

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

GREEN TREE FINANCIAL CORP

CIK: **890175** | IRS No.: **411807858** | State of Incorporation: **MN** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **000-11652** | Film No.: **98669928**
SIC: **6189** Asset-backed securities

Mailing Address

*1100 LANDMARK TOWERS
345 ST PETER ST
SAINT PAUL MN 55102-1639*

Business Address

*1100 LANDMARK TOWERS
345 ST PETER ST
SAINT PAUL MN 55102-1639
6122933400*

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 21, 1998

GREEN TREE FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	01-08916 [333-49933]	41-1807858
----- (State or other jurisdiction of incorporation)	----- (Commission file number)	----- (IRS employer identification No.)

1100 Landmark Towers, 345 St. Peter Street, Saint Paul, Minnesota 55102-1639

(Address of principal executive offices)

Registrant's telephone number, including area code: (612) 293-3400

Not Applicable

(Former name or former address, if changed since last report)

Item 1. Changes in Control of Registrant.

Not applicable.

Item 2. Acquisition or Disposition of Assets.

Not applicable.

Item 3. Bankruptcy or Receivership.

Not applicable.

Item 4. Changes in Registrant's Certifying Accountant.

Not applicable.

Item 5. Other Events.

Not applicable.

Item 6. Resignations of Registrant's Directors.

Not applicable.

Item 7. Financial Statements and Exhibits.

(a) Financial statements of businesses acquired.

Not applicable.

(b) Pro forma financial information.

Not applicable.

(c) Exhibits.

The following is filed herewith. The exhibit numbers correspond with Item 601(b) of Regulation S-K.

2

Exhibit No.	Description
-----	-----

99	External Computational and Descriptive Information distributed in connection with Certificates for Manufactured Housing Contract
----	--

Senior/Subordinate Pass-Through Certificates,
Series 1998-6, issued by Green Tree Financial
Corporation, as Seller and Servicer.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

GREEN TREE FINANCIAL CORPORATION

By: /s/ Joel H. Gottesman

Joel H. Gottesman
Senior Vice President, General Counsel
and Secretary

3

INDEX TO EXHIBITS

Exhibit Number

Filed Electroncially

99 External Computational and Descriptive Information distributed in connection with Certificates for Manufactured Housing Contract Senior/Subordinate Pass-Through Certificates, Series 1998-6, issued by Green Tree Financial Corporation, as Seller and Servicer.

TERM SHEET DATED JULY 21, 1998

GREEN TREE FINANCIAL CORPORATION
MANUFACTURED HOUSING CONTRACT SENIOR/SUBORDINATE
PASS-THROUGH CERTIFICATES, SERIES 1998-6
\$772,000,000 (APPROXIMATE)

This information does not constitute either an offer to sell or a solicitation of an offer to buy any of the securities referred to herein. Offers to sell and solicitations of offers to buy the securities are made only by, and this information must be read in conjunction with, the final Prospectus Supplement and the related Prospectus or, if not registered under the securities laws, the final Offering Memorandum (the "Offering Document"). Information contained herein does not purport to complete and is subject to the same qualifications and assumptions, and should be considered by investors only in light of the same warnings, lack of assurances, and representations and other precautionary matters, as disclosed in the Offering Document. Information regarding the underlying assets has been provided by the issuer of the securities or an affiliate thereof and has not been independently verified by Lehman Brothers Inc. or any affiliate. The analyses contained herein have been prepared on the basis of certain assumptions (including, in certain cases, assumptions specified by the recipient hereof) regarding payments, interest rates, losses and other matters, including, but not limited to, the assumptions described in the Offering Document. Lehman Brothers Inc., and any of its affiliates, make no representation or warranty as to the actual rate or timing of payments on any of the underlying assets or the payments or yield on the securities. This information supersedes any prior versions hereof and will be deemed to be superseded by any subsequent versions (including, with respect to any descriptions of the securities or underlying assets, the information contained in the Offering Document).

