



Brazos Higher Education Authority, Inc.

Quarterly Student Loan Report

Indenture 2004A Securing the 2004 I, 2005 I, 2006 I, and 2007 I Notes

Reporting Period March 1, 2011 through May 31, 2011

DEAL PARAMETERS									
Student Loan Portfolio Characteristics		2/28/2011	Loans Acquired	Activity	5/31/2011				
A-I	Portfolio Balance	\$ 4,241,898,873.72	\$ 617,964.50	\$ (89,512,457.93)	\$ 4,153,004,380.29				
A-II	Transfer from Add-On Consolidation Account	-	-	-	-				
A-III	Interest to be Capitalized	40,680,291.01	-	(218,113.75)	40,462,177.26				
A-IV	Pool Balance	\$ 4,282,579,164.73	\$ 617,964.50	\$ (89,730,571.68)	\$ 4,193,466,557.55				
A-V	Reserve Fund Account Balance	33,336,075.00	-	-	32,665,695.00				
A-VI	Cash & Payments In Transit	103,850,589.48	-	-	115,719,733.06				
A-VII	Total Adjusted Pool	\$ 4,419,765,829.21	-	-	\$ 4,341,851,985.61				
B-I	Weighted Average Coupon (WAC)	4.16%	-	-	4.16%				
B-II	Weighted Average Remaining Term	241.33	-	-	240.06				
B-III	Number of Loans	251,632	-	-	246,419				
B-IV	Number of Borrowers	143,504	-	-	140,406				
B-V	Aggregate Outstanding Principal Balance - T-Bill	\$ 44,826,786.01	-	-	\$ 43,246,829.75				
B-VI	Percentage Outstanding Principal Balance - T-Bill	1.0568%	-	-	1.0413%				
B-VII	Aggregate Outstanding Principal Balance - Commercial Paper	\$ 4,197,072,087.71	-	-	\$ 4,109,757,550.54				
B-VIII	Percentage Outstanding Principal Balance - Commercial Paper	98.9432%	-	-	98.9587%				

Notes	CUSIPS	3 Month LIBOR	Spread	Adjusted Rate	Spread	2/28/2011	5/31/2011
C-I	2004 I-A-1 106238KR8	0.00000%	+ 0.06%	= 0.06000%	3 Month LIBOR + 0.06%	\$ -	\$ -
C-II	2004 I-A-2 106238KS6	0.30800%	+ 0.16%	= 0.46800%	3 Month LIBOR + 0.16%	281,561,000.00	262,219,000.00
C-III	2004 I-A-3 106238KM9		See pages 4 & 5		ARS	-	-
C-IV	2004 I-A-4 106238KN7		See pages 4 & 5		ARS	-	-
C-V	2004 I-A-5 106238KP2		See pages 4 & 5		ARS	-	-
C-VI	2004 I-B-1 106238KQ0		See pages 4 & 5		ARS	70,000,000.00	70,000,000.00
C-VII	2005 I-A-1 106238LB2	0.00000%	+ 0.03%	= 0.03000%	3 Month LIBOR + 0.03%	-	-
C-VIII	2005 I-A-2 106238LC0	0.30800%	+ 0.08%	= 0.38800%	3 Month LIBOR + 0.08%	152,700,000.00	140,300,000.00
C-IX	2005 I-A-3 106238LD8	0.30800%	+ 0.11%	= 0.41800%	3 Month LIBOR + 0.11%	223,000,000.00	223,000,000.00
C-X	2005 I-A-4 106238LE6	0.30800%	+ 0.15%	= 0.45800%	3 Month LIBOR + 0.15%	240,000,000.00	240,000,000.00
C-XI	2005 I-A-5 106238LF3		See pages 4 & 5		ARS	-	-
C-XII	2005 I-A-6 106238LG1		See pages 4 & 5		ARS	-	-
C-XIII	2005 I-A-7 106238LH9		See pages 4 & 5		ARS	-	-
C-XIV	2005 I-B-1 106238LJ5		See pages 4 & 5		ARS	33,000,000.00	33,000,000.00
C-XV	2005 I-A-8 10620NAA6	0.30800%	+ 0.02%	= 0.32800%	3 Month LIBOR + 0.02%	-	-
C-XVI	2005 I-A-9 10620NAB4	0.30800%	+ 0.10%	= 0.40800%	3 Month LIBOR + 0.10%	256,277,000.00	236,290,000.00
C-XVII	2005 I-A-10 10620NAC2	0.30800%	+ 0.12%	= 0.42800%	3 Month LIBOR + 0.12%	272,393,000.00	272,393,000.00
C-XVIII	2005 I-A-11 10620NAD0	0.30800%	+ 0.14%	= 0.44800%	3 Month LIBOR + 0.14%	128,573,000.00	128,573,000.00
C-XIX	2005 I-A-12 10620NAE8	0.30800%	+ 0.16%	= 0.46800%	3 Month LIBOR + 0.16%	324,759,000.00	324,759,000.00
C-XX	2005 I-B-2 10620NAF5		See pages 4 & 5		ARS	69,100,000.00	69,100,000.00
C-XXI	2005 I-A-13 10620NAG3	0.30800%	+ 0.02%	= 0.32800%	3 Month LIBOR + 0.02%	-	-
C-XXII	2005 I-A-14 10620NAH1	0.30800%	+ 0.11%	= 0.41800%	3 Month LIBOR + 0.11%	246,318,000.00	229,705,000.00
C-XXIII	2005 I-A-15 10620NAJ7	0.30800%	+ 0.14%	= 0.44800%	3 Month LIBOR + 0.14%	192,000,000.00	192,000,000.00
C-XXIV	2005 I-A-16 10620NAK4	0.30800%	+ 0.20%	= 0.50800%	3 Month LIBOR + 0.20%	153,000,000.00	153,000,000.00
C-XXV	2005 I-B-3 10620NAL2		See pages 4 & 5		ARS	50,000,000.00	50,000,000.00
C-XXVI	2006 I-A-1 10620NAM0	0.30800%	+ 0.01%	= 0.318000%	3 Month LIBOR + 0.01%	31,130,000.00	11,000,000.00
C-XXVII	2006 I-A-2 10620NAN8	0.30800%	+ 0.09%	= 0.398000%	3 Month LIBOR + 0.09%	296,650,000.00	296,650,000.00
C-XXVIII	2006 I-A-3 10620NAP3	0.30800%	+ 0.11%	= 0.418000%	3 Month LIBOR + 0.11%	152,100,000.00	152,100,000.00
C-XXIX	2006 I-A-4 10620NAQ1		See pages 4 & 5		ARS	-	-
C-XXX	2006 I-A-5 10620NAR9		See pages 4 & 5		ARS	-	-
C-XXXI	2006 I-A-6 10620NAS7		See pages 4 & 5		ARS	-	-
C-XXXII	2006 I-A-7 10620NAT5		See pages 4 & 5		ARS	-	-
C-XXXIII	2006 I-A-8 10620NAV0		See pages 4 & 5		ARS	-	-
C-XXXIV	2006 I-B-1 10620NAU2		See pages 4 & 5		ARS	50,000,000.00	50,000,000.00
C-XXXV	2006 I-A-9 10620NAW8	0.30800%	+ 0.01%	= 0.318000%	3 Month LIBOR + 0.01%	95,982,000.00	95,070,000.00
C-XXXVI	2006 I-A-10 10620NAX6	0.30800%	+ 0.12%	= 0.428000%	3 Month LIBOR + 0.12%	416,567,000.00	416,567,000.00
C-XXXVII	2006 I-A-11 10620NAY4		See pages 4 & 5		ARS	-	-
C-XXXVIII	2006 I-A-12 10620NAZ1		See pages 4 & 5		ARS	-	-
C-XXXIX	2006 I-A-13 10620NBA5		See pages 4 & 5		ARS	69,600,000.00	69,600,000.00
C-XL	2006 I-A-14 10620NBB3		See pages 4 & 5		ARS	60,050,000.00	60,050,000.00
C-XLI	2006 I-A-15 10620NBC1		See pages 4 & 5		ARS	30,050,000.00	30,050,000.00
C-XLII	2006 I-B-2 10620NBD9		See pages 4 & 5		ARS	50,000,000.00	50,000,000.00
C-XLIII	2007 I-A-1 10620NBS6		See pages 4 & 5		ARS	100,000,000.00	100,000,000.00
C-XLIV	2007 I-A-2 10620NBT4		See pages 4 & 5		ARS	100,000,000.00	100,000,000.00
C-XLV	2007 I-A-3 10620NBU1		See pages 4 & 5		ARS	100,000,000.00	100,000,000.00
C-XLVI	2007 I-A-4 10620NBV9		See pages 4 & 5		ARS	75,000,000.00	75,000,000.00
C-XLVII	2007 I-A-5 10620NBW7		See pages 4 & 5		ARS	75,000,000.00	75,000,000.00
C-XLVIII	2007 I-B-1 10620NBX5		See pages 4 & 5		ARS	50,000,000.00	50,000,000.00
C-XLIV	Total Notes Outstanding					\$ 4,444,810,000.00	\$ 4,355,426,000.00
C-L	Total Senior Notes Outstanding					\$ 4,072,710,000.00	\$ 3,983,326,000.00

