	May 1, 2006	May 1, 2036	350	5
A49257	3128KAJA0	2,438,728	1,540,408	6.625	6.0	May 1, 2006	May 1, 2036	354	5
A49258	3128KAJB8	2,737,316	2,720,206	6.750	6.0	May 1, 2006	May 1, 2036	345	5
A49323	3128KALC3	65,817,882	167,293	6.452	6.0	May 1, 2006	June 1, 2036	352	5
A49384	3128KAM99	236,299,095	1,000,000	6.357	6.0	June 1, 2006	June 1, 2036	354	5
A49397	3128KANN7	8,465,192	979,707	6.677	6.0	June 1, 2006	June 1, 2036	353	4
A49399	3128KANQ0	2,445,140	4,550,444	6.375	6.0	May 1, 2006	June 1, 2036	353	4
A49448	3128KAP96	31,110,289	4,614,673	6.393	6.0	June 1, 2006	June 1, 2036	355	4
A49465	3128KAQ53	7,000,467	30,196,176	6.486	6.0	June 1, 2006	June 1, 2036	353	5
A49483	3128KARC7	38,259,512	6,827,389	6.396	6.0	June 1, 2006	June 1, 2036	354	4
A49491	3128KARL7	10,030,637	2,027,538	6.345	6.0	June 1, 2006	June 1, 2036	356	4
A49542	3128KAS77	75,827,515	48,507,887	6.354	6.0	June 1, 2006	June 1, 2036	354	5
A49547	3128KATC5	55,279,124	6,346,194	6.536	6.0	June 1, 2006	June 1, 2036	354	4
A49549	3128KATE1	71,542,046	60,974,348	6.413	6.0	June 1, 2006	June 1, 2036	355	4
A49583	3128KAUG4	10,779,766	968,687	6.439	6.0	June 1, 2006	June 1, 2036	351	4
A49684	3128KAXM8	29,535,811	29,414,698	6.679	6.0	June 1, 2006	June 1, 2036	354	5
A49685	3128KAXN6	8,762,141	2,218,945	6.875	6.0	June 1, 2006	June 1, 2036	353	5
A49700	3128KAX55	23,514,551	23,063,683	6.608	6.0	June 1, 2006	June 1, 2036	355	5
A49711	3128KAYG0	2,070,589	2,062,285	6.659	6.0	June 1, 2006	June 1, 2036	355	5
A49773	3128KA2E0	482,067,195	79,793	6.250	6.0	June 1, 2006	June 1, 2036	354	5
A49774	3128KA2F7	60,315,611	48,639,809	6.375	6.0	June 1, 2006	June 1, 2036	354	5

(1) Information is as of October 1, 2006.

