

GENERAL

The Offered Certificates represent interests in a Guaranteed Maturity Class. That Class receives monthly principal and interest as described in the Offering Circular Supplement. Investors in the Offered Certificates will receive payments beginning in the month after the Closing Date. You may exchange the Offered Certificates for other MACR Certificates and/or the related REMIC Class beginning December 1, 2006, as described in the Offering Circular Supplement. The Offered Certificates represent approximately 98% of the outstanding principal balance of Series R009, Class AB (the related REMIC Class).

The Guaranteed Maturity Class has a Final Payment Date earlier than the latest date by which it might be retired solely by payments on its underlying Assets. Holders of the Guaranteed Maturity Class will receive payments up to its Final Payment Date from payments made on the related Underlying REMIC Class. On its Final Payment Date, however, the Holders of the Guaranteed Maturity Class will be entitled to receive the entire outstanding principal balance of their Certificates, plus interest at the applicable Class Coupon accrued during the related Accrual Period, even if the related Underlying REMIC Class has not retired.

We will provide the Offered Certificates from our own portfolio. If all of the Offered Certificates are sold, we will continue to hold, after the Closing Date, approximately 2% of Series R009, Class AB, in our portfolio, directly or in the form of MACR Certificates.

The Assets for Series R009, as of October 1, 2006, are identified in *Schedule I* to the Offering Circular Supplement. You can obtain current information concerning the Assets and the Offered Certificates from our Investor Inquiry Department or our Internet Website as described on page 3 of the Offering Circular.

CERTAIN RISK CONSIDERATIONS

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

The underwriters named on the front cover (the “**Underwriters**”) intend to make a market for the purchase and sale of the Offered Certificates after the Closing Date, 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 Offered Certificates easily or at your desired price.

See *Certain Risk Considerations* in the Offering Circular Supplement and *Risk Factors* and *Prepayment and Yield Considerations* in the Offering Circular.

DECLINING BALANCES TABLE

The following table shows:

- Percentages of current 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 (a) the Modeling Assumptions described in the Offering Circular Supplement, except that we have assumed the Mortgages have the characteristics of the PCs shown in *Schedule I — PC Schedule* of the Offering Circular Supplement and (b) the Closing Date of October 23, 2006.

Percentages of Current Balances Outstanding* and Weighted Average Lives

Date	AJ					The Assets				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	289%	450%	600%	0%	100%	289%	450%	600%
Closing Date	100	100	100	100	100	100	100	100	100	100
October 15, 2007	99	96	91	87	83	99	97	93	89	86
October 15, 2008	97	89	75	64	54	98	91	80	70	62
October 15, 2009	95	81	57	40	26	96	85	65	51	39
October 15, 2010	94	74	43	23	8	95	78	53	37	25
October 15, 2011	92	66	31	10	0	93	73	43	26	16
October 15, 2012	90	60	21	1	0	92	67	35	19	10
October 15, 2013	88	53	13	0	0	90	62	28	13	6
October 15, 2014	86	47	6	0	0	88	57	23	10	4
October 15, 2015	83	42	1	0	0	86	52	19	7	2
October 15, 2016	81	37	0	0	0	84	48	15	5	2
October 15, 2017	78	32	0	0	0	82	44	12	3	1
October 15, 2018	75	27	0	0	0	80	40	10	2	1
October 15, 2019	0	0	0	0	0	77	36	8	2	0
October 15, 2020	0	0	0	0	0	74	33	6	1	0
October 15, 2021	0	0	0	0	0	72	30	5	1	0
October 15, 2022	0	0	0	0	0	68	27	4	1	0
October 15, 2023	0	0	0	0	0	65	24	3	0	0
October 15, 2024	0	0	0	0	0	62	21	2	0	0
October 15, 2025	0	0	0	0	0	58	19	2	0	0
October 15, 2026	0	0	0	0	0	54	17	1	0	0
October 15, 2027	0	0	0	0	0	50	14	1	0	0
October 15, 2028	0	0	0	0	0	45	12	1	0	0
October 15, 2029	0	0	0	0	0	41	10	1	0	0
October 15, 2030	0	0	0	0	0	35	8	0	0	0
October 15, 2031	0	0	0	0	0	30	7	0	0	0
October 15, 2032	0	0	0	0	0	24	5	0	0	0
October 15, 2033	0	0	0	0	0	18	4	0	0	0
October 15, 2034	0	0	0	0	0	11	2	0	0	0
October 15, 2035	0	0	0	0	0	4	1	0	0	0
October 15, 2036	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (Years)	10.8	7.5	3.9	2.8	2.2	19.2	11.2	5.6	3.9	3.1

* Rounded to nearest whole percentage.