Reserve Account ¹		2/28/2011	5/31/2011
D	Required Reserve Acct Deposits		
D-I	Reserve Acct Initial Deposit (\$)	\$ 43,339,750.00	\$ 43,339,750.00
D-II	Specified Reserve Acct Balance (\$)	33,336,075.00	32,665,695.00
D-III	Reserve Account Floor Balance (\$)	1,000,000.00	1,000,000.00
D-IV	Current Reserve Acct Balance (\$)	\$ 33,336,075.00	\$ 32,665,695.00

Basis		2/28/2011	5/31/2011
E-I	Parity	99.60%	99.84%
E-II	Senior Parity	108.70%	109.17%

¹ See detail Page 2

II Required Reserves and Parity Calculations								
Required Reserves								
		Outstanding Principal Balance 2/28/2011	Required Reserve %	Required Reserves 2/28/2011	Outstanding Principal Balance 5/31/2011	Required Reserve %	Required Reserves 5/31/2011	
A- I	2004 I-A-1	\$ -	0.75%	\$ -	\$ -	0.75%	\$ -	
A- II	2004 I-A-2	281,561,000.00	0.75%	2,111,707.50	262,219,000.00	0.75%	1,966,642.50	
A- III	2004 I-B-1	70,000,000.00	0.75%	525,000.00	70,000,000.00	0.75%	525,000.00	
A- IV	2005 I-A-1	-	0.75%	-	-	0.75%	-	
A- V	2005 I-A-2	152,700,000.00	0.75%	1,145,250.00	140,300,000.00	0.75%	1,052,250.00	
A- VI	2005 I-A-3	223,000,000.00	0.75%	1,672,500.00	223,000,000.00	0.75%	1,672,500.00	
A- VII	2005 I-A-4	240,000,000.00	0.75%	1,800,000.00	240,000,000.00	0.75%	1,800,000.00	
A- VIII	2005 I-B-1	33,000,000.00	0.75%	247,500.00	33,000,000.00	0.75%	247,500.00	
A- IX	2005 I-A-8	-	0.75%	-	-	0.75%	-	
A- X	2005 I-A-9	256,277,000.00	0.75%	1,922,077.50	236,290,000.00	0.75%	1,772,175.00	
A- XI	2005 I-A-10	272,393,000.00	0.75%	2,042,947.50	272,393,000.00	0.75%	2,042,947.50	
A- XII	2005 I-A-11	128,573,000.00	0.75%	964,297.50	128,573,000.00	0.75%	964,297.50	
A- XIII	2005 I-A-12	324,759,000.00	0.75%	2,435,692.50	324,759,000.00	0.75%	2,435,692.50	
A- XIV	2005 I-B-2	69,100,000.00	0.75%	518,250.00	69,100,000.00	0.75%	518,250.00	
A- XV	2005 I-A-13	-	0.75%	-	-	0.75%	-	
A- XVI	2005 I-A-14	246,318,000.00	0.75%	1,847,385.00	229,705,000.00	0.75%	1,722,787.50	
A- XVII	2005 I-A-15	192,000,000.00	0.75%	1,440,000.00	192,000,000.00	0.75%	1,440,000.00	
A- XVIII	2005 I-A-16	153,000,000.00	0.75%	1,147,500.00	153,000,000.00	0.75%	1,147,500.00	
A- XIX	2005 I-B-3	50,000,000.00	0.75%	375,000.00	50,000,000.00	0.75%	375,000.00	
A- XX	2006 I-A-1	31,130,000.00	0.75%	233,475.00	11,000,000.00	0.75%	82,500.00	
A- XXI	2006 I-A-2	296,650,000.00	0.75%	2,224,875.00	296,650,000.00	0.75%	2,224,875.00	
A- XXII	2006 I-A-3	152,100,000.00	0.75%	1,140,750.00	152,100,000.00	0.75%	1,140,750.00	
A- XXIII	2006 I-B-1	50,000,000.00	0.75%	375,000.00	50,000,000.00	0.75%	375,000.00	
A- XXIV	2006 I-A-9	95,982,000.00	0.75%	719,865.00	95,070,000.00	0.75%	713,025.00	
A- XXV	2006 I-A-10	416,567,000.00	0.75%	3,124,252.50	416,567,000.00	0.75%	3,124,252.50	
A- XXVI	2006 I-A-13	69,600,000.00	0.75%	522,000.00	69,600,000.00	0.75%	522,000.00	
A- XXVII	2006 I-A-14	60,050,000.00	0.75%	450,375.00	60,050,000.00	0.75%	450,375.00	
A- XXVIII	2006 I-A-15	30,050,000.00	0.75%	225,375.00	30,050,000.00	0.75%	225,375.00	
A- XXIX	2006 I-B-2	50,000,000.00	0.75%	375,000.00	50,000,000.00	0.75%	375,000.00	
A- XXX	2007 I-A-1	100,000,000.00	0.75%	750,000.00	100,000,000.00	0.75%	750,000.00	
A- XXXI	2007 I-A-2	100,000,000.00	0.75%	750,000.00	100,000,000.00	0.75%	750,000.00	
A- XXXII	2007 I-A-3	100,000,000.00	0.75%	750,000.00	100,000,000.00	0.75%	750,000.00	
A- XXXIII	2007 I-A-4	75,000,000.00	0.75%	562,500.00	75,000,000.00	0.75%	562,500.00	
A- XXXIV	2007 I-A-5	75,000,000.00	0.75%	562,500.00	75,000,000.00	0.75%	562,500.00	
A- XXXV	2007 I-B-1	50,000,000.00	0.75%	375,000.00	50,000,000.00	0.75%	375,000.00	
A- XXXVI	Total	\$ 4,444,810,000.00		\$ 33,336,075.00	\$ 4,355,426,000.00		\$ 32,665,695.00	
B- I	Specified Reserve Account Balance			\$ 33,336,075.00			\$ 32,665,695.00	
B- II	Required Reserve Account Floor			1,000,000.00			1,000,000.00	
B- III	Required Reserve Balance (Greater of B-I or B-II)			33,336,075.00			32,665,695.00	
B- IV	Reserve Account Balance			33,336,075.00			32,665,695.00	
B- V	Reserve Account funds released during collection period						\$ 670,380.00	
Parity Calculations								
		2/28/2011		5/31/2011				
C	Value of the Trust Estate							
C- I	Portfolio Balance		\$ 4,241,898,873.72		\$ 4,153,004,380.29			
C- II	Accrued Interest on Investments		28,563.64		31,702.76			
C- III	Accrued Borrower Interest		58,247,156.27		57,714,020.44			
C- IV	Accrued Government Interest and Special Allowance		(403,992.76)		(379,184.68)			
C- V	Less:							
C- VI	Unguaranteed portion in claims		(346,204.40)		(293,867.18)			
C- VII	Cash and Investments		131,700,651.37		144,588,012.06			
C- VIII	Payments In Transit		5,486,013.11		3,797,416.00			
C- IX	Total Trust Estate Value		\$ 4,436,611,060.95		\$ 4,358,462,479.69			
D	Less:							
D- I	Accrued interest on Outstanding Notes		3,017,152.44		3,224,450.40			
D- II	Accrued Swap Liability / (Asset)		2,257,407.37		2,373,060.39			
D- III	Accrued fees related to Outstanding Notes		4,436,417.40		4,439,417.40			
E	Net Asset Value		\$ 4,426,900,083.74		\$ 4,348,425,551.50			
Notes Outstanding								
		2/28/2011		5/31/2011				
F- I	Senior Notes		\$ 4,072,710,000.00		\$ 3,983,326,000.00			
F- II	Subordinate Notes		372,100,000.00		372,100,000.00			
F- III	Total Notes		\$ 4,444,810,000.00		\$ 4,355,426,000.00			
Parity								
		2/28/2011		5/31/2011				
G- I	Senior Parity Percentage (E / F-I)		108.70%		109.17%			
G- II	Parity Percentage (E / F-III)		99.60%		99.84%			