PC Pool Number	PC CUSIP	Original PC UPB (Whole Pool)	Original PC UPB	Current PC UPB	WAC	PC Coupon	Issue Date	Final Payment Date	WARM	WALA
A49804	3128KA3M1	\$ 71,652,535	\$ 40,400,057	\$ 39,194,435	6.367%	6.0%	June 1, 2006	June 1, 2036	354	4
A49813	3128KA3W9	20,753,135	16,753,135	16,684,154	6.504	6.0	June 1, 2006	June 1, 2036	355	5
A49880	3128KA6R7	175,639,592	44,035,420	43,490,728	6.551	6.0	June 1, 2006	June 1, 2036	354	4
A49998	3128KBD2	3,744,643	3,744,643	3,655,109	6.500	6.0	June 1, 2006	June 1, 2036	347	4
A50049	3128KCBS5	32,174,893	25,383,074	24,933,289	6.500	6.0	June 1, 2006	June 1, 2036	354	4
A50071	3128KCCG0	153,931,634	98,686,710	97,201,804	6.372	6.0	June 1, 2006	June 1, 2036	352	5
A50083	3128KCCU9	5,439,719	5,354,719	5,334,577	6.625	6.0	June 1, 2006	June 1, 2036	355	4
A50133	3128KCEE3	3,331,246	2,000,000	1,986,623	6.399	6.0	June 1, 2006	June 1, 2036	353	4
A50149	3128KCEW3	4,181,292	2,181,292	2,171,849	6.390	6.0	June 1, 2006	June 1, 2036	355	4
A50153	3128KCE29	9,873,343	238,930	237,744	6.422	6.0	June 1, 2006	June 1, 2036	353	4
A50166	3128KCFR9	18,952,475	447,935	439,147	6.500	6.0	June 1, 2006	June 1, 2036	348	4
A50167	3128KCFG7	20,625,122	17,019,661	16,949,107	6.927	6.0	June 1, 2006	June 1, 2036	354	5
A50187	3128KCF44	48,821,488	43,952,827	43,451,223	6.410	6.0	June 1, 2006	June 1, 2036	355	4
A50191	3128KCF85	1,000,000	203,571	202,654	6.473	6.0	June 1, 2006	June 1, 2036	331	4
A50222	3128KCG76	25,587,699	689,602	676,222	6.518	6.0	June 1, 2006	June 1, 2036	355	4
A50228	3128KCHD2	9,625,070	30,102	29,988	6.500	6.0	June 1, 2006	June 1, 2036	355	4
A50247	3128KCHY6	2,000,200	2,000,200	1,993,530	6.533	6.0	June 1, 2006	June 1, 2036	356	3
A50248	3128KCHY2	1,100,985	1,100,985	1,097,664	6.509	6.0	June 1, 2006	June 1, 2036	356	4
A50250	3128KCH34	2,000,200	1,001,780	975,304	6.311	6.0	June 1, 2006	June 1, 2036	340	4
A50251	3128KCH42	2,400,200	1,516,291	1,510,941	6.589	6.0	June 1, 2006	June 1, 2036	356	4
A50253	3128KCH67	22,912,895	9,005,904	8,919,081	6.515	6.0	June 1, 2006	June 1, 2036	356	4
A50263	3128KCI63	11,153,052	2,500,000	2,491,485	6.636	6.0	June 1, 2006	June 1, 2036	355	3
A50270	3128KCI33	27,548,645	26,313,645	26,137,850	6.552	6.0	June 1, 2006	June 1, 2036	354	4
A50286	3128KCI73	3,358,136	132,942	127,643	6.750	6.0	June 1, 2006	June 1, 2036	354	3
A50386	3128KCNB9	36,239,208	24,829,417	24,260,096	6.375	6.0	June 1, 2006	June 1, 2036	354	4
A50389	3128KCN33	44,259,844	324,559	319,617	6.498	6.0	June 1, 2006	June 1, 2036	355	4