1

TERM SHEET DATED JULY 21, 1998

GREEN TREE FINANCIAL CORPORATION
MANUFACTURED HOUSING CONTRACT SENIOR/SUBORDINATE
PASS-THROUGH CERTIFICATES, SERIES 1998-6
\$772,000,000 (APPROXIMATE)

Subject to Revision

SELLER/

SERVICER: Green Tree Financial Corporation ("Green Tree")

TRUSTEE: U.S. Bank National Association, St. Paul, Minnesota

UNDERWRITERS: Lehman Brothers (Lead), Merrill Lynch & Co., Salomon Smith Barney

OFFERED CERTIFICATES:

	AMOUNT -----	RATINGS (S&P/FITCH) -----	WAL @ 175% MHP -----	EXP FINAL MATURITY -----
To Call:				
A-1	\$35,000,000	A-1+ / F-1+	0.33	03/99
A-2	\$98,000,000	AAA / AAA	1.24	07/00
A-3	\$50,000,000	AAA / AAA	2.16	02/01
A-4	\$103,200,000	AAA / AAA	3.16	07/02
A-5	\$108,100,000	AAA / AAA	5.00	12/04
A-6	\$73,200,000	AAA / AAA	7.29	01/07
A-7	\$94,700,000	AAA / AAA	10.27	02/11
A-8	\$113,800,000	AAA / AAA	15.24	01/15
M-1	\$56,000,000	AA- / AA-	9.83	01/15
M-2	\$16,000,000	A / A	9.83	01/15
B-1	\$24,000,000	BBB+ / BBB	6.06	03/07
To Maturity				
A-8	\$113,800,000	AAA / AAA	16.75	12/22
M-1	\$56,000,000	AA- / AA-	10.28	12/22
M-2	\$16,000,000	A / A	10.28	12/22

OTHER CERTIFICATES: The Class B-2 Certificates of \$28,000,000 are not offered hereby. They will be retained by the Seller or an affiliate thereof.

In addition to the Offered Certificates, the Class C and Class B-3I Certificates will be issued. The Class B-3I Certificates will be interest-only Certificates which are retained by an affiliate of Green Tree, and fully subordinated to the Offered Certificates.

CUT-OFF DATE: July 15, 1998 (or the date of origination, if later)

EXP. PRICING: Week of July 20, 1998

EXP. SETTLEMENT: August 13, 1998

INTEREST/PRINCIPAL: The 1st day of each month (or if such 1st day is not a business day, the next succeeding business day), commencing on September 1, 1998.

MONEY MARKET
ELIGIBILITY:

The Class A-1 Certificates are expected to be eligible securities for purchase by money market funds under Rule 2a-7 under the Investment Company Act of 1940, as amended. A fund should consult with its advisors regarding the eligibility of the Class A-1 Certificates under Rule 2a-7 and the fund's investment policies and objectives.

ERISA: The Class A Certificates are ERISA eligible, subject to the conditions set forth in the Prospectus Supplement. The Class M-1, M-2, and B-1 Certificates will not be sold to benefit plans unless such plans

deliver a legal opinion to the Trustee, stating that assets of the Trust are not deemed "plan assets".

Recipients must read the statement printed on the attached cover. Do not use or rely on this information if you have not received and reviewed this statement.

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2

SMMEA: The Class A Certificates and Class M-1 Certificates will not constitute "mortgage related securities" under the Secondary Mortgage Market Enhancement Act of 1984 ("SMMEA") until such time as the Pre-Funded Amount is reduced to zero. At such time, the Class A and M-1 Certificates will be "legal investments" for certain types of institutional investors to the extent provided in that Act. The Class M-2 and B-1 Certificates are not SMMEA eligible.

TAX STATUS: Two separate REMIC Elections will be made with respect to the Trust for federal income tax purposes.

OPTIONAL REDEMPTION: Less than 10% of the original pool balance outstanding.

STRUCTURE

CREDIT ENHANCEMENT: Class A: 15.50% subordination (Class M-1, M-2, B-1 and B-2) plus Excess Spread (Class B-3I)
Class M-1: 8.50% subordination (Class M-2, B-1 and B-2) plus Excess Spread (Class B-3I)
Class M-2: 6.50% subordination (Class B-1 and B-2) plus Excess Spread (Class B-3I)
Class B-1: 3.50% subordination (Class B-2) plus Excess Spread (Class B-3I)
Class B-2: Limited Guarantee plus Excess Spread (Class B-3I)

THE CONTRACT POOL: On the Closing Date, the Trust expects to purchase (i) manufactured housing contracts having an aggregate principal balance of approximately \$516,451,237.72 as of the Cut-off Date (the "Initial Contracts") and (ii) additional manufactured housing contracts (the "Additional Contracts"). An amount will be deposited into an account (the "Prefunding Account") on the Closing Date to purchase additional contracts prior to 90 days from the Closing Date (the "Subsequent Contracts") for inclusion in the Contract Pool. The Subsequent Contracts will represent no more than 25% of the aggregate Contract Pool.