III TRANSACTIONS FROM:		3/1/2011 THROUGH 5/31/2011
A	Student Loan Principal Activity:	
A-I	Regular Principal Collections	\$ 70,344,399.56
A-II	Principal Collections from Guarantor	31,728,129.44
A-III	Loans Acquired	(617,964.50)
A-IV	Loans Sold	175,276.04
A-V	Other System Adjustments	-
A-VI	Total Cash Principal Activity	\$ 101,629,840.54
B	Student Loan Non-Cash Principal Activity:	
B-I	Capitalized Interest	\$ (12,466,118.94)
B-II	Other Adjustments	(269,228.17)
B-III	Total Non-Cash Principal Activity	\$ (12,735,347.11)
C	Total Student Loan Principal Activity (-)	\$ 88,894,493.43
D	Student Loan Interest Activity:	
D-I	Regular Interest Collections	\$ 24,872,767.89
D-II	Interest Claims Received from Guarantors	1,109,921.98
D-III	Interest Purchased	(6,013.38)
D-IV	Interest Sold	6,035.65
D-V	Other System Adjustments	-
D-VI	Special Allowance Payments Receipts (Rebates)	(4,979,117.18)
D-VII	Government Interest Subsidy Payments	3,445,592.87
D-VIII	Total Cash Interest Activity	\$ 24,449,187.83
E	Student Loan Non-Cash Interest Activity:	
E-I	Capitalized Interest	\$ 12,506,628.91
E-II	Interest Accrual Adjustment	(11,062,321.45)
E-III	Total Non-Cash Interest Adjustments	\$ 1,444,307.46
F	Total Student Loan Interest Activity (-)	\$ 25,893,495.29

AVAILABLE FUNDS		5/31/2011
G	Other Collections & Reserve Releases	
G-I	Late Fees	\$ 115,267.71
G-II	Investment Income	51,799.14
G-III	Reserve Account & Add-On Consolidation Account	670,380.00
G-IV	Total Other Collections & Reserve Releases	\$ 837,446.85
H	Total Funds Received (A-VI + D-VIII + G-IV - A-III - A-IV - D-III - D-IV)	\$ 127,359,141.41
I	Less Funds Previously Remitted/Set Aside for Monthly Waterfall:	
I-I	DOE Rebate and Lender Fees	\$ 11,132,507.74
I-II	Subservicing Fees	1,371,852.49
I-III	Trustee Fees	136,107.06
I-IV	Auction Agent/Broker Dealer Fees	13,349.77
I-V	Master Servicing Fees	1,063,293.00
I-VI	Interest on Auction Rate Securities	4,382,111.59
I-VIII	Total	\$ 18,099,221.65
J	Total Available Funds (H - I-VIII)	\$ 109,259,919.76

IV Interest Expense Detail And Accrued Interest Factors - Auction Rate Securities								
A Interest Expense Paid During Collection Period								
Payment Date	Security Description	Interest Rate	Number of Days	Start Date	End Date	Interest Payment	Accrued Interest Factor	
I	3/16/2011	2004 I-B-1	1.870%	28	2/16/2011	3/15/2011	101,811.11	0.0014544444
II	4/13/2011	2004 I-B-1	1.870%	28	3/16/2011	4/12/2011	101,811.11	0.0014544444
III	5/11/2011	2004 I-B-1	1.850%	28	4/13/2011	5/10/2011	100,722.22	0.0014388889
IV	3/3/2011	2005 I-B-1	1.870%	28	2/3/2011	3/2/2011	47,996.67	0.0014544444
V	3/31/2011	2005 I-B-1	1.870%	28	3/3/2011	3/30/2011	47,996.67	0.0014544444
VI	4/28/2011	2005 I-B-1	1.870%	28	3/31/2011	4/27/2011	47,996.67	0.0014544444
VII	5/26/2011	2005 I-B-1	1.850%	28	4/28/2011	5/25/2011	47,483.33	0.0014388889
VIII	3/25/2011	2005 I-B-2	1.870%	28	2/25/2011	3/24/2011	100,502.11	0.0014544444
IX	4/25/2011	2005 I-B-2	1.870%	31	3/25/2011	4/24/2011	111,270.19	0.0016102778
X	5/20/2011	2005 I-B-2	1.850%	25	4/25/2011	5/19/2011	88,774.31	0.0012847222
XI	3/9/2011	2005 I-B-3	1.870%	28	2/9/2011	3/8/2011	72,722.22	0.0014544444
XII	4/6/2011	2005 I-B-3	1.870%	28	3/9/2011	4/5/2011	72,722.22	0.0014544444
XIII	5/4/2011	2005 I-B-3	1.850%	28	4/6/2011	5/3/2011	71,944.44	0.0014388889
XIV	3/22/2011	2006 I-A-13	1.762%	28	2/22/2011	3/21/2011	95,382.93	0.0013704444
XV	4/19/2011	2006 I-A-13	1.753%	28	3/22/2011	4/18/2011	94,895.73	0.0013634444
XVI	5/17/2011	2006 I-A-13	1.713%	28	4/19/2011	5/16/2011	92,730.40	0.0013323333
XVII	3/23/2011	2006 I-A-14	1.762%	28	2/23/2011	3/22/2011	82,295.19	0.0013704444
XVIII	4/20/2011	2006 I-A-14	1.752%	28	3/23/2011	4/19/2011	81,828.13	0.0013626667
XIX	5/18/2011	2006 I-A-14	1.713%	28	4/20/2011	5/17/2011	80,006.62	0.0013323333
XX	3/23/2011	2006 I-A-15	1.762%	28	2/23/2011	3/22/2011	41,181.86	0.0013704444
XXI	4/20/2011	2006 I-A-15	1.752%	28	3/23/2011	4/19/2011	40,948.13	0.0013626667
XXII	5/18/2011	2006 I-A-15	1.713%	28	4/20/2011	5/17/2011	40,036.62	0.0013323333
XXIII	3/23/2011	2006 I-B-1	1.870%	28	2/23/2011	3/22/2011	72,722.22	0.0014544444
XXIV	4/20/2011	2006 I-B-1	1.870%	28	3/23/2011	4/19/2011	72,722.22	0.0014544444
XXV	5/18/2011	2006 I-B-1	1.850%	28	4/20/2011	5/17/2011	71,944.44	0.0014388889
XXVI	3/22/2011	2006 I-B-2	1.870%	28	2/22/2011	3/21/2011	72,722.22	0.0014544444
XXVII	4/19/2011	2006 I-B-2	1.870%	28	3/22/2011	4/18/2011	72,722.22	0.0014544444
XXVIII	5/17/2011	2006 I-B-2	1.850%	28	4/19/2011	5/16/2011	71,944.44	0.0014388889
XXIX	3/2/2011	2007 I-A-1	1.762%	7	2/23/2011	3/1/2011	34,261.11	0.0003426111
XXX	3/9/2011	2007 I-A-1	1.761%	7	3/2/2011	3/8/2011	34,241.67	0.0003424167
XXXI	3/16/2011	2007 I-A-1	1.758%	7	3/9/2011	3/15/2011	34,183.33	0.0003418333
XXXII	3/23/2011	2007 I-A-1	1.754%	7	3/16/2011	3/22/2011	34,105.56	0.0003410556
XXXIII	3/30/2011	2007 I-A-1	1.752%	7	3/23/2011	3/29/2011	34,066.67	0.0003406667
XXXIV	4/6/2011	2007 I-A-1	1.746%	7	3/30/2011	4/5/2011	33,950.00	0.0003395000
XXXV	4/13/2011	2007 I-A-1	1.736%	7	4/6/2011	4/12/2011	33,755.56	0.0003375556
XXXVI	4/20/2011	2007 I-A-1	1.721%	7	4/13/2011	4/19/2011	33,463.89	0.0003346389
XXXVII	4/27/2011	2007 I-A-1	1.713%	7	4/20/2011	4/26/2011	33,308.33	0.0003330833
XXXVIII	5/4/2011	2007 I-A-1	1.711%	7	4/27/2011	5/3/2011	33,269.44	0.0003326944
XXXIX	5/11/2011	2007 I-A-1	1.710%	7	5/4/2011	5/10/2011	33,250.00	0.0003325000
XL	5/18/2011	2007 I-A-1	1.700%	7	5/11/2011	5/17/2011	33,055.56	0.0003305556
XLI	5/25/2011	2007 I-A-1	1.697%	7	5/18/2011	5/24/2011	32,997.22	0.0003299722
XLII	3/1/2011	2007 I-A-2	1.762%	7	2/22/2011	2/28/2011	34,261.11	0.0003426111
XLIII	3/8/2011	2007 I-A-2	1.761%	7	3/1/2011	3/7/2011	34,241.67	0.0003424167
XLIV	3/15/2011	2007 I-A-2	1.759%	7	3/8/2011	3/14/2011	34,202.78	0.0003420278
XLV	3/22/2011	2007 I-A-2	1.754%	7	3/15/2011	3/21/2011	34,105.56	0.0003410556
XLVI	3/29/2011	2007 I-A-2	1.753%	7	3/22/2011	3/28/2011	34,086.11	0.0003408611
XLVII	4/5/2011	2007 I-A-2	1.748%	7	3/29/2011	4/4/2011	33,988.89	0.0003398889
XLVIII	4/12/2011	2007 I-A-2	1.740%	7	4/5/2011	4/11/2011	33,833.33	0.0003383333
XLIX	4/19/2011	2007 I-A-2	1.724%	7	4/12/2011	4/18/2011	33,522.22	0.0003352222
L	4/26/2011	2007 I-A-2	1.713%	7	4/19/2011	4/25/2011	33,308.33	0.0003330833
LI	5/3/2011	2007 I-A-2	1.713%	7	4/26/2011	5/2/2011	33,308.33	0.0003330833
LII	5/10/2011	2007 I-A-2	1.710%	7	5/3/2011	5/9/2011	33,250.00	0.0003325000
LIII	5/17/2011	2007 I-A-2	1.702%	7	5/10/2011	5/16/2011	33,094.44	0.0003309444
LIV	5/24/2011	2007 I-A-2	1.697%	7	5/17/2011	5/23/2011	32,997.22	0.0003299722
LV	5/31/2011	2007 I-A-2	1.694%	7	5/24/2011	5/30/2011	32,938.89	0.0003293889
LVI	3/2/2011	2007 I-A-3	1.762%	7	2/23/2011	3/1/2011	34,261.11	0.0003426111