A50430	3128KCP66	50,073,102	13,134,034	13,079,713	6.250	6.0	June 1, 2006	June 1, 2036	355	4
A50488	3128KCRH2	13,020,824	6,464,981	6,298,140	6.250	6.0	June 1, 2006	June 1, 2036	353	5
A50520	3128KCSH1	45,642,931	81,355	79,414	6.433	6.0	June 1, 2006	June 1, 2036	353	4
A50551	3128KCTG2	139,182,497	69,093,415	67,798,922	6.433	6.0	June 1, 2006	June 1, 2036	356	4
A50560	3128KCTR8	15,156,523	15,156,523	14,562,965	6.500	6.0	June 1, 2006	June 1, 2036	355	4
A50564	3128KCTV9	32,698,996	32,698,996	32,586,761	6.250	6.0	June 1, 2006	June 1, 2036	355	4
A50579	3128KCCU9	60,134,723	188,260	186,282	6.471	6.0	June 1, 2006	June 1, 2036	356	3
A50586	3128KCUK1	3,010,666	3,010,666	3,000,322	6.647	6.0	June 1, 2006	June 1, 2036	332	4
A50588	3128KCUW7	5,176,250	2,330,656	2,260,692	6.490	6.0	June 1, 2006	June 1, 2036	356	4
A50618	3128KCVK0	178,522,876	7,800,000	7,730,036	6.561	6.0	June 1, 2006	June 1, 2036	355	4
A50642	3128KCWB9	15,417,998	14,998,500	14,950,941	6.250	6.0	June 1, 2006	June 1, 2036	356	4
A50643	3128KCWC7	16,576,340	14,542,590	14,439,669	6.375	6.0	June 1, 2006	June 1, 2036	354	4
A50651	3128KCVL7	256,845,002	3,840,362	3,818,894	6.250	6.0	June 1, 2006	June 1, 2036	355	4
A50679	3128KXG7	2,127,600	515,965	513,773	6.412	6.0	June 1, 2006	June 1, 2036	338	3
A50683	3128KXJL6	2,137,484	246,910	246,075	6.336	6.0	June 1, 2006	June 1, 2036	356	3
A50739	3128KZC4	163,393,974	80,064,849	79,142,761	6.554	6.0	June 1, 2006	June 1, 2036	355	4
A50782	3128KC2P1	11,600,401	11,600,401	11,430,284	6.567	6.0	June 1, 2006	June 1, 2036	356	3
A50786	3128KC2T3	1,053,600	1,000,000	997,321	6.592	6.0	June 1, 2006	June 1, 2036	357	3
A50791	3128KC2Y2	36,729,299	185,146	182,426	6.519	6.0	June 1, 2006	June 1, 2036	354	3
A50800	3128KC3H8	1,603,472	1,603,472	1,598,977	6.668	6.0	June 1, 2006	June 1, 2036	355	5
A50801	3128KC3J4	19,916,378	10,332,539	10,148,060	6.905	6.0	June 1, 2006	June 1, 2036	355	4
A50813	3128KC3W5	2,026,775	1,938,715	1,933,317	6.625	6.0	June 1, 2006	June 1, 2036	356	3
A50815	3128KC3Y1	5,288,668	288,668	287,914	6.750	6.0	June 1, 2006	June 1, 2036	357	3
A50833	3128KC4S3	30,218,607	15,000,000	14,834,953	6.625	6.0	June 1, 2006	June 1, 2036	355	3
A50837	3128KC4W4	60,934,725	1,400,000	1,385,266	6.459	6.0	June 1, 2006	June 1, 2036	355	3
A50841	3128KC5A1	1,026,510	1,026,510	1,023,476	7.355	6.0	June 1, 2006	June 1, 2036	356	4
A50852	3128KC5M5	6,282,654	6,282,654	6,242,822	6.461	6.0	June 1, 2006	June 1, 2036	355	4
A50856	3128KC5R4	6,377,030	6,377,030	6,245,727	6.452	6.0	June 1, 2006	June 1, 2036	356	4

