

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

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In the matter of the application of	:	
	:	
THE BANK OF NEW YORK MELLON, in its	:	Index No. 150973/2016
Capacity as Trustee or Indenture Trustee of 530	:	
Countrywide Residential Mortgage-Backed	:	Scarpulla, J.
Securitization Trusts,	:	
	:	AFFIDAVIT OF
Petitioner,	:	DAVID SHEEREN
	:	
for Judicial Instruction under CPLR Article 77 on the	:	
Distribution of a Settlement Payment	:	
	:	
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Before me, the undersigned authority, on this day personally appeared David M. Sheeren, who, being by me duly sworn, deposed as follows:

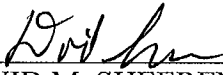
1. I am a member of the Bar of the State of Texas and an associate in the law firm of Gibbs & Bruns, L.L.P., counsel for the Institutional Investors in the above captioned matter and counsel for the Institutional Investors in *In the Matter of the Application of The Bank of New York Mellon*, Index. No. 651786-2011 (the "CW Article 77"). I have personal knowledge of the facts stated in this affidavit, and they are all true and correct. I make this affidavit in support of the Opening Brief of Certain Institutional Investors filed in the above captioned proceeding.

2. Exhibit A-1 hereto contains true and accurate excerpts of the Governing Agreements for 161 of the OC Trusts, in which overcollateralized amount is a defined term calculated *after* giving effect to the distribution.

3. Exhibit A-2 hereto contains true and accurate excerpts of the Governing Agreements for 2 of the OC Trusts, in which overcollateralized amount is a defined term calculated *prior* to giving effect to the distribution.

4. Exhibit A-3 hereto contains true and accurate excerpts of the Governing Agreements for 12 of the OC Trusts, in which overcollateralized amount is not a defined term, but overcollateralization target amount is a defined term calculated as the overcollateralization target amount in effect for the *prior* distribution date.

FURTHER AFFIANT SAYETH NOT.

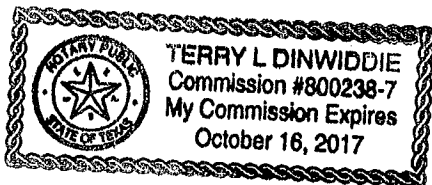


DAVID M. SHEEREN

SWORN TO AND SUBSCRIBED before me on the 3rd day of March, 2016.



Notary Public in and for The State of Texas



My Commission Expires 3/3/16

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWL 2004-1	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior and Subordinate Certificates as of such Distribution Date (alter giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-10	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-11	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-12	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-13	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-14	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-15	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-2	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect the Principal Remittance Amounts on such Distribution Date)."

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWL 2004-3	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-4	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-5	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-6	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-7	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-8	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-9	"Fixed Rate Overcollateralized Amount : With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2004-AB1	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."

Exhibit A-1
161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization
CWL 2004-AB2	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2004-BC2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-BC3	"Overcollateralized Amount: For any Distribution Date, the amount, if any; by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-BC4	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-BC5	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date plus any Class A-1 Turbo Trigger Event Reduction Amount (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-ECC1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans and the Pre-Funded Amount as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-ECC2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans and the PreFunded Amount as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2004-SD2	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2004-SD3	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."

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Trust Name	Definition of Overcollateralization
CWL 2004-SD4	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2005-1	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and the Group 1 Pre-Funded Amount exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2005-10	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount from Loan Group 1 on such Distribution Date and, in the case of Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2005-11	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre- Funding Account in respect of Loan Group 1)."
CWL 2005-12	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Distribution Amount to be made on such Distribution Date other than the portion thereof consisting of the Extra Principal Distribution Amount."
CWL 2005-13	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre- Funding Account in respect of Loan Group 1)."

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Trust Name	Definition of Overcollateralization
CWL 2005-14	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Beating Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-15	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-16	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 and Loan Group 2 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 and Loan Group 2 exceeds (y) the aggregate Certificate Principal Balance of the Class AF and Class BF Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 and Loan Group 2 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1 and Loan Group 2)."
CWL 2005-17	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class 1-AF and Class BF Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2005-2	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2005-3	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."