Page Total Auction Rate Interest Paid During Collection Period

\$ 3,041,144.92

IV Interest Expense Detail And Accrued Interest Factors - Auction Rate Securities

A Interest Expense Paid During Collection Period

Payment Date	Security Description	Interest Rate	Number of Days	Start Date	End Date	Interest Payment	Accrued Interest Factor
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Total interest from prior page \$ 3,041,144.92

LVII	3/9/2011	2007 I-A-3	1.761%	7	3/2/2011	3/8/2011	34,241.67	0.0003424167
LVIII	3/16/2011	2007 I-A-3	1.758%	7	3/9/2011	3/15/2011	34,183.33	0.0003418333
LIX	3/23/2011	2007 I-A-3	1.754%	7	3/16/2011	3/22/2011	34,105.56	0.0003410556
LX	3/30/2011	2007 I-A-3	1.752%	7	3/23/2011	3/29/2011	34,066.67	0.0003406667
LXI	4/6/2011	2007 I-A-3	1.746%	7	3/30/2011	4/5/2011	33,950.00	0.0003395000
LXII	4/13/2011	2007 I-A-3	1.736%	7	4/6/2011	4/12/2011	33,755.56	0.0003375556
LXIII	4/20/2011	2007 I-A-3	1.721%	7	4/13/2011	4/19/2011	33,463.89	0.0003346389
LXIV	4/27/2011	2007 I-A-3	1.713%	7	4/20/2011	4/26/2011	33,308.33	0.0003330833
LXV	5/4/2011	2007 I-A-3	1.711%	7	4/27/2011	5/3/2011	33,269.44	0.0003326944
LXVI	5/11/2011	2007 I-A-3	1.710%	7	5/4/2011	5/10/2011	33,250.00	0.0003325000
LXVII	5/18/2011	2007 I-A-3	1.700%	7	5/11/2011	5/17/2011	33,055.56	0.0003305556
LXVIII	5/25/2011	2007 I-A-3	1.697%	7	5/18/2011	5/24/2011	32,997.22	0.0003299722
LXIX	3/1/2011	2007 I-A-4	1.762%	7	2/22/2011	2/28/2011	25,695.83	0.0003426111
LXX	3/8/2011	2007 I-A-4	1.761%	7	3/1/2011	3/7/2011	25,681.25	0.0003424167
LXXI	3/15/2011	2007 I-A-4	1.759%	7	3/8/2011	3/14/2011	25,652.08	0.0003420278
LXXII	3/22/2011	2007 I-A-4	1.754%	7	3/15/2011	3/21/2011	25,579.17	0.0003410556
LXXIII	3/29/2011	2007 I-A-4	1.753%	7	3/22/2011	3/28/2011	25,564.58	0.0003408611
LXXIV	4/5/2011	2007 I-A-4	1.748%	7	3/29/2011	4/4/2011	25,491.67	0.0003398889
LXXV	4/12/2011	2007 I-A-4	1.740%	7	4/5/2011	4/11/2011	25,375.00	0.0003383333
LXXVI	4/19/2011	2007 I-A-4	1.724%	7	4/12/2011	4/18/2011	25,141.67	0.0003352222
LXXVII	4/26/2011	2007 I-A-4	1.713%	7	4/19/2011	4/25/2011	24,981.25	0.0003330833
LXXVIII	5/3/2011	2007 I-A-4	1.713%	7	4/26/2011	5/2/2011	24,981.25	0.0003330833
LXXIX	5/10/2011	2007 I-A-4	1.710%	7	5/3/2011	5/9/2011	24,937.50	0.0003325000
LXXX	5/17/2011	2007 I-A-4	1.702%	7	5/10/2011	5/16/2011	24,820.83	0.0003309444
LXXXI	5/24/2011	2007 I-A-4	1.697%	7	5/17/2011	5/23/2011	24,747.92	0.0003299722
LXXXII	5/31/2011	2007 I-A-4	1.694%	7	5/24/2011	5/30/2011	24,704.17	0.0003293889
LXXXIII	3/1/2011	2007 I-A-5	1.762%	7	2/22/2011	2/28/2011	25,695.83	0.0003426111
LXXXIV	3/8/2011	2007 I-A-5	1.761%	7	3/1/2011	3/7/2011	25,681.25	0.0003424167
LXXXV	3/15/2011	2007 I-A-5	1.759%	7	3/8/2011	3/14/2011	25,652.08	0.0003420278
LXXXVI	3/22/2011	2007 I-A-5	1.754%	7	3/15/2011	3/21/2011	25,579.17	0.0003410556
LXXXVII	3/29/2011	2007 I-A-5	1.753%	7	3/22/2011	3/28/2011	25,564.58	0.0003408611
LXXXVIII	4/5/2011	2007 I-A-5	1.748%	7	3/29/2011	4/4/2011	25,491.67	0.0003398889
LXXXIX	4/12/2011	2007 I-A-5	1.740%	7	4/5/2011	4/11/2011	25,375.00	0.0003383333
XC	4/19/2011	2007 I-A-5	1.724%	7	4/12/2011	4/18/2011	25,141.67	0.0003352222
XCI	4/26/2011	2007 I-A-5	1.713%	7	4/19/2011	4/25/2011	24,981.25	0.0003330833
XCII	5/3/2011	2007 I-A-5	1.713%	7	4/26/2011	5/2/2011	24,981.25	0.0003330833
XCIII	5/10/2011	2007 I-A-5	1.710%	7	5/3/2011	5/9/2011	24,937.50	0.0003325000
XCIV	5/17/2011	2007 I-A-5	1.702%	7	5/10/2011	5/16/2011	24,820.83	0.0003309444
XCV	5/24/2011	2007 I-A-5	1.697%	7	5/17/2011	5/23/2011	24,747.92	0.0003299722
XCVI	5/31/2011	2007 I-A-5	1.694%	7	5/24/2011	5/30/2011	24,704.17	0.0003293889
XCVII	3/4/2011	2007 I-B-1	1.830%	7	2/25/2011	3/3/2011	17,791.67	0.0003558333
XCVIII	3/11/2011	2007 I-B-1	1.830%	7	3/4/2011	3/10/2011	17,791.67	0.0003558333
XCIX	3/18/2011	2007 I-B-1	1.830%	7	3/11/2011	3/17/2011	17,791.67	0.0003558333
C	3/25/2011	2007 I-B-1	1.830%	7	3/18/2011	3/24/2011	17,791.67	0.0003558333
CI	4/1/2011	2007 I-B-1	1.830%	7	3/25/2011	3/31/2011	17,791.67	0.0003558333
CII	4/8/2011	2007 I-B-1	1.830%	7	4/1/2011	4/7/2011	17,791.67	0.0003558333
CIII	4/15/2011	2007 I-B-1	1.820%	7	4/8/2011	4/14/2011	17,694.44	0.0003538889
CIV	4/25/2011	2007 I-B-1	1.820%	10	4/15/2011	4/24/2011	25,277.78	0.0005055556
CV	4/29/2011	2007 I-B-1	1.820%	4	4/25/2011	4/28/2011	10,111.11	0.0002022222
CVI	5/6/2011	2007 I-B-1	1.820%	7	4/29/2011	5/5/2011	17,694.44	0.0003538889
CVII	5/13/2011	2007 I-B-1	1.820%	7	5/6/2011	5/12/2011	17,694.44	0.0003538889
CVIII	5/20/2011	2007 I-B-1	1.820%	7	5/13/2011	5/19/2011	17,694.44	0.0003538889
CIX	5/27/2011	2007 I-B-1	1.820%	7	5/20/2011	5/26/2011	17,694.44	0.0003538889