DISTRIBUTIONS: The Amount Available on each Remittance Date generally includes the sum of (a) payments on the Contracts due and received during the related Due Period (as defined below), (b) prepayments and other unscheduled collections received during the related Due Period, and (c) all collections of principal on the Contracts received during the Due Period in which such Remittance Date occurs up to and including the third business day prior to such Remittance Date (but in no event later than the 25th day of the month prior to such Remittance Date), minus (d) with

respect to all Remittance Dates other than the Remittance Date in September 1998, all collections in respect of principal on the Contracts received during the preceding month up to and including the third business day prior to the Remittance Date (but in no event later than the 25th day of the prior month). The Amount Available will generally be applied first to the distribution of interest on Class A, M-1, M-2 and B-1 Certificates, then to the distribution of principal on Class A, M-1, M-2 and B-1 Certificates, and finally to the distribution of interest and principal on Class B-2 Certificates.

The "related Due Period" with respect to any Remittance Date is the period from and including the 15th day of the second month preceding such Remittance Date, to and including the 14th day of the month immediately preceding such Remittance Date.

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3

INTEREST

(Class A, M-1, M-2, B-1): Interest will be distributable first to each Class of Class A Certificates concurrently, then to the Class M-1 Certificates, then to the Class M-2 Certificates and then to the Class B-1 Certificates. Interest on the outstanding Class A Principal Balance, Class M-1 Adjusted Principal Balance, Class M-2 Adjusted Principal Balance and Class B-1 Adjusted Principal Balance, as applicable, will accrue from the Settlement Date, or from the most recent Remittance Date on which interest has been paid to but excluding the following Remittance Date.

The Class A-1 Certificates will bear interest at a fixed Pass-Through Rate calculated on an actual/360 basis. Each other Class of Certificates will bear interest at a fixed Pass-Through Rate calculated on a 30/360 basis.

Interest shortfall will be carried forward, and will bear interest at the applicable Remittance Rate, to the extent legally permissible.

After payment of all principal distributable on the Class M-1 Certificates (see below), any accrued and unpaid Class M-1 Liquidation Loss Interest Amount will be distributed to the extent available. After payment of all principal distributable on the Class M-2 Certificates, any accrued and unpaid Class M-2 Liquidation Loss Interest Amount will be distributed to the extent available. After payment of all principal distributable on the Class B-1 Certificates (see below), any accrued and unpaid Class B-1 Liquidation Loss Interest Amount will be distributed to the extent available.

The Class M-1 Adjusted Principal Balance is the Class M-1 Principal Balance less any Class M-1 Liquidation Loss Amount. The Class M-1 Principal Balance is the Original Class M-1 Principal Balance less all amounts previously distributed on account of principal of the Class M-1 Certificates.

The Class M-2 Adjusted Principal Balance is the Class M-2 Principal Balance less any Class M-2 Liquidation Loss Amount. The Class M-2 Principal Balance is the Original Class M-2 Principal Balance less all amounts previously distributed on account of principal of the Class M-2 Certificates.

The Class B-1 Adjusted Principal Balance is the Class B-1 Principal Balance less any Class B-1 Liquidation Loss Amount. The Class B-1 Principal Balance is the Original Class B-1 Principal Balance less all amounts previously distributed on account of principal of the Class B-1 Certificates.

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4

PRINCIPAL

(Class A, M-1, M-2, B-1): After the payment of all interest distributable to Class A, Class M-1, Class M-2 and Class B-1 Certificateholders, principal will be distributed in the following manner.

Class A Percentage will be distributed sequentially to the Class A-1, A-2, A-3, A-4, A-5, A-6, A-7 and A-8 Certificateholders.

The Class A Percentage for any Remittance Date will equal a fraction, expressed as a percentage, the numerator of which is the Class A Principal Balance as of such Remittance Date, and the denominator of which is the sum of: (i) the Class A Principal Balance, (ii) if the Class M-1 Distribution Test is satisfied on such Remittance Date, the Class M-1 Principal Balance, otherwise zero, (iii) if the Class M-2 Distribution Test is satisfied on such Remittance Date, the Class M-2 Principal Balance, otherwise zero, and (iv) if the Class B Distribution Test is satisfied on such Remittance Date, the Class B Principal Balance, otherwise zero, all as of such Remittance Date.