PC Pool Number	PC CUSIP	Original PC UPB (Whole Pool)	Original PC UPB	Current PC UPB	WAC	PC Coupon	Issue Date	Final Payment Date	WARM	WALA
A50905	3128KDAE5	\$ 20,021,738	\$ 19,998,000	\$ 19,768,483	6.621%	6.0%	July 1, 2006	July 1, 2036	357	3
A50936	3128KDBD6	49,004,119	101,731	101,230	6.500	6.0	July 1, 2006	July 1, 2036	355	3
A50976	3128KDCM5	4,939,497	1,806,850	1,756,364	6.560	6.0	July 1, 2006	August 1, 2036	356	3
A50986	3128KDCX1	1,948,379	1,948,379	1,943,021	6.778	6.0	July 1, 2006	July 1, 2036	355	4
A51001	3128KDDDE2	26,393,073	12,393,073	12,296,787	6.625	6.0	July 1, 2006	July 1, 2036	355	3
A51008	3128KDDM4	2,000,128	2,000,128	1,993,862	6.500	6.0	July 1, 2006	July 1, 2036	356	4
A51024	3128KDD51	2,910,548	2,910,548	2,901,003	6.612	6.0	July 1, 2006	July 1, 2036	355	4
A51031	3128KDECS	3,195,371	3,195,371	3,184,494	6.588	6.0	July 1, 2006	July 1, 2036	355	4
A51139	3128KDHQ1	3,800,063	3,800,063	3,787,338	6.506	6.0	July 1, 2006	July 1, 2036	355	4
A51175	3128KDIJ0	10,030,791	2,030,791	2,026,781	6.425	6.0	August 1, 2006	August 1, 2036	357	3
A51181	3128KDIJ2	187,981,946	371,970	371,970	6.567	6.0	July 1, 2006	August 1, 2036	357	3
A51247	3128KDL45	17,244,078	17,244,078	17,201,022	6.595	6.0	July 1, 2006	August 1, 2036	357	3
A51254	3128KDMB8	27,193,517	27,193,517	27,135,905	6.489	6.0	August 1, 2006	August 1, 2036	357	3
A51278	3128KDM36	29,197,857	29,197,857	29,015,828	6.637	6.0	July 1, 2006	August 1, 2036	357	3
A51293	3128KDNJ0	7,110,160	7,110,160	7,096,874	6.477	6.0	August 1, 2006	August 1, 2036	357	3
A51341	3128KDP25	201,074,317	916,728	911,066	6.559	6.0	August 1, 2006	August 1, 2036	357	3
A51345	3128KDP66	14,395,184	1,313,769	1,311,278	6.500	6.0	August 1, 2006	August 1, 2036	357	3
A51367	3128KDU2	19,602,545	19,602,545	19,392,446	6.454	6.0	August 1, 2006	August 1, 2036	357	3
A51368	3128KDV0	25,205,747	25,205,747	24,914,439	6.500	6.0	August 1, 2006	August 1, 2036	356	3
A51410	3128KDR72	50,226,084	5,000,000	4,987,038	6.442	6.0	August 1, 2006	August 1, 2036	357	3
A51414	3128KDSB2	21,198,915	21,198,915	21,065,343	6.522	6.0	August 1, 2006	August 1, 2036	356	3
A51437	3128KDS22	9,126,840	9,126,840	9,107,994	6.510	6.0	August 1, 2006	August 1, 2036	358	2
A51458	3128KDTP0	12,451,563	12,451,563	12,426,619	6.703	6.0	August 1, 2006	August 1, 2036	356	3
A51470	3128KDT39	17,554,979	17,554,979	17,510,142	6.529	6.0	August 1, 2006	August 1, 2036	356	3
A51568	3128KDW50	17,767,074	17,767,074	17,729,788	6.250	6.0	August 1, 2006	August 1, 2036	357	3
A51693	3128KD3A1	22,652,493	22,652,493	22,460,994	6.250	6.0	August 1, 2006	August 1, 2036	356	3
A51701	3128KD3J2	22,762,275	22,762,275	22,713,449	6.250	6.0	August 1, 2006	August 1, 2036	356	3
A51767	3128KD6C4	8,092,861	8,092,861	8,077,077	6.546	6.0	August 1, 2006	August 1, 2036	358	2
A51768	3128KD6D2	9,145,747	9,145,747	9,124,106	6.543	6.0	August 1, 2006	August 1, 2036	356	2
A51823	3128KEAY9	7,926,430	7,926,430	7,910,764	6.548	6.0	August 1, 2006	August 1, 2036	357	2
A51847	3128KEBQ5	2,091,732	2,091,732	2,087,943	6.518	6.0	August 1, 2006	August 1, 2036	358	2
A51902	3128KEDF7	3,474,958	3,474,958	3,467,401	6.545	6.0	August 1, 2006	August 1, 2036	354	4
A52134	3128KELP6	3,723,377	3,723,377	3,720,019	6.250	6.0	September 1, 2006	September 1, 2036	358	2
A52399	3128KEUY7	8,151,016	8,151,016	8,142,999	6.250	6.0	September 1, 2006	September 1, 2036	358	2
A52619	3128KE4C4	3,937,109	3,937,109	3,933,516	6.470	6.0	September 1, 2006	September 1, 2036	358	1
A52754	3128KFBX7	8,730,028	8,730,028	8,722,115	6.534	6.0	September 1, 2006	September 1, 2036	358	2
A54607	3128KHD17	55,553,078	690,190	653,454	6.755	6.0	May 1, 2006	April 1, 2036	351	7
A54614	3128KHD10	4,741,537	4,741,537	4,717,832	6.624	6.0	June 1, 2006	May 1, 2036	352	8
A54616	3128KHDV5	2,717,382	2,717,382	2,707,514	6.671	6.0	June 1, 2006	June 1, 2036	355	4
A54736	3128KHHM1	2,080,226	2,080,226	2,075,943	6.431	6.0	August 1, 2006	July 1, 2036	346	5
C01258	31292HMF8	2,751,350,952	1,550,000	1,550,000	6.471	6.0	November 1, 2001	November 1, 2031	289	59
C01286	31292HNB6	3,116,708,121	500,000	174,534	6.471	6.0	January 1, 2002	January 1, 2032	290	58
C01491	31292HUQ5	1,003,577,955	80,000	26,462	6.344	6.0	February 1, 2003	February 1, 2033	306	45
C25276	31293N2H2	6,181,304	401,287	54,966	6.500	6.0	April 1, 1999	April 1, 2029	254	91
C71805	31288AAE5	282,079,209	106,000	18,721	6.375	6.0	October 1, 2002	October 1, 2032	300	48
G00922	31283HAX3	1,500,000,000	150,000	10,556	6.726	6.0	May 1, 1998	April 1, 2028	235	103
G08112	3128MJD56	1,187,393,223	250,000	235,506	6.402	6.0	February 1, 2006	February 1, 2036	348	9
G08129	3128MJB2	1,166,477,259	4,827,888	4,695,928	6.446	6.0	May 1, 2006	May 1, 2036	352	5
G08146	3128MJEU0	1,181,624,256	2,467,465	2,447,557	6.609	6.0	August 1, 2006	August 1, 2036	356	2
			\$1,400,000,000(2)	6,470(3)					355(3)	4(3)