Total Auction Rate Interest Paid During Collection Period

\$ 4,382,111.59

V Future Scheduled Debt Service - Auction Rate Securities							
Future Scheduled Debt Service							
	Payment Date	Security Description	Interest Rate	Number of Days	Start Date	End Date	Interest Payment
I	6/8/2011	2004 I-B-1	1.850%	28	5/11/2011	6/7/2011	100,722.22
II	7/6/2011	2004 I-B-1	1.850%	28	6/8/2011	7/5/2011	100,722.22
III	6/23/2011	2005 I-B-1	1.850%	28	5/26/2011	6/22/2011	47,483.33
IV	6/17/2011	2005 I-B-2	1.850%	28	5/20/2011	6/16/2011	99,427.22
V	6/1/2011	2005 I-B-3	1.850%	28	5/4/2011	5/31/2011	71,944.44
VI	6/29/2011	2005 I-B-3	1.850%	28	6/1/2011	6/28/2011	71,944.44
VII	6/14/2011	2006 I-A-13	1.697%	28	5/17/2011	6/13/2011	91,864.27
VIII	6/15/2011	2006 I-A-14	1.697%	28	5/18/2011	6/14/2011	79,259.33
IX	6/15/2011	2006 I-A-15	1.697%	28	5/18/2011	6/14/2011	39,662.66
X	6/15/2011	2006 I-B-1	1.850%	28	5/18/2011	6/14/2011	71,944.44
XI	6/14/2011	2006 I-B-2	1.850%	28	5/17/2011	6/13/2011	71,944.44
XII	6/1/2011	2007 I-A-1	1.693%	7	5/25/2011	5/31/2011	32,919.44
XIII	6/8/2011	2007 I-A-1	1.690%	7	6/1/2011	6/7/2011	32,861.11
XIV	6/15/2011	2007 I-A-1	1.690%	7	6/8/2011	6/14/2011	32,861.11
XV	6/7/2011	2007 I-A-2	1.691%	7	5/31/2011	6/6/2011	32,880.56
XVI	6/14/2011	2007 I-A-2	1.690%	7	6/7/2011	6/13/2011	32,861.11
XVII	6/1/2011	2007 I-A-3	1.693%	7	5/25/2011	5/31/2011	32,919.44
XVIII	6/8/2011	2007 I-A-3	1.690%	7	6/1/2011	6/7/2011	32,861.11
XIX	6/15/2011	2007 I-A-3	1.690%	7	6/8/2011	6/14/2011	32,861.11
XX	6/7/2011	2007 I-A-4	1.691%	7	5/31/2011	6/6/2011	24,660.42
XXI	6/14/2011	2007 I-A-4	1.690%	7	6/7/2011	6/13/2011	24,645.83
XXII	6/7/2011	2007 I-A-5	1.691%	7	5/31/2011	6/6/2011	24,660.42
XXIII	6/14/2011	2007 I-A-5	1.690%	7	6/7/2011	6/13/2011	24,645.83
XXIV	6/3/2011	2007 I-B-1	1.820%	7	5/27/2011	6/2/2011	17,694.44
XXV	6/10/2011	2007 I-B-1	1.820%	7	6/3/2011	6/9/2011	17,694.44
XXVI	6/17/2011	2007 I-B-1	1.820%	7	6/10/2011	6/16/2011	17,694.44
Total Future Scheduled Interest Payments							<u>\$ 1,261,639.79</u>