The Class M-1 Certificateholders will be entitled to receive principal on each Remittance Date on which (i) the Class A Principal Balance has been reduced to zero or (ii) the Class M-1 Distribution Test is satisfied.

The Class M-1 Percentage for any Remittance Date will equal (a) zero, if the Class A Principal Balance has

not yet been reduced to zero and the Class M-1 Distribution Test is not satisfied or (b) a fraction, expressed as a percentage, the numerator of which is the Class M-1 Principal Balance as of such Remittance Date, and the denominator of which is the sum of: (i) the Class A Principal Balance, if any, (ii) the Class M-1 Principal Balance, (iii) if the Class M-2 Distribution Test is satisfied on such Remittance Date, the Class M-2 Principal Balance, otherwise zero, and (iv) if the Class B Distribution Test is satisfied on such Remittance Date, the Class B Principal Balance, otherwise zero, all as of such Remittance Date.

The Class M-1 Distribution Test will be satisfied if each of the following tests is satisfied: (i) the Remittance Date occurs in or after September 2002; (ii) the Average Sixty-Day Delinquency Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 4.00%; (iii) the Average Thirty-Day Delinquency Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 6.00%; (iv) Cumulative Realized Losses (as defined in the Agreement) as of such Remittance Date must not exceed a certain specified percentage of the Cut-off Date Pool Principal Balance, depending on the year in which such Remittance Date occurs; (v) the Current Realized Loss Ratio (as defined in the Agreement) as of such Remittance Date must not exceed 2.50%; and (vi) the sum of the Class M-1 Principal Balance, the Class M-2 Principal Balance and the Class B Principal Balance divided by the Pool Scheduled Principal Balance as of the immediately preceding Remittance Date must be equal to or greater than 23.25%.

The Class M-2 Certificateholders will be entitled to receive principal on each Remittance Date on which (i) the Class A Principal Balance and Class M-1 Principal Balance has been reduced to zero or (ii) the Class M-2 Distribution Test is satisfied.

The Class M-2 Percentage for any Remittance Date will equal (a) zero, if the Class M-1 Principal Balance has not yet been reduced to zero and the Class M-2 Distribution Test is not satisfied or (b) a fraction, expressed as a percentage, the numerator of which is the Class M-2 Principal Balance as of such Remittance Date, and the denominator of which is the sum of: (i) the Class A Principal Balance, if any, (ii) the Class M-1 Principal Balance, if any, (iii) the Class M-2 Principal Balance, and (iv) if the Class B Distribution Test is satisfied on such Remittance Date, the Class B Principal Balance, otherwise zero, all as of such Remittance Date.

The Class M-2 Distribution Test will be satisfied if each of the following tests is satisfied: (i) the Remittance Date occurs in or after September 2002; (ii) the Average Sixty-Day Delinquency Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 4.00%; (iii) the Average Thirty-Day Delinquency

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5

Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 6.00%; (iv) Cumulative Realized Losses (as defined in the Agreement) as of such Remittance Date must not exceed a certain specified percentage of the Cut-off Date Pool Principal Balance, depending on the year in which such Remittance Date occurs; (v) the Current Realized Loss Ratio (as defined in the Agreement) as of such Remittance Date must not exceed 2.50%; and (vi) the sum of the Class M-2 Principal Balance and the Class B Principal Balance divided by the Pool Scheduled Principal Balance as of the immediately preceding Remittance Date must be equal to or greater than 12.75%.

The Class B-1 Certificateholders will be entitled to receive principal on each Remittance Date on which (i) the Class A Principal Balance, Class M-1 Principal Balance, and Class M-2 Principal have been reduced to zero or (ii) the Class B Distribution Test is satisfied.

The Class B Percentage for any Remittance Date will equal (a) zero, if the Class A Principal Balance, the Class M-1 Principal Balance, and Class M-2 Principal Balance have not yet been reduced to zero and the Class B Distribution Test is not satisfied or (b) a fraction, expressed as a percentage, the numerator of which is the Class B Principal Balance as of such Remittance Date, and the denominator of which is the sum of: (i) the Class A Principal Balance, if any, (ii) the Class M-1 Principal Balance, if any, (iii) the Class M-2 Principal Balance, if any, and (iv) the Class B Principal Balance, all as of such Remittance Date.