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Trust Name	Definition of Overcollateralization
CWL 2005-5	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2005-6	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2005-7	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."
CWL 2005-8	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2005-9	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Distribution Amount on such Distribution Date other than the portion thereof consisting of the Extra Principal Distribution Amount)."
CWL 2005-AB1	"Overcollateralized Amount: With respect to any Distribution Date the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any remaining amounts on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and the Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amounts on such Distribution Date)."
CWL 2005-AB2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Beating Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 and Loan Group 2 to be made on such Distribution Date)."

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161 Trusts For Which Overcollateralization is Calculated After The Distribution
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Trust Name	Definition of Overcollateralization
CWL 2005-AB3	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-AB4	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-AB5	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-BC1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2005-BC2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2005-BC3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2005-BC4	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."

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Trust Name	Definition of Overcollateralization
CWL 2005-BC5	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the LIBOR Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2005-IM1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2005-IM2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Distribution Date)."
CWL 2005-IM3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount to be made on such Distribution Date)."
CWL 2005-SD1	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2005-SD2	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2005-SD3	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2006-1	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."

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Trust Name	Definition of Overcollateralization
CWL 2006-10	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class 1-AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2006-11	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class 1-AF Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2006-12	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-13	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class 1-AF Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2006-14	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWL 2006-15	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-16	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-17	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-18	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-19	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of Such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2006-20	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-21	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-22	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-23	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-24	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-25	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2006-26	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-3	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-4	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-5	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-6	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-7	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2006-8	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-9	"Fixed Rate Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 for such Distribution Date and any amount on deposit in the Pre-Funding Account in respect of Loan Group 1 exceeds (y) the aggregate Certificate Principal Balance of the Class 1-AF Certificates and the Fixed Rate Subordinate Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account in respect of Loan Group 1)."
CWL 2006-ABC1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-BC1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-BC2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-BC3	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2006-BC4	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-BC5	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2006-IM1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the last day of the related Due Period exceeds (y) the aggregate Certificate Principal Balance of the Senior Certificates and Subordinate Certificates as of such Distribution Date (after giving effect to distributions in respect of the Principal Remittance Amount to be made on such Distribution Date)."
CWL 2006-QH1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date)."
CWL 2006-SD1	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date)."
CWL 2006-SD2	"Group 1 Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Group 1 Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Group 1 Offered Notes as of such Payment Date (after giving effect to distributions in respect of the related Principal Remittance Amount on such Payment Date)."
CWL 2006-SD3	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date, reduced by the portion of the Principal Prepayment Amount used to offset Deferred Interest for such Payment Date)."
CWL 2006-SD4	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Offered Notes as of such Payment Date (after giving effect to distributions in respect of the Principal Remittance Amount on such Payment Date, reduced by the portion of the Principal Prepayment Amount used to offset Deferred Interest for such Payment Date)."

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Trust Name	Definition of Overcollateralization
CWL 2006-SPS1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the sum of the Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount to be made on such Distribution Date) and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account."
CWL 2006-SPS2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the sum of the Certificate Principal Balance of the Offered Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amount to be made on such Distribution Date) and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account."
CWL 2007-1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-10	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-11	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-12	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2007-13	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-3	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-4	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-5	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-6	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2007-7	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Beating Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts (other than the aggregate Charged-off Loan Net Proceeds for Loan Group 1 and Loan Group 2 received during the related Prepayment Period distributed pursuant to clauses (1) and (2) of Section 4.04(k)) to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre- Funding Account)."
CWL 2007-8	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-9	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-BC1	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-BC2	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWL 2007-BC3	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for such Distribution Date and any amount on deposit in the Pre-Funding Account exceeds (y) the aggregate Certificate Principal Balance of the Interest-Bearing Certificates as of such Distribution Date (after giving effect to distribution of the Principal Remittance Amounts to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

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Trust Name	Definition of Overcollateralization
CWL 2007-SD1	"Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans for the Payment Date and any amount on deposit in the Pre-Funding Account on that Payment Date exceeds (y) the aggregate Note Principal Balance of the Classes of Offered Notes as of such Payment Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Payment Date, reduced by the portion of the Principal Prepayment Amount used to offset Deferred Interest for such Payment Date)."
CWL 2007-SEA1	"Group 1 Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Group 1 Loans for such Payment Date and any amount on deposit in the Group 1 Pre-Funding Account on such Payment Date exceeds (y) the aggregate Note Principal Balance of the Group 1 Offered Notes as of such Payment Date (after giving effect to distributions of the related Principal Remittance Amount to be made on such Payment Date)."
CWL 2007-SEA2	"Group 1 Overcollateralized Amount: For any Payment Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Group 1 Loans for such Payment Date exceeds (y) the aggregate Note Principal Balance of the Group 1 Offered Notes as of such Payment Date (after giving effect to distributions of the related Principal Remittance Amount to be made on such Payment Date (which amount is reduced by the portion of the related Principal Prepayment Amount used to offset Deferred Interest for such Payment Date))."
CWALT 2004-6CB	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the Pool Stated Principal Balance (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2004-8CB	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the Pool Stated Principal Balance (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2004-J13	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2004-J4	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates (other than any Notional Amount Certificates) as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."