VI Quarterly Waterfall for Quarterly Distributions		5/31/2011	
A	Total available funds	\$ 109,259,919.76	\$ 109,259,919.76
A-I	Beginning balance undesignated Distribution Account funds	451.29	109,260,371.05
A-II	Swap Counter Party Actual Payment (over) under estimate	-	109,260,371.05
A-III	Interest Overpayment refund from prior quarter	-	109,260,371.05
B	Class A Noteholders Interest Distribution Amount		
B-I	2004 I-A-1	-	109,260,371.05
B-II	2004 I-A-2	320,431.61	108,939,939.44
B-III	2005 I-A-1	-	108,939,939.44
B-IV	2005 I-A-2	142,139.49	108,797,799.95
B-V	2005 I-A-3	243,392.11	108,554,407.84
B-VI	2005 I-A-4	287,013.33	108,267,394.51
B-VII	2005 I-A-8	-	108,267,394.51
B-VIII	2005 I-A-9	251,727.61	108,015,666.90
B-IX	2005 I-A-10	304,414.31	107,711,252.59
B-X	2005 I-A-11	150,401.84	107,560,850.75
B-XI	2005 I-A-12	396,855.50	107,163,995.25
B-XII	2005 I-A-13	-	107,163,995.25
B-XIII	2005 I-A-14	250,710.25	106,913,285.00
B-XIV	2005 I-A-15	224,597.33	106,688,687.67
B-XV	2005 I-A-16	202,946.00	106,485,741.67
B-XVI	2006 I-A-1	9,133.67	106,476,608.00
B-XVII	2006 I-A-2	308,285.27	106,168,322.73
B-XVIII	2006 I-A-3	166,008.70	106,002,314.03
B-XIX	2006 I-A-9	78,939.79	105,923,374.24
B-XX	2006 I-A-10	465,536.77	105,457,837.47
C	Class A Swap Counterparty Payments (Receipts)	3,210,611.11	102,247,226.36
D	Class B Noteholders Interest Distribution Amount	-	102,247,226.36
E	Class B Swap Counterparty Payments	-	102,247,226.36
F	Class A FRN Noteholders Principal Distribution Amount		
F-I	2004 I-A-1	-	102,247,226.36
F-II	2004 I-A-2	19,125,000.00	83,122,226.36
F-III	2005 I-A-1	-	83,122,226.36
F-IV	2005 I-A-2	12,200,000.00	70,922,226.36
F-V	2005 I-A-3	-	70,922,226.36
F-VI	2005 I-A-4	-	70,922,226.36
F-VII	2005 I-A-8	-	70,922,226.36
F-VIII	2005 I-A-9	20,141,000.00	50,781,226.36
F-IX	2005 I-A-10	-	50,781,226.36
F-X	2005 I-A-11	-	50,781,226.36
F-XI	2005 I-A-12	-	50,781,226.36
F-XII	2005 I-A-13	-	50,781,226.36
F-XIII	2005 I-A-14	20,841,000.00	29,940,226.36
F-XIV	2005 I-A-15	-	29,940,226.36
F-XV	2005 I-A-16	-	29,940,226.36
F-XVI	2006 I-A-1	11,000,000.00	18,940,226.36
F-XVII	2006 I-A-2	10,210,000.00	8,730,226.36
F-XVIII	2006 I-A-3	-	8,730,226.36
F-XIX	2006 I-A-9	8,730,000.00	226.36
F-XX	2006 I-A-10	-	226.36
G	Class A ARS Noteholders Principal Distribution Amount		
G-I		-	226.36
G-II		-	226.36
H	Class B Noteholders Principal Distribution Amount		
H-I	2004 I-B-1	-	226.36
H-II	2005 I-B-1	-	226.36
H-III	2005 I-B-2	-	226.36
H-IV	2005 I-B-3	-	226.36
H-V	2006 I-B-1	-	226.36
I	Increase to the Reserve Account balance	-	226.36
J	Amount deposited to Add-on Consolidation Loan Account	-	226.36
K	Amount deposited to Distribution Account to increase Parity		
K-I	2006 I-A-1	-	226.36
L	Undesignated Distribution Account funds	226.36	-
M	Amount deposited to Distribution Account to increase Senior Parity	-	-
M	Amount deposited to Distribution Account for Class A Carryover Amounts	-	-
O	Amount deposited to Distribution Account for Class B Carryover Amounts	-	-
P	Amount to Class A Counterparty for Other Issuer Termination Payment:	-	-
Q	Amount to Class B Counterparty for Other Issuer Termination Payment:	-	-
R	Amount released to Issuer	-	-

Rollforward of Undesignated Distribution Account Funds		5/31/2011	
T-I	Beginning Balance	\$	451.29
T-II	Additions		-
T-III	Withdrawals		(224.93)
T-IV	Ending Balance	\$	226.36

Account Balance Rollforward		2/28/2011		5/31/2011	
Account	Beginning Balance	Deposits	Withdrawals	Ending Balance	
U-I	Collection Account	89,002,081.48	134,326,897.95	120,880,714.71	102,448,064.72
U-II	Distribution Account	9,362,494.89	119,555,928.94	119,444,171.49	9,474,252.34
U-III	Reserve Account	33,336,075.00	20,910.61	691,290.61	32,665,695.00
U-IV	Total	\$ 131,700,651.37			\$ 144,588,012.06

VIII Distribution							
	Distribution Amounts	Quarterly Interest Due	Quarterly Interest Paid	Interest Shortfall	Quarterly Principal Due	Quarterly Principal Paid	Quarterly Principal Shortfall
A-I	2004 I-A-1	-	-	-	-	-	-
A-II	2004 I-A-2	320,431.61	320,431.61	-	19,125,000.00	19,125,000.00	-
A-III	2005 I-A-1	-	-	-	-	-	-
A-IV	2005 I-A-2	142,139.49	142,139.49	-	12,200,000.00	12,200,000.00	-
A-V	2005 I-A-3	243,392.11	243,392.11	-	-	-	-
A-VI	2005 I-A-4	287,013.33	287,013.33	-	-	-	-
A-VII	2005 I-A-8	-	-	-	-	-	-
A-VIII	2005 I-A-9	251,727.61	251,727.61	-	20,141,000.00	20,141,000.00	-
A-IX	2005 I-A-10	304,414.31	304,414.31	-	-	-	-
A-X	2005 I-A-11	150,401.84	150,401.84	-	-	-	-
A-XI	2005 I-A-12	396,855.50	396,855.50	-	-	-	-
A-XII	2005 I-A-13	-	-	-	-	-	-
A-XIII	2005 I-A-14	250,710.25	250,710.25	-	20,841,000.00	20,841,000.00	-
A-XIV	2005 I-A-15	224,597.33	224,597.33	-	-	-	-
A-XV	2005 I-A-16	202,946.00	202,946.00	-	-	-	-
A-XVI	2006 I-A-1	9,133.67	9,133.67	-	11,000,000.00	11,000,000.00	-
A-XVII	2006 I-A-2	308,285.27	308,285.27	-	10,210,000.00	10,210,000.00	-
A-XVIII	2006 I-A-3	166,008.70	166,008.70	-	-	-	-
A-XIX	2006 I-A-9	78,939.79	78,939.79	-	8,730,000.00	8,730,000.00	-
A-XX	2006 I-A-10	465,536.77	465,536.77	-	-	-	-
B	Principal Distribution Calculation						
B-I	Beginning Pool Balance			\$ 4,282,579,164.73			
B-II	Additional Loans Added To Pool Balance			617,964.50			
B-III	Adjusted Beginning Pool Balance			<u>\$ 4,283,197,129.23</u>			
B-IV	Ending Pool Balance			<u>4,193,466,557.55</u>			
B-V	Principal Distribution Amount			89,730,571.68			
B-VI	Amounts transferred from Add-on Consolidation to Collection Fund			-			
B-VII	Prior Quarter Class A Noteholders' Principal Shortfall			-			
B-VIII	Class A Noteholders' Principal Distribution Amount			<u>\$ 89,730,571.68</u>			
C-I	Amount to reduce 2004 I-A-1 notes to targeted amount			\$ -			
C-II	Amount to reduce 2004 I-A-2 notes to targeted amount			19,125,000.00			
C-III	Amount to reduce 2005 I-A-1 notes to targeted amount			-			
C-IV	Amount to reduce 2005 I-A-2 notes to targeted amount			12,200,000.00			
C-V	Amount to reduce 2005 I-A-3 notes to targeted amount			-			
C-VI	Amount to reduce 2005 I-A-4 notes to targeted amount			-			
C-VII	Amount to reduce 2005 I-A-8 notes to targeted amount			-			
C-VIII	Amount to reduce 2005 I-A-9 notes to targeted amount			20,141,000.00			
C-IX	Amount to reduce 2005 I-A-10 notes to targeted amount			-			
C-X	Amount to reduce 2005 I-A-11 notes to targeted amount			-			
C-XI	Amount to reduce 2005 I-A-12 notes to targeted amount			-			
C-XII	Amount to reduce 2005 I-A-13 notes to targeted amount			-			
C-XIII	Amount to reduce 2005 I-A-14 notes to targeted amount			20,841,000.00			
C-XIV	Amount to reduce 2005 I-A-15 notes to targeted amount			-			
C-XV	Amount to reduce 2005 I-A-16 notes to targeted amount			-			
C-XVI	Amount to reduce 2006 I-A-1 notes to targeted amount			11,000,000.00			
C-XVII	Amount to reduce 2006 I-A-2 notes to targeted amount			-			
C-XVIII	Amount to reduce 2006 I-A-3 notes to targeted amount			-			
C-XIX	Amount to reduce 2006 I-A-9 notes to targeted amount			8,730,000.00			
C-XX	Amount to reduce 2006 I-A-10 notes to targeted amount			-			
C-XXI	Total targeted amount			<u>92,037,000.00</u>			
D	Class A LIBOR Noteholders' Principal Distribution Amount (lesser of B-VIII OR C-XXI)			\$ 89,730,571.68			
E	Amount to transfer to Distribution Account for ARS Noteholder Distributions			-			
F	Total Class A Noteholder Distributions			<u>\$ 89,730,571.68</u>			
G	Class A Note Principal Shortfall (B-VIII - F)			<u>\$ -</u>			