The Class B Distribution Test will be satisfied if each of the following tests is satisfied: (i) the Remittance Date occurs in or after September 2002; (ii) the Average Sixty-Day Delinquency Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 4.00%; (iii) the Average Thirty-Day Delinquency Ratio Test (as defined in the Agreement) as of such Remittance Date must not exceed 6.00%; (iv) the Cumulative Realized Losses (as defined in the Agreement) as of such Remittance Date must not exceed a certain specified percentage of the Cut-off Date Pool Principal Balance, depending on the year in which such Remittance Date occurs; (v) the Current Realized Loss Ratio (as defined in the Agreement) as of such Remittance Date must not exceed 2.50%; (vi) the Class B Principal Balance divided by the Pool Scheduled Principal Balance as of the immediately preceding Remittance Date must be equal to or greater than 9.75%; and (vii) the Class B Principal Balance

must not be less than \$16,000,000.

INTEREST

(Class B-2):

Interest on the outstanding Class B-2 Principal Balance will accrue from the Settlement Date, or from most recent Remittance Date on which interest has been paid to but excluding the following Remittance Date.

To the extent of (i) Amount Available on a Remittance Date after payment of all interest and principal then payable on the Class A, Class M-1, Class M-2 and Class B-1 Certificates, and (ii) the Guarantee Payment, if any, for such date, interest will be paid to the Class B-2 Certificateholders at the Class B-2 Remittance Rate on the Class B-2 Principal Balance.

The Class B-2 Principal Balance is the Original Class B-2 Principal Balance less all amounts previously distributed on account of principal of the Class B-2 Certificates.

Interest shortfall will be carried forward, and will bear interest at the Class B-2 Remittance Rate to the extent legally permissible.

PRINCIPAL

(Class B-2):

The Class B-2 Certificateholders will be entitled to receive principal on each Remittance Date on which: (i) the Class B-1 Principal Balance has been reduced to zero and (ii) the Class B Distribution Test is satisfied, provided however that if the Class A, Class M-1, Class M-2 and Class B-1 Principal Balances have been reduced to

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6

zero, the Class B-2 Certificateholders will nevertheless be entitled to receive principal.

The Company will be obligated under the Limited Guarantee to pay the amount, if any, by which the Class B Percentage of the Formula Principal Distribution Amount for the Remittance Date exceeds the Class B-2 Remaining Amount Available after payment of interest on the Class B-2 Certificates. On each Remittance Date, Class B-2 Certificateholders will be entitled to receive, pursuant to the Limited Guarantee, any Class B-2 Liquidation Loss Amount for such Remittance Date.

LOSSES ON LIQUIDATED

CONTRACTS:

If Net Liquidation Proceeds from Liquidated Contracts in the respective collection period are less than the Scheduled Principal Balance of such Liquidated Contract, the shortfall amount will be absorbed by

the Class B-3I Certificateholders, then the Monthly Servicing Fee (as long as Green Tree is the Servicer), then the Class B-2 Certificateholders, then the Class B-1 Certificateholders, then the Class M-2 Certificateholders and then the Class M-1 Certificateholders.

CONTRACTS:

The information concerning the Initial Contracts presented below is based on a pool originated through July 7, 1998. Although the characteristics of the final pool of Contracts will differ from the characteristics of the Initial Contracts shown below, Green Tree does not expect that the characteristics of the Additional Contracts and Subsequent Contracts sold to the Trust will vary materially from the information concerning the Initial Contracts herein.

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THE INITIAL CONTRACT POOL

Number of MHCs in pool:	12,886
Wgt. Avg. Contract Rate:	9.35%
Range of Rates:	4.00% - 16.75%
Wgt. Avg. Orig. Maturity:	310 mos.
Range of Orig. Maturity:	18-360 mos.
Wgt. Avg. Rem. Maturity:	310 mos.
Range of Rem. Maturity:	18-360 mos.
Avg. Rem Princ. Balance:	\$40,078.48
Wgt. Avg. LTV:	87.59%
New/Used:	78%/22%
Single/Double:	30%/70%
Park/Private:	30%/70%