Exhibit A-1
161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization
CWALT 2004-J5	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates (other than any Notional Amount Certificates) as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2004-J7	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates (other than any Notional Amount Certificates) as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2004-J9	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the sum of the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date and any remaining amounts on deposit in the Supplemental Loan Account as of such Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates (other than any Notional Amount Certificates) as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2005-76	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the certificates (after giving effect to distributions of the Available Principal Amount (exclusive of the Extra Principal Distribution Amount) on such Distribution Date)."
CWALT 2005-ARI	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2005-J12	"Fixed Rate Overcollateralized Amount: For any Distribution Date is the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period related to Loan Group 1) exceeds (y) the aggregate Class Certificate Balance of the Group 1 Certificates (after giving effect to distributions of the Principal Remittance Amount for Loan Group 1 to be made on such Distribution Date)."

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWALT 2005-J4	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-HY11	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2006-OA11	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2006-OA14	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OA16	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2006-OA18	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the sum of (i) the aggregate Class Certificate Balance of the Offered Certificates and (ii) the Swap Principal Amount, in each case, as of such Distribution Date and after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date."

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161 Trusts For Which Overcollateralization is Calculated After The Distribution
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Trust Name	Definition of Overcollateralization
CWALT 2006-OA22	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2006-OA6	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC10	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date) and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Prefunding Account."
CWALT 2006-OC11	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) and any amount on deposit in the Pre-Funding Account on the Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-funding Account)."

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWALT 2006-OC2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC4	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC5	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC6	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC7	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."

Exhibit A-1**161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements**

Trust Name	Definition of Overcollateralization
CWALT 2006-OC8	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2006-OC9	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-HY3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-HY6	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-HY7C	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Senior Certificates and Subordinated Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-HY8C	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Senior Certificates and Subordinated Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-HY9	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Senior Certificates and Subordinated Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."

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161 Trusts For Which Overcollateralization is Calculated After The Distribution
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Trust Name	Definition of Overcollateralization
CWALT 2007-J1	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the sum of (i) the aggregate Stated Principal Balance of the Mortgage Loans in Aggregate Loan Group II as of the Due Date in the month of that Distribution Date and (ii) any amount in the Pre-Funding Account allocated to Loan Group 3 exceeds (y) the aggregate Class Certificate Balance of the Group II Certificates as of such Distribution Date (after giving effect to distributions of the Group II Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-OA10	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of Available Funds to be made on such Distribution Date)."
CWALT 2007-OA2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of the Principal Remittance Amount for each Loan Group to be made on such Distribution Date)."
CWALT 2007-OA3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of Available Funds to be made on such Distribution Date)."
CWALT 2007-OA4	"Overcollateralized Amount: With respect to any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of such Distribution Date (after giving effect to Principal Prepayments received in the Prepayment Period related to the prior Due Date) exceeds (y) the aggregate Class Certificate Balance of the Certificates (after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date)."
CWALT 2007-OA6	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the sum of (i) the aggregate Class Certificate Balance of the Offered Certificates and (ii) the Swap Principal Amount, in each case, as of such Distribution Date and after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date."