(2) Total may not equal sum of column due to rounding.

(3) Weighted average by current principal balance.

GLOSSARY OF TERMS USED IN THE PC SCHEDULE

Capitalized terms used but not defined in this Glossary are defined in our Mortgage Participation Certificates Offering Circular, dated October 14, 2005, or in any related pool supplements (together, the “**PC Offering Circular**”).

PC Pool Number — Unique six-character designation assigned to identify each Freddie Mac PC Pool. The first two or three characters are known as the “Prefix.” Freddie Mac’s Internet Web-Site (www.freddiemac.com) provides a current list of Prefixes and their description.

PC CUSIP — Unique nine-character designation assigned to each PC Pool and used to identify PC pool on book-entry records of Federal Reserve Bank.

Original PC UPB (Whole Pool) — Original Unpaid Principal Balance (OUPB) of entire PC Pool of which the PCs included in REMIC Pool are a part. The OUPB of a PC Pool is determined as of a certain date.

Original PC UPB — OUPB of the PCs included in REMIC Pool.

Current PC UPB — Unpaid Principal Balance (UPB) of the PCs included in REMIC Pool, as of the beginning of the month of formation of the REMIC Pool.

WAC — Most recently disclosed weighted average of the coupons of mortgages contained in each PC Pool included in REMIC Pool, as of the settlement date of REMIC Pool.

PC Coupon — Annual rate of interest at which interest is passed through to holder of a PC.

Issue Date — Corresponds to first day of the month of formation of the PC Pool.

Final Payment Date — Corresponds to first day of the month in which the Final Payment Date for PC Pool occurs.

WARM — Most recently disclosed, calendar-adjusted weighted average of the remaining terms to maturity (in months) of mortgages contained in each PC Pool included in the REMIC Pool, as of settlement date of REMIC Pool.

WALA — Most recently disclosed, calendar-adjusted, weighted average of the number of months since note origination of the mortgages contained in each PC Pool included in the REMIC Pool, as of the settlement date of the REMIC Pool.

If you intend to purchase the Offered Certificates, you should rely only on the information in this Supplement, the Offering Circular Supplement and the Offering Circular, including the information in the disclosure documents that we have incorporated by reference. We have not authorized anyone to provide you with different information.

This Supplement, the Offering Circular Supplement, the Offering Circular and the incorporated documents may not be correct after their dates.

We are not offering the Offered Certificates in any jurisdiction that prohibits their offer.

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\$1,400,000,000

Freddie Mac

**Reference REMICSM
Series R009**



Lead Underwriters

**Citigroup
Credit Suisse
Goldman, Sachs & Co.**

Co-Underwriters

**Barclays Capital
Bear, Stearns & Co. Inc.
Merrill Lynch & Co.**

October 10, 2006