GEOGRAPHIC DISTRIBUTION OF INITIAL CONTRACT OBLIGORS

<TABLE>
<CAPTION>

STATE	NUMBER OF CONTRACTS	% OF CONTRACT POOL BY NUMBER OF INITIAL CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	% OF INITIAL CONTRACT POOL BY OUTSTANDING PRINCIPAL BALANCE
<S>	<C>	<C>	<C>	<C>
North Carolina	1,146	8.89%	\$ 49,748,479.72	9.63%
Texas	1,061	8.23%	\$ 41,281,144.84	7.99%
Florida	791	6.14%	\$ 33,360,742.03	6.46%
Michigan	676	5.25%	\$ 32,421,882.61	6.28%
Georgia	790	6.13%	\$ 31,053,711.78	6.01%
Alabama	771	5.98%	\$ 26,038,664.19	5.04%
Other States (1)	7,651	59.37%	\$302,546,612.55	58.59%
Total (2)	12,886	100.00%	\$516,451,237.72	100.00%

</TABLE>

(1) Other States category includes those States which constitute less than

5.00% of the outstanding balance of the Initial Pool of Contracts.

(2) Percentages do not add to 100% due to rounding.

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8

DISTRIBUTION OF ORIGINAL AMOUNTS OF INITIAL CONTRACTS

ORIGINAL CONTRACT AMOUNT (IN DOLLARS) (1)	NUMBER OF CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	% OF INITIAL CONTRACT POOL BY OUTSTANDING PRINCIPAL BALANCE
Less than \$10,000.01	477	\$ 3,673,476.03	0.71%
\$10,000.01 - \$20,000.00	1,896	\$ 28,973,264.61	5.61%
\$20,000.01 - \$30,000.00	2,715	\$ 68,812,047.88	13.32%
\$30,000.01 - \$40,000.00	2,570	\$ 88,858,747.58	17.21%
\$40,000.01 - \$50,000.00	1,698	\$ 75,868,869.64	14.69%
\$50,000.01 - \$60,000.00	1,329	\$ 72,703,453.11	14.08%
\$60,000.01 - \$70,000.00	824	\$ 53,338,218.78	10.33%
\$70,000.01 - \$80,000.00	502	\$ 37,652,783.66	7.29%
\$80,000.01 - \$90,000.00	327	\$ 27,637,133.81	5.35%
\$90,000.01 - \$100,000.00	254	\$ 24,093,900.58	4.67%
\$100,000.01 - \$110,000.00	120	\$ 12,529,604.74	2.43%
\$110,000.01 - \$120,000.00	71	\$ 8,122,293.78	1.57%
\$120,000.01 - \$130,000.00	43	\$ 5,363,776.92	1.04%
\$130,000.01 - \$140,000.00	21	\$ 2,839,947.35	0.55%
\$140,000.01 - \$150,000.00	19	\$ 2,616,290.46	0.51%
\$150,000.01 - \$160,000.00	10	\$ 1,544,702.19	0.30%
\$160,000.01 - \$170,000.00	6	\$ 986,021.66	0.19%
\$170,000.01 - \$180,000.00	1	\$ 174,269.30	0.03%
\$180,000.01 - \$190,000.00	2	\$ 365,667.03	0.07%
\$190,000.00 and above	1	\$ 296,768.61	0.06%
	-	-----	-----
Total (2)	12,886	\$516,451,237.72	100.00%

(1) The largest original Contract amount is \$296,768.61, which represents 0.06% of the Initial Pool Principal Balance.

(2) Percentages do not add to 100% due to rounding.

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9

CONTRACT RATES OF INITIAL CONTRACTS

% OF INITIAL CONTRACT POOL

RANGE OF CONTRACTS BY CONTRACT RATE	NUMBER OF CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	BY OUTSTANDING PRINCIPAL BALANCE
0.00% - 4.00%	1	\$ 106,905.86	0.02%
4.01% - 5.00%	4	\$ 230,219.89	0.04%
5.01% - 6.00%	37	\$ 2,284,635.38	0.44%
6.01% - 7.00%	1,007	\$ 77,199,540.03	14.95%
7.01% - 8.00%	1,554	\$ 88,261,440.82	17.09%
8.01% - 9.00%	1,920	\$ 95,220,978.16	18.44%
9.01% - 10.00%	2,181	\$ 89,781,669.22	17.38%
10.01% - 11.00%	2,141	\$ 72,312,054.87	14.00%
11.01% - 12.00%	2,125	\$ 53,892,650.28	10.44%
12.01% - 13.00%	1,220	\$ 26,385,838.08	5.11%
13.01% - 14.00%	493	\$ 8,654,620.73	1.68%
14.01% - 15.00%	15	\$ 279,305.93	0.05%
15.01% - 16.00%	161	\$ 1,591,863.41	0.31%
16.01% - 17.00%	27	\$ 249,515.06	0.05%
	-----	-----	-----
Total (1)	12,886	\$516,451,237.72	100.00%

(1) Percentages do not add to 100% due to rounding.

DISTRIBUTION OF ORIGINAL LOAN-TO-VALUE RATIOS OF INITIAL CONTRACTS

LOAN-TO-VALUE RATIO	NUMBER OF CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	% OF INITIAL CONTRACT POOL BY OUTSTANDING PRINCIPAL BALANCE
Less than 5.000%	1	\$ 34,384.68	0.01%
5.001 % - 10.000%	3	\$ 99,961.41	0.02%
10.001 % - 15.000%	4	\$ 172,018.52	0.03%
15.001 % - 20.000%	15	\$ 300,634.24	0.06%
20.001 % - 25.000%	15	\$ 232,243.31	0.04%
25.001 % - 30.000%	16	\$ 374,241.40	0.07%
30.001 % - 35.000%	31	\$ 826,664.80	0.16%
35.001 % - 40.000%	33	\$ 671,946.96	0.13%
40.001 % - 45.000%	66	\$ 1,739,433.41	0.34%
45.001 % - 50.000%	87	\$ 2,761,653.80	0.53%
50.001 % - 55.000%	96	\$ 3,123,045.32	0.60%
55.001 % - 60.000%	113	\$ 4,208,832.55	0.81%
60.001 % - 65.000%	181	\$ 6,092,312.48	1.18%
65.001 % - 70.000%	268	\$ 10,626,639.41	2.06%
70.001 % - 75.000%	335	\$ 14,378,929.03	2.78%
75.001 % - 80.000%	997	\$ 39,692,002.23	7.69%
80.001 % - 85.000%	1,367	\$ 57,905,233.38	11.21%
85.001 % - 90.000%	4,383	\$181,433,843.17	35.13%
90.001 % - 95.000%	4,129	\$162,903,852.54	31.54%
95.001 % - 100.000%	746	\$ 28,873,365.08	5.59%
	---	-----	-----
Total (1)	12,886	\$516,451,237.72	100.00%

(1) Percentages do not add to 100% due to rounding.

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REMAINING MONTHS TO MATURITY OF INITIAL CONTRACTS

MONTHS REMAINING	NUMBER OF CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	% OF INITIAL CONTRACT POOL BY OUTSTANDING PRINCIPAL BALANCE
Less than 31	8	\$ 48,853.69	0.01%
31 - 60	254	\$ 2,215,626.27	0.43%
61 - 90	312	\$ 4,293,502.55	0.83%
91 - 120	872	\$ 14,107,636.75	2.73%
121 - 150	316	\$ 6,778,197.84	1.31%
151 - 180	1,845	\$ 44,662,339.51	8.65%
181 - 210	76	\$ 2,883,154.58	0.56%
211 - 240	2,018	\$ 64,048,700.56	12.40%
241 - 270	31	\$ 1,535,925.86	0.30%
271 - 300	1,113	\$ 39,946,973.31	7.73%
301 - 330	33	\$ 2,034,559.65	0.39%
331 - 360	6,008	\$333,895,767.15	64.65%
	-----	-----	-----
Total (1)	12,886	\$516,451,237.72	100.00%

(1) Percentages do not add to 100% due to rounding.

YEARS OF ORIGINATION OF INITIAL CONTRACTS

YEAR OF ORIGINATION (1)	NUMBER OF CONTRACTS	AGGREGATE PRINCIPAL BALANCE OUTSTANDING	% OF INITIAL CONTRACT POOL BY OUTSTANDING PRINCIPAL BALANCE
1988	2	\$ 54,531.36	0.01%
1989	6	\$ 92,772.80	0.02%
1990	2	\$ 53,708.11	0.01%
1991	3	\$ 40,321.98	0.01%
1992	7	\$ 190,601.71	0.04%
1993	6	\$ 203,264.97	0.04%
1994	37	\$ 1,650,615.70	0.32%
1995	45	\$ 2,527,615.53	0.49%
1996	82	\$ 4,812,377.18	0.93%
1997	109	\$ 8,560,336.55	1.66%
1998	12,587	\$498,265,091.83	96.48%
	-----	-----	-----
Total (2)	12,886	\$516,451,237.72	100.00%

(1) The Contracts shown in the above table with earlier years of origination primarily represent Contracts originated by the Company and subsequently refinanced through the Company. The Company retains the first origination dates on its records with respect to such refinanced Contracts.

(2) Percentages do not add to 100% due to rounding.

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MHP PREPAYMENT SENSITIVITIES (1)

	100% MHP		125% MHP		150% MHP		175% MHP	
	WAL/MATURITY		WAL/MATURITY		WAL/MATURITY		WAL/MATURITY	
To Call								
A-1	0.47	07/99	0.41	05/99	0.37	04/99	0.33	03/99
A-2	1.81	05/01	1.57	01/01	1.38	09/00	1.24	07/00
A-3	3.20	05/02	2.75	10/01	2.41	06/01	2.16	02/01
A-4	4.76	08/04	4.07	10/03	3.56	02/03	3.16	07/02
A-5	7.66	02/08	6.59	11/06	5.76	11/05	5.00	12/04
A-6	10.93	02/11	9.47	07/09	8.32	03/08	7.29	01/07
A-7	14.84	03/16	13.06	03/14	11.60	07/12	10.27	02/11
A-8	20.67	07/20	18.63	06/18	16.86	09/16	15.24	01/15
M-1	13.50	07/20	11.91	06/18	10.62	09/16	9.83	01/15
M-2	13.50	07/20	11.91	06/18	10.62	09/16	9.83	01/15
B-1	8.54	09/10	7.32	02/09	6.42	11/07	6.06	03/07
To Maturity								
A-8	22.04	09/26	20.17	09/25	18.38	06/24	16.75	12/22
M-1	13.89	09/26	12.33	09/25	11.05	06/24	10.28	12/22
M-2	13.89	09/26	12.33	09/25	11.05	06/24	10.28	12/22

	200% MHP		250% MHP		300% MHP		350% MHP	
	WAL/MATURITY		WAL/MATURITY		WAL/MATURITY		WAL/MATURITY	
To Call								
A-1	0.30	03/99	0.26	02/99	0.23	01/99	0.20	01/99
A-2	1.12	05/00	0.95	02/00	0.82	11/99	0.73	10/99
A-3	1.96	11/00	1.67	07/00	1.45	04/00	1.28	02/00
A-4	2.85	02/02	2.39	07/01	2.08	03/01	1.84	11/00
A-5	4.38	02/04	3.55	12/02	3.04	04/02	2.67	10/01
A-6	6.42	02/06	5.07	07/04	4.11	06/03	3.53	08/02
A-7	9.13	11/09	7.35	09/07	6.01	02/06	4.94	11/04
A-8	13.82	07/13	11.53	03/11	9.74	05/09	8.36	01/08
M-1	9.20	07/13	8.22	03/11	7.47	05/09	6.90	01/08
M-2	9.20	07/13	8.22	03/11	7.47	05/09	6.90	01/08
B-1	5.84	09/06	5.50	12/05	5.26	06/05	5.08	01/05
To Maturity								
A-8	15.26	06/21	12.79	06/18	10.82	11/15	9.24	09/13
M-1	9.67	06/21	8.70	06/18	7.97	11/15	7.40	09/13
M-2	9.67	06/21	8.70	06/18	7.97	11/15	7.40	09/13

(1) The following are the assumed characteristics of the Additional and Subsequent Contracts as of the Cut-off Date:

<TABLE>
<CAPTION>

Months Remaining	Aggregate Principal Balance Outstanding	Wtd Avg Original Term	Wtd Avg Remaining Term	Wtd Avg Contract Rate
<S>	<C>	<C>	<C>	<C>
0 to 120	\$11,329,854.07	103	103	11.523%
121 to 180	\$28,210,685.07	174	174	10.823%
181 to 240	\$36,774,258.32	237	237	10.301%
241 to 300	\$22,797,136.29	298	298	10.207%
301 to 360	\$184,436,828.53	359	359	8.688%
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Total	\$283,548,762.28	310	310	9.345%

</TABLE>

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