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161 Trusts For Which Overcollateralization is Calculated After The Distribution
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization
CWALT 2007-OA7	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) and any amount on deposit in the Pre-Funding Account on that Distribution Date exceeds (y) the sum of (i) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date and (ii) the aggregate Swap Principal Amount, if any, as of such Distribution Date (in each case, after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWALT 2007-OA8	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) exceeds (y) the aggregate Class Certificate Balance of the Offered Certificates as of such Distribution Date (after giving effect to distributions of Available Funds to be made on such Distribution Date)."
CWALT 2007-OH2	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) and any amount on deposit in the Pre-Funding Account on that Distribution Date exceeds (y) the sum of (i) the aggregate Class Certificate Balance of the Certificates (other than the Class C-P Certificates) as of such Distribution Date and (ii) the aggregate NDI Swap Principal Amount, if any, as of such Distribution Date (in each case, after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."
CWALT 2007-OH3	"Overcollateralized Amount: For any Distribution Date, the amount, if any, by which (x) the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the related Prepayment Period) and any amount on deposit in the Pre-Funding Account on that Distribution Date exceeds (y) the sum of (i) the aggregate Class Certificate Balance of the Certificates (other than the Class C-P Certificates) as of such Distribution Date and (ii) the Class A-1-B Swap Principal Amount, if any, as of such Distribution Date (in each case, after giving effect to distributions of the Principal Remittance Amount to be made on such Distribution Date and, in the case of the Distribution Date immediately following the end of the Funding Period, any amounts to be released from the Pre-Funding Account)."

Exhibit A-2**2 Trusts For Which Overcollateralization is Calculated *Before* The Distribution
*All Provisions Extracted From Definition Sections of Governing Agreements***

Trust Name	Definition of Overcollateralization
CWL 2005-4	"Overcollateralization Amount: With respect to any Payment Date, the amount by which (i) the Pool Stated Principal Balance of the Mortgage Loans for such Payment Date (including any reduction for Realized Losses which have occurred during the related Due Period) exceeds (ii) the Aggregate Note Balance of the Notes immediately prior to such Payment Date."
CWALT 2006-OA10	"Overcollateralization Amount: An amount equal to the excess of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) over the aggregate Class Certificate Balance of the Senior Certificates (other than the Notional Amount Certificates) and the Subordinated Certificates immediately prior to such Distribution Date."

Exhibit A-3**12 Trusts For Which Only Overcollateralization Target Amount is Defined**
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization Target Amount
CWALT 2005-61	"Group 1 Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Group 1 Stepdown Date, an amount equal to 0.55% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Cut-off Date and (b) on or after the Group 1 Stepdown Date, the greater of (i) (x) for any on or after the Group 1 Stepdown Date, but prior to the Distribution Date in November 2011, an amount equal to 1.375% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Group 1 Stepdown Date and on or after the Distribution Date in November 2011, an amount equal to 1.10% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the Group 1 OC Floor; provided, however, that if a Group 1 Trigger Event is in effect on any Distribution Date, the Group 1 Overcollateralization Target Amount will be the Group 1 Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWALT 2005-69	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.8505467248% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date, but prior to the Distribution Date in December 2011, an amount equal to 2.1263668121% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and Subsequent Recoveries received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in December 2011, an amount equal to 1.7010934497% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and Subsequent Recoveries received in the related Prepayment Period) and (ii) OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."

Exhibit A-3**12 Trusts For Which Only Overcollateralization Target Amount is Defined**
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization Target Amount
CWALT 2005-72	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.550% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date, but prior to the Distribution Date in December 2011, an amount equal to 1.375% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and any Subsequent Recoveries received in the Prepayment Period related to that prior Due Date) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in December 2011, an amount equal to 1.100% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of any Liquidation Proceeds and any Subsequent Recoveries received in the Prepayment Period related to that prior Due Date) and (ii) OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWALT 2005-IM1	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 1.30% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date but prior to the Distribution Date in December 2011, an amount equal to 3.25% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to principal prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in December 2011, an amount equal to 2.60% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to principal prepayments received in the related Prepayment Period) and (ii) the OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date. Notwithstanding the foregoing, on and after any Distribution Date following the reduction of the aggregate Certificate Principal Balance of the Offered Certificates (other than the Class A-R Certificates) to zero, the Overcollateralization Target Amount shall be zero."
CWALT 2006-OA3	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.50% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any on or after the Stepdown Date, but prior to the Distribution Date in April 2012, an amount equal to 1.25% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in April 2012, an amount equal to 1.00% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."

Exhibit A-3

12 Trusts For Which Only Overcollateralization Target Amount is Defined
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization Target Amount
CWALT 2006-OA7	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.50% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date, but prior to the Distribution Date in May 2012, an amount equal to 1.25% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in May 2012, an amount equal to 1.00% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWALT 2006-OA8	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.5000000000% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date, but prior to the Distribution Date in June 2012, an amount equal to 1.2500000000% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in June 2012, an amount equal to 1.0000000000% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the OC Floor; provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWHEL 2006-A	""Overcollateralization Target Amount"" for each Payment Date <input type="checkbox"/> before the Stepdown Date is 0.75% of the sum of the aggregate Loan Pool Balance as of the Initial Cut-off Date and any funds deposited in the Additional Loan Account on the Closing Date, <input type="checkbox"/> on or after the Stepdown Date is the greater of (i) 1.50% of the aggregate Note Principal Balance of all Classes of Principal Amount Notes for that Payment Date (after giving effect to the payment of all amounts actually paid on the Principal Amount Notes on that Payment Date) and (ii) the OC Floor. If a Trigger Event is in effect on any Payment Date, then the Overcollateralization Target Amount will be the Overcollateralization Target Amount in effect for the prior Payment Date."
CWHEL 2007-G	""Overcollateralization Target Amount"" for each Payment Date <ul style="list-style-type: none"> • before the Stepdown Date is 5.30% of the Loan Pool Balance as of the Cut-off Date, • on or after the Stepdown Date is the greater of (i) 10.60% of the Loan Pool Balance for that Payment Date and (ii) the OC Floor. If a Trigger Event is in effect on any Payment Date, then the Overcollateralization Target Amount will be the Overcollateralization Target Amount in effect for the prior Payment Date."

Exhibit A-3**12 Trusts For Which Only Overcollateralization Target Amount is Defined**
All Provisions Extracted From Definition Sections of Governing Agreements

Trust Name	Definition of Overcollateralization Target Amount
CWHL 2006-3	"Group 1 Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Group 1 Stepdown Date, an amount equal to 0.50% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Cut-off Date and (b) on or after the Group 1 Stepdown Date, the greater of (i) (x) for any on or after the Group 1 Stepdown Date, but prior to the Distribution Date in February 2012, an amount equal to 1.25% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Group 1 Stepdown Date and on or after the Distribution Date in February 2012, an amount equal to 1.00% of the aggregate Stated Principal Balance of the Mortgage Loans in Loan Group 1 as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the Group 1 OC Floor; provided, however, that if a Group 1 Trigger Event is in effect on any Distribution Date, the Group 1 Overcollateralization Target Amount will be the Group 1 Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWHL 2006-OA4	"Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Stepdown Date, an amount equal to 0.5000% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Cut-off Date and (b) on or after the Stepdown Date, the greater of (i) (x) for any Distribution Date on or after the Stepdown Date but prior to the Distribution Date in March 2012, an amount equal to 1.2500% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and Subsequent Recoveries received in the related Prepayment Period) and (y) for any Distribution Date on or after the Stepdown Date and on or after the Distribution Date in March 2012, an amount equal to 1.0000% of the aggregate Stated Principal Balance of the Mortgage Loans as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments, the principal portion of Liquidation Proceeds and Subsequent Recoveries received in the related Prepayment Period) and (ii) the OC Floor. provided, however, that if a Trigger Event is in effect on any Distribution Date, the Overcollateralization Target Amount will be the Overcollateralization Target Amount as in effect for the prior Distribution Date."
CWHL 2006-OA5	"Group I Overcollateralization Target Amount: With respect to any Distribution Date (a) prior to the Group I Stepdown Date, an amount equal to 0.50% of the aggregate Stated Principal Balance of the Mortgage Loans in Aggregate Loan Group I as of the Cut-off Date and (b) on or after the Group I Stepdown Date, the greater of (i) (x) for any on or after the Group I Stepdown Date, but prior to the Distribution Date in March 2012, an amount equal to 1.25% of the aggregate Stated Principal Balance of the Mortgage Loans in Aggregate Loan Group I as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (y) for any Distribution Date on or after the Group I Stepdown Date and on or after the Distribution Date in March 2012, an amount equal to 1.00% of the aggregate Stated Principal Balance of the Mortgage Loans in Aggregate Loan Group I as of the Due Date in the month of that Distribution Date (after giving effect to Principal Prepayments received in the related Prepayment Period) and (ii) the Group I OC Floor; provided, however, that if a Group I Trigger Event is in effect on any Distribution Date, the Group I Overcollateralization Target Amount will be the Group I Overcollateralization Target Amount as in effect for the prior Distribution Date."