APPLICATION OF PROCEEDS

We intend to use the net cash proceeds received from the sale of the Offered Certificates to provide funds for general corporate purposes, including the purchase and financing of Mortgages.

PLAN OF DISTRIBUTION

Under an agreement with the Underwriters, we have agreed to sell the Offered Certificates to the Lead Underwriters and to the Co-Underwriters at a price of 99.546875%, plus accrued interest from October 1, 2006.

The underwriting commitments of the Underwriters are as follows:

<u>Lead Underwriters</u>	<u>Underwriting Commitment</u>
Citigroup Global Markets Inc.	\$ 275,000,000
Credit Suisse Securities (USA) LLC	275,000,000
Goldman, Sachs & Co.	275,000,000
<u>Co-Underwriters</u>	<u>Underwriting Commitment</u>
Barclays Capital Inc.	\$ 100,000,000
Bear, Stearns & Co. Inc.	100,000,000
Merrill Lynch, Pierce, Fenner and Smith Incorporated	100,000,000
Total	<u>\$1,125,000,000</u>

The Underwriters intend initially to offer the Offered Certificates to the public at the offering price set forth on the cover of this Supplement. After the initial public offering, the Underwriters may offer the Offered Certificates at varying prices to be determined at the time of sale, plus accrued interest from the first day of the then current Accrual Period. The Underwriters are offering the Offered Certificates subject to their sale 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.

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.

TABLE OF CONTENTS

Description	Page
Supplement	
General	S-2
Certain Risk Considerations	S-2
Declining Balances Table	S-3
Application of Proceeds	S-3
Plan of Distribution	S-4
Offering Circular Supplement	
Certain Risk Considerations	S-2
Terms Sheet	S-3
Available Information	S-6
General Information	S-6
The Agreement	S-6
Form of Certificates	S-6
Structure of Transaction	S-7
The Mortgages	S-7
Payments	S-7
Payment Dates; Record Dates	S-7
Method of Payment	S-8
Categories of Classes	S-8
Interest	S-8
Principal	S-9
Class Factors	S-9
Guarantees	S-9
1% Clean-up Call	S-10
Residual Proceeds	S-10
Prepayment and Yield Analysis	S-10
General	S-10
Prepayment and Weighted Average Life Considerations	S-11
Declining Balances Table	S-12
Yield Tables	S-14
Final Payment Dates	S-15
Certain Federal Income Tax Consequences	S-15
General	S-15
Regular Classes	S-15
Residual Classes	S-15
Taxation of the Call Class	S-17
MACR Classes	S-17
Legal Investment Considerations	S-18
ERISA Considerations	S-18
Plan of Distribution	S-18
Legal Matters	S-18
Appendix A — Available Combinations	A-1
Schedule I — PC Schedule	I-1
Schedule II — Glossary of Terms Used in the PC Schedule	II-1
Offering Circular	
Freddie Mac	3
Additional Information	3
Summary	4
Risk Factors	7
Description of Certificates	9
MACR Certificates	20
Prepayment, Yield and Suitability Considerations	21
The Agreement	27
Certain Federal Income Tax Consequences	30
ERISA Considerations	45
Legal Investment Considerations	45
Plan of Distribution	46
Increase in Size	46
Appendix I — Index of Terms	I-1
Appendix II — Standard Definitions and Abbreviations for Classes	II-1
Appendix III — MACR Certificate Exchanges	III-1
Appendix IV — Retail Class Principal Payments	IV-1
Appendix V — Interest Rate Indices	V-1
Appendix VI — Guaranteed Maturity and Call Classes; Redemption and Exchange Procedures	VI-1

\$1,125,000,000

Freddie Mac

**Reference REMICSM
Series R009, Class AJ**



Lead Underwriters

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

Co-Underwriters

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

October 18, 2006