Indenture 2004A BHEA 05-31-2011

VIII Note Balances			3/25/2011		6/27/2011		
Security Description	CUSIP	Original Issue Amt	Note Balance	Note Pool Factor	Note Balance	Note Pool Factor	
S-I	2004 I-A-1	106238KR8	\$ 348,200,000	\$ -	-	-	
S-II	2004 I-A-2	106238KS6	362,600,000	262,219,000	0.7231633	243,094,000	0.6704192
S-III	2004 I-A-3	106238KM9	84,600,000	-	-	-	
S-IV	2004 I-A-4	106238KN7	84,600,000	-	-	-	
S-V	2004 I-A-5	106238KP2	79,700,000	-	-	-	
S-VI	2004 I-B-1	106238KQ0	70,000,000	70,000,000	1.0000000	70,000,000	1.0000000
S-VII	2005 I-A-1	106238LB2	175,000,000	-	-	-	
S-VIII	2005 I-A-2	106238LC0	200,000,000	140,300,000	0.7015000	128,100,000	0.6405000
S-IX	2005 I-A-3	106238LD8	223,000,000	223,000,000	1.0000000	223,000,000	1.0000000
S-X	2005 I-A-4	106238LE6	240,000,000	240,000,000	1.0000000	240,000,000	1.0000000
S-XI	2005 I-A-5	106238LF3	65,250,000	-	-	-	
S-XII	2005 I-A-6	106238LG1	49,250,000	-	-	-	
S-XIII	2005 I-A-7	106238LH9	49,000,000	-	-	-	
S-XIV	2005 I-B-1	106238LJ5	33,000,000	33,000,000	1.0000000	33,000,000	1.0000000
S-XV	2005 I-A-8	10620NAA6	304,318,000	-	-	-	
S-XVI	2005 I-A-9	10620NAB4	281,957,000	236,290,000	0.8380356	216,149,000	0.7666027
S-XVII	2005 I-A-10	10620NAC2	272,393,000	272,393,000	1.0000000	272,393,000	1.0000000
S-XVIII	2005 I-A-11	10620NAD0	128,573,000	128,573,000	1.0000000	128,573,000	1.0000000
S-XIX	2005 I-A-12	10620NAE8	324,759,000	324,759,000	1.0000000	324,759,000	1.0000000
S-XX	2005 I-B-2	10620NAF5	69,100,000	69,100,000	1.0000000	69,100,000	1.0000000
S-XXI	2005 I-A-13	10620NAG3	305,000,000	-	-	-	
S-XXII	2005 I-A-14	10620NAH1	300,000,000	229,705,000	0.7656833	208,864,000	0.6962133
S-XXIII	2005 I-A-15	10620NAJ7	192,000,000	192,000,000	1.0000000	192,000,000	1.0000000
S-XXIV	2005 I-A-16	10620NAK4	153,000,000	153,000,000	1.0000000	153,000,000	1.0000000
S-XXV	2005 I-B-3	10620NAL2	50,000,000	50,000,000	1.0000000	50,000,000	1.0000000
S-XXVI	2006 I-A-1	10620NAM0	190,780,000	11,000,000	0.0576580	-	-
S-XXVII	2006 I-A-2	10620NAN8	296,650,000	296,650,000	1.0000000	286,440,000	0.9655823
S-XXVIII	2006 I-A-3	10620NAP3	152,100,000	152,100,000	1.0000000	152,100,000	1.0000000
S-XXIX	2006 I-A-4	10620NAQ1	72,450,000	-	-	-	
S-XXX	2006 I-A-5	10620NAR9	72,450,000	-	-	-	
S-XXXI	2006 I-A-6	10620NAS7	72,420,000	-	-	-	
S-XXXII	2006 I-A-7	10620NAT5	62,100,000	-	-	-	
S-XXXIII	2006 I-A-8	10620NAV0	31,050,000	-	-	-	
S-XXXIV	2006 I-B-1	10620NAU2	50,000,000	50,000,000	1.0000000	50,000,000	1.0000000
S-XXXV	2006 I-A-9	10620NAW8	233,233,000.00	95,070,000	0.4076181	86,340,000	0.3701878
S-XXXVI	2006 I-A-10	10620NAX6	416,567,000.00	416,567,000	1.0000000	416,567,000	1.0000000
S-XXXVII	2006 I-A-11	10620NAY4	50,000,000.00	-	-	-	
S-XXXVIII	2006 I-A-12	10620NAZ1	80,050,000.00	-	-	-	
S-XXXIX	2006 I-A-13	10620NBA5	80,050,000.00	69,600,000	0.8694566	69,600,000	0.8694566
S-XL	2006 I-A-14	10620NBB3	60,050,000.00	60,050,000	1.0000000	60,050,000	1.0000000
S-XLI	2006 I-A-15	10620NBC1	30,050,000.00	30,050,000	1.0000000	30,050,000	1.0000000
S-XLII	2006 I-B-2	10620NBD9	50,000,000.00	50,000,000	1.0000000	50,000,000	1.0000000
S-XLIII	2007 I-A-1	10620NBS6	100,000,000.00	100,000,000	1.0000000	100,000,000	1.0000000
S-XLIV	2007 I-A-2	10620NBT4	100,000,000.00	100,000,000	1.0000000	100,000,000	1.0000000
S-XLV	2007 I-A-3	10620NBU1	100,000,000.00	100,000,000	1.0000000	100,000,000	1.0000000
S-XLVI	2007 I-A-4	10620NBV9	75,000,000.00	75,000,000	1.0000000	75,000,000	1.0000000
S-XLVII	2007 I-A-5	10620NBW7	75,000,000.00	75,000,000	1.0000000	75,000,000	1.0000000
S-XLVIII	2007 I-B-1	10620NBX5	50,000,000.00	50,000,000	1.0000000	50,000,000	1.0000000
S-XLIX	Total		\$ 6,945,300,000	\$ 4,355,426,000		\$ 4,253,179,000	

T Total Note Factor		3/25/2011	6/27/2011
T-I	Original Issue Amount	\$ 6,945,300,000	\$ 6,945,300,000
T-II	Outstanding Note Balance	4,355,426,000	4,253,179,000
T-III	Total Note Pool Factor	0.6271041	0.6123823

IX Historical Pool Information		6/1/10 - 8/31/10	9/1/10 - 11/30/10	12/1/10 - 2/28/11	3/1/11 - 5/31/11
A	Beginning Student Loan Portfolio Balance	\$ 4,479,884,352.37	\$ 4,400,622,504.34	\$ 4,317,361,623.95	\$ 4,241,898,873.72
B	Student Loan Principal Activity:				
B-I	Regular Principal Collections	\$ 65,219,030.35	\$ 65,427,055.64	\$ 61,708,492.73	\$ 70,344,399.56
B-II	Principal Collections from Guarantor	31,936,598.68	32,058,601.46	27,093,032.49	31,728,129.44
B-III	Loans Acquired	(760,419.22)	(1,448,480.70)	(328,116.01)	(617,964.50)
B-IV	Loans Sold	321,061.12	586,023.64	448,266.58	175,276.04
B-V	Other System Adjustments	-	-	-	-
B-VI	Total Principal Collections	\$ 96,716,270.93	\$ 96,623,200.04	\$ 88,921,675.79	\$ 101,629,840.54
C	Student Loan Non-Cash Principal Activity:				
C-I	Capitalized Interest	\$ (17,315,650.06)	\$ (13,318,719.06)	\$ (13,289,025.23)	\$ (12,466,118.94)
C-II	Other Adjustments	(138,772.84)	(43,600.59)	(169,900.33)	(269,228.17)
C-III	Total Non-Cash Principal Activity	\$ (17,454,422.90)	\$ (13,362,319.65)	\$ (13,458,925.56)	\$ (12,735,347.11)
D	Total Student Loan Principal Activity (-)	\$ 79,261,848.03	\$ 83,260,880.39	\$ 75,462,750.23	\$ 88,894,493.43
E	Student Loan Interest Activity:				
E-I	Regular Interest Collections	\$ 26,202,607.99	\$ 25,467,415.70	\$ 25,059,858.16	\$ 24,872,767.89
E-II	Interest Claims Received from Guarantors	1,189,287.89	1,157,353.07	969,096.21	1,109,921.98
E-III	Interest Purchased	(8,053.27)	(14,113.85)	(2,705.80)	(6,013.38)
E-IV	Interest Sold	1,425.86	21,332.39	18,647.03	6,035.65
E-V	Other System Adjustments	9,125.78	-	-	-
E-VI	Special Allowance Payments	(4,529,028.72)	(4,949,586.16)	(5,035,861.58)	(4,979,117.18)
E-VII	Subsidy Payments	3,727,330.42	3,530,997.43	3,458,838.01	3,445,592.87
E-VIII	Total Interest Collections	\$ 26,592,695.95	\$ 25,213,398.58	\$ 24,467,872.03	\$ 24,449,187.83
F	Student Loan Non-Cash Interest Activity:				
F-I	Capitalized Interest	\$ 17,366,300.85	\$ 13,354,404.57	\$ 13,325,761.33	\$ 12,506,628.91
F-II	Interest Accrual Adjustment	(12,116,989.31)	(11,845,703.54)	(11,168,616.47)	(11,062,321.45)
F-III	Total Non-Cash Interest Adjustments	\$ 5,249,311.54	\$ 1,508,701.03	\$ 2,157,144.86	\$ 1,444,307.46
G	Total Student Loan Interest Activity	\$ 31,842,007.49	\$ 26,722,099.61	\$ 26,625,016.89	\$ 25,893,495.29
H	(=) Ending Student Loan Portfolio Balance (A - D)	\$ 4,400,622,504.34	\$ 4,317,361,623.95	\$ 4,241,898,873.72	\$ 4,153,004,380.29
I	(+) Interest to be Capitalized	66,956,614.03	53,602,209.46	40,680,291.01	40,462,177.26
J	TOTAL POOL (=)	\$ 4,467,579,118.37	\$ 4,370,963,833.41	\$ 4,282,579,164.73	\$ 4,193,466,557.55
K	Cash Available for Distributions & Payments in Transit	\$ 114,035,611.77	\$ 112,631,234.42	\$ 103,850,589.48	\$ 115,719,733.06
L	Reserve Account Balance	34,792,837.50	34,072,005.00	33,336,075.00	32,665,695.00
M	Total Adjusted Pool (=)	\$ 4,616,407,567.64	\$ 4,517,667,072.83	\$ 4,419,765,829.21	\$ 4,341,851,985.61

X Total Student Loan Portfolio Characteristics		5/31/2011		
		Title IV Loans		
	STATUS	\$	%	#
A-I	In School	\$ 208,942	0.01%	57
A-II	Grace	66,306	0.00%	26
A-III	Repay/Current	2,808,509,192	67.63%	177,773
A-IV	Delinquent:			
A-V	31-60 Days	121,157,943	2.92%	6,595
A-VI	61-90 Days	59,513,861	1.43%	3,353
A-VII	91-120 Days	42,913,758	1.03%	2,215
A-VIII	> 120 Days	112,430,902	2.71%	6,075
A-IX	Total Delinquent	336,016,464	8.09%	18,238
A-X	Deferment	495,614,375	11.93%	28,823
A-XI	Forbearance	497,895,742	11.99%	20,654
A-XII	Claims/Other	14,693,359	0.35%	848
A-XIII	Totals	\$ 4,153,004,380	100.00%	246,419

Statistical Analysis of Student Loans		5/31/2011								
The following amounts include Principal + Capitalized Interest at the end of the reporting period										
	Program Type	School Type								
	Guaranteed	4 Year	4 Year Other	2 Year	2 Year Other	Proprietary	Consolidation	Total	ABI	
B-I	Subsidized	\$ 7,042,020	\$ 1,125,355	\$ 1,325,619	\$ 226,039	\$ 837,850	\$ -	\$ 10,556,883	\$ 3,117	
B-II	Unsubsidized	6,398,372	1,221,897	1,422,481	147,228	864,455	-	10,054,433	4,200	
B-III	PLUS	1,518,654	14,950	75,112	43,532	56,524	-	1,708,772	3,613	
B-IV	Consolidated	-	-	-	-	-	4,130,684,292	4,130,684,292	30,374	
B-V	Total Title IV	\$ 14,959,046	\$ 2,362,202	\$ 2,823,212	\$ 416,799	\$ 1,758,829	\$ 4,130,684,292	\$ 4,153,004,380	\$ 27,884	
* 4 Year Other and 2 Year other are schools classified by the Dept of Ed as Proprietary but are degree-granting institutions with a Cohort Default Rate of 8% or less, i.e. Univ. of Phoenix.										
	Guarantor	\$	%							
C-I	PHEAA	\$ 2,161,247,532	52.04%							
C-II	ASA	933,509,634	22.48%							
C-III	GLHEC	599,929,775	14.45%							
C-IV	Others	458,317,439	11.04%							
C-V	Total Title IV	\$ 4,153,004,380	100.00%							
	Guarantees									
	Title IV ¹	97/98%								

¹ Claims for loans originated after July 1, 2006 are reimbursed at 97%.

XI Claims Filed Status		Reporting Period 3/1/2011 through 5/31/2011															
<p>The amounts below are based on Principal plus Capitalized Interest.</p>																	
	<i>Claims (\$)</i>		<i>In Claims Status at End of Period</i>		<i>Paid during reporting period</i>		<i>Rejected During Reporting Period</i>		<i>Pending Rejected Status at end of Period</i>								
A	FFELP Loans		\$ 14,693,359		\$ 21,106,388		\$ 232,434		\$ 734,909								
A-I	Totals		\$ 14,693,359		\$ 21,106,388		\$ 232,434		\$ 734,909								
A-II																	
<p>The amounts below are based upon the cumulative claims filed and uninsured put into collections since date of issue from the Static Loan Pool as explained below.*</p>																	
		Student Loan Portfolio					Claims Rejected										
B	Status	Static*	Cum Claim Paid		Total Rejected		Total Cured		Recoursed		Write Off		Recoveries		Pending		Total
B-I	Loan Type:	\$	\$	%	\$	%	\$	%	\$	%	\$	%	\$	%	\$	%	%
B-II	Title IV (FFELP)	\$ 6,588,305,393	\$ 616,753,812	9.36%	\$ 4,166,401	0.06%	\$ 2,877,677	69.07%	\$ 551,129	13.23%	\$ 2,686	0.06%	\$ -	0.00%	\$ 734,909	17.64%	100.00%
B-III	Total Guaranteed	\$ 6,588,305,393	\$ 616,753,812	9.36%	\$ 4,166,401	0.06%	\$ 2,877,677	69.07%	\$ 551,129	13.23%	\$ 2,686	0.06%	\$ -	0.00%	\$ 734,909	17.64%	100.00%

*The Static Loan Pool is considered to be the Original Loan Portfolio increased by Acquisitions and Consolidations Added. It is reduced by Cancellations, Refunds, Sales and Recourses to other parties. The Static Loan Pool is not reduced by student loans paid off or claim payments. The Static Loan Pool is not increased by capitalized interest.