



Amherst®



Optimizing Opportunities in the U.S. Real Estate Secured Debt Market

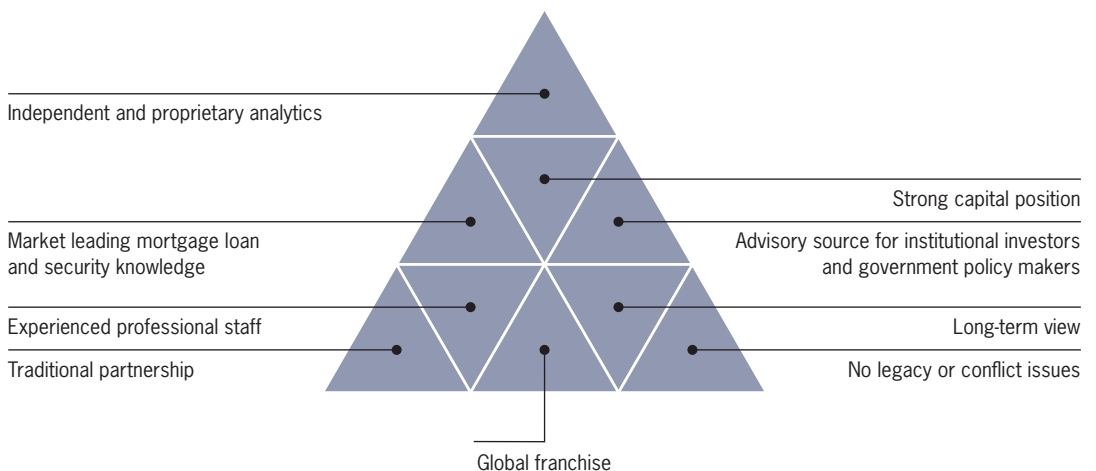
Amherst Holdings, LLC (Amherst or the firm) is a financial services holding company that provides analytics, sales, trading and investment banking services to institutional investors, issuers and financial companies in the markets for U.S. mortgage-related assets. These include loans, securities, derivatives and other exposures. The firm services institutional clients through two principal subsidiaries. Brokerage, banking and capital markets are serviced by Amherst Securities Group, LP (ASG), an SEC registered broker dealer and member of FINRA and SIPC. ASG is an approved underwriter for Fannie Mae, Freddie Mac and the Federal Home Loan Bank System. Fiduciary and Advisory clients are served by Amherst Advisory & Management, LLC (AAM), a Registered Investment Advisor.

Founded in 1993, Amherst was launched as a fixed-income broker-dealer, specifically focused on residential mortgage assets. Over the years, Amherst has significantly expanded its professional, capital and analytic resources and today offers a wide array of brokerage, banking and advisory services covering both the residential, commercial mortgage and structured finance markets for global institutional investors.

Based on our advice and performance during the recent financial crisis, we have also become a valued advisor for a number of federal agencies and policy makers involved in the efforts to construct a more stable set of housing policies and programs.

The firm is led by Sean Dobson, Chairman and Chief Executive Officer, and has 132 professionals. Based in Austin, Texas, Amherst has 12 additional locations in the U.S, including a major New York City office and a presence in Hong Kong through Amherst International Ltd.

Amherst Strengths

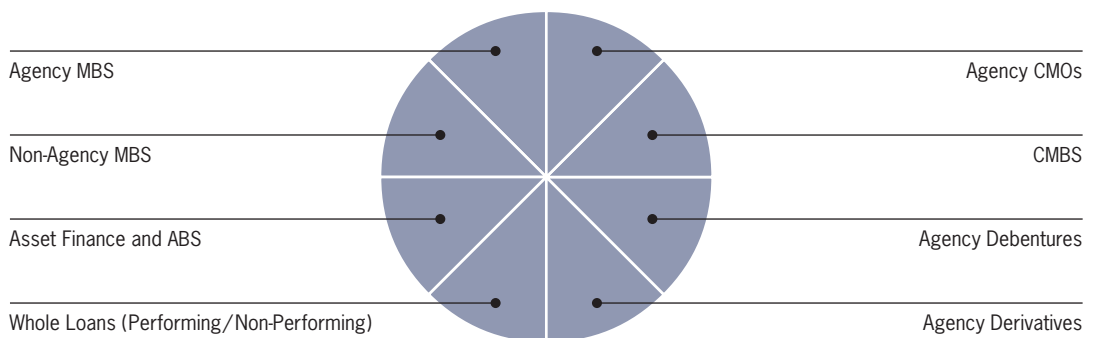


Amherst's success has been based on the principle that fundamental research and transparency drive better investment decisions. We invest heavily in data and proprietary analytical tools that help us develop a thorough understanding of the many factors driving the performance of mortgage assets. Then, we combine these insights with our extensive knowledge of the capital markets to help our partners and clients *see around the corner* to invest in some of the largest, most complex capital markets in the world.

Amherst's decision in 2006 to exit from the non-agency securitization markets illustrates this point. From 2003 to 2005, Amherst invested heavily in the rapidly expanding non-agency RMBS sector, building loan level analytics and compiling an enormous amount of loan and performance data. Amherst had also built a nationwide conduit and was poised to expand the business further. However, in late 2005, the diligence and research examining the characteristics of loans available for securitization uncovered a number of troubling findings. Based on an extensive loan level review of historical mortgage origination activity, we observed that many of the mortgages originated from late 2004 forward included increasingly aggressive structural and underwriting features.

Despite having made a significant investment to develop a strong franchise in the subprime, Alt A and Option ARM markets, we decided not to complete any private label residential mortgage securitizations and to develop strategies that would protect our clients from the events that were unfolding.

Amherst Sector Participation



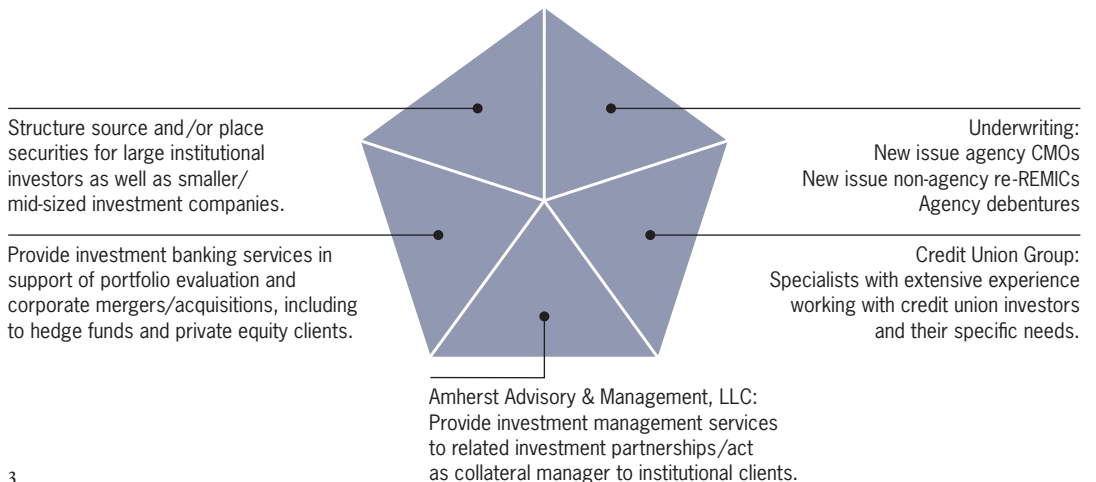
As the magnitude of the financial crisis became increasingly apparent, Amherst's reputation and business opportunities expanded. Early in 2008, we made the strategic decision to expand the broker dealer and build a CMBS sales and trading business. In July 2008, we raised \$225 million of growth capital in a transaction led by Stone Point Capital. Given the chaos in the market, this was a significant accomplishment and a strong endorsement of Amherst and its management by a supportive group of sophisticated investors. During this period, we added a significant number of experienced mortgage professionals to support both platforms. Notably, we recruited Laurie Goodman and Darrell Wheeler to head up RMBS and CMBS strategy, respectively.

We also established an asset management and investment advisory business, Amherst Advisory & Management, LLC (AAM). It closed its first fund in October 2010, a drawdown structure with more than \$400 million in commitments. AAM also provides advice to a growing number of global RMBS investors. It is setting the industry standard for transparency, forensic loan reviews and associated loss recapture and avoidance strategies, in addition to detailed security management and reporting.



Laurie Goodman and Darrell Wheeler,
Senior Managing Directors

Amherst Client Services



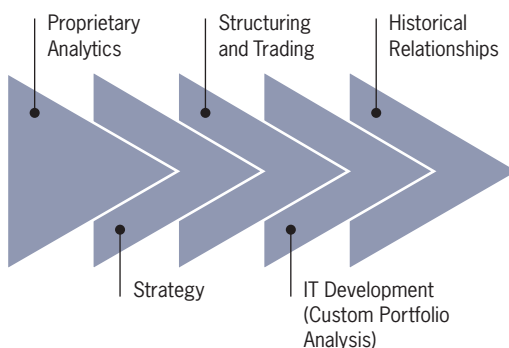
The vast amount of market information available today is of little value without the experience, knowledge and the analytical tools necessary to identify and exploit relative value opportunities. At Amherst, the proprietary analytics we have developed have been a key component to our success and allowed us to identify broad market trends and excel in relative value security selection.

For example, in mid-2009, many market participants believed the home price indices had seen their lows and were on the rebound. Based on our analysis, we believed that home prices were more likely to decline further given the size of the shadow inventory, lack of qualified buyers and financing options. Using our loan level analytics to project borrower behavior, we argued that the Home Affordable Modification Program would be ineffective. Our understanding of market conditions, borrower behavior based on equity values and the interplay with specific financing alternatives has added significant value to our trading partners' decision making process.

Turning to our CMBS activity, our proprietary data-intensive analytic system enables us to analyze, monitor and anticipate loan performance within a transparent and logical framework. The incorporation of individual loan information within the overall classification system allows us to offer clients a unique analytical experience and the ability to buy complex bonds with a high level of comfort that comes from rolling up a fundamental real estate valuation process.

A Case History

Amherst was selected from a list of Wall Street firms to assist a major bank in pricing the risk and restructuring an approximately \$14 billion portfolio of non-agency MBS – one of the largest restructurings then on record.



What was the result?

- Exposure to future impairments was drastically reduced.
- Took advantage of market price appreciation and liquidity.
- Disclosure contributed to increased confidence among equity investors which resulted in an increase in the stock price.

As a new paradigm for the real estate lending market evolves, Amherst will play an important role. We have built a new process that will, for the first time, create the investor representation, transparency and quality controls that are necessary to invest responsibly in mortgage and structured finance securities. We are also providing ongoing surveillance to produce auditable cash flows and enforce investor rights, which will be clearly described in the offering documents. Providing transparency in all aspects of the mortgage securitization process is critical to reestablishing the RMBS markets, and we are using all of the tools and experience we have developed to do our part.

Going forward in all of our businesses, our primary objectives remain to continue to expand our capabilities, maintain our analytic advantage and enhance the value of our franchise by working tirelessly to serve clients in thoughtful and creative ways.

Sean Dobson, Chief Executive Officer and Chairman of the Board

Mr. Dobson has been the head mortgage analyst and trader at Amherst Securities since he joined the firm in 2000. Mr. Dobson is widely recognized as one of the leading strategists in the industry and an expert in all facets of the mortgage business including loans, RMBS and related derivatives. He has led the development of Amherst's loan level diagnostic system (ALIAS) that is widely recognized for its predictive analytics. In 2006, he made a vocal announcement predicting the coming meltdown in the mortgage markets based on research produced using these tools. In August 2008, he successfully completed a \$225 million capital raise led by Stonepoint Capital to expand the broker dealer and finance new initiatives in CMBS, advisory and asset management.

Mr. Dobson has over 20 years of experience in the mortgage industry, including previous senior management positions with Spires Financial and the MMAR Group, Inc. He currently serves as a board member of the American Securitization Forum, and his advice on mortgage policy matters is regularly sought by congressional leaders, housing policy leaders at the Treasury and other government agencies and senior administration officials at the White House.

Joe Walsh, President

Mr. Walsh co-manages the business and operations of the Amherst Companies. Mr. Walsh has been in the mortgage-backed securities business for almost 25 years. Prior to joining Amherst in 2009, he served as a Managing Director in the private equity business at Fortress Investment Group, specializing in financial institutions. Mr. Walsh also served for nine years as a Managing Director and Head of Mortgage and Asset-Backed Origination, Finance and Trading at RBS Greenwich Capital. Mr. Walsh earned his A.B. in Biology at Princeton University.

David Gussmann, Senior Vice President and Portfolio Manager

Mr. Gussmann has been the head of AAM portfolio management since its inception and has over 15 years experience in the mortgage industry. Prior to joining Amherst in 2010, he spent 3 years at Fannie Mae, where he most recently worked as VP, Enterprise Risk Management. In this position he had responsibility for Fannie Mae's Non-Agency residential mortgage-backed securities and commercial mortgage-backed securities portfolios and developed Fannie Mae's Non-Agency RMBS loss mitigation program, which was focused on enforcement of investor rights. From 2001 to 2007, Mr. Gussmann was employed by LoanPerformance, serving as Senior Vice President of Product Development and Operations and as a member of the Executive Committee. In this role, he was a key member of the management team during the firm's development into a leading provider of mortgage data and analytical services. He is an inventor of United States Patent 7,809,635, a method and system for updating a loan portfolio with information on secondary liens. Mr. Gussmann received his MBA from the J.L. Kellogg School of Management and BA in Economics from the University of California, Los Angeles.

Alan Gilbert, Vice Chairman

Mr. Gilbert, CPA, CFA, helps manage the Capital Markets activities at Amherst Securities. Prior to joining Amherst as a founding partner in 1993, Mr. Gilbert headed the Latin American sales effort at CS First Boston, and previously worked in the Capital Markets team at Kidder Peabody. Mr. Gilbert earned an MBA from The Wharton School of the University of Pennsylvania, and a BSBA in Accounting, with honors, from Georgetown University.

Steven Gorman, Senior Vice President-Information Technology

Mr. Gorman directs the development of all company proprietary analytical and systems technology, as well as the systems infrastructure for the company's offices. Prior to joining Amherst in 2000, Mr. Gorman, was a founding partner of Spires Financial and previously was with Bear Stearns. He has over 20 years of experience in information technology in the securities industry.

Roger Taylor, Vice Chairman

Mr. Taylor has been associated with Amherst Holdings since 2007, first as an advisor helping management develop strategies for institutional investors that would leverage Amherst's mortgage expertise. In 2008, he worked with management to raise institutional capital to expand the broker dealer footprint and establish an asset management business. He formally joined Amherst Holdings as Vice Chairman in January 2009 with responsibilities for evaluating new business opportunities and devising strategies to raise the capital necessary to support them.

Prior to joining Amherst in 2008, Mr. Taylor was President and COO of Financial Security Assurance Holdings (FSA Holdings) from November 1997 to January 2002; President of Financial Security Assurance, Inc. (FSA) from November 1997 to November 2000 and its Vice Chairman from January 2002 until his retirement in July 2004. He had been COO of both companies since May 1993 and a member of the FSA Holdings Board of Directors from February 1995 until July 2009. Prior to that, he was Managing Director of FSA's Financial Guaranty Department and was a founder and Executive Vice President of Financial Guaranty Insurance Company. Mr. Taylor is a graduate of Williams College and the Amos Tuck School of Business Administration.

Debbie Shelling Reynolds, Senior Managing Director

Ms. Reynolds was a senior mortgage trader at Donaldson Lufkin and Jenrette, prior to joining Amherst in 2000, where she ran the residential mortgage derivatives trading unit. She previously held mortgage derivative trading positions at Kidder Peabody and Drexel Burnham Lambert. Ms. Reynolds earned a BS degree from Trinity College in Hartford, Connecticut.

Nicolas D. Zerbib, Senior Principal of Stone Point

Mr. Zerbib joined Stone Point in 1998. Previously, he was an Analyst at Goldman, Sachs & Co. from 1993 to 1996. Mr. Zerbib is a director of Amherst Holdings LLC, Edgewood Partners Holdings LLC, Higginbotham Insurance Agency, Inc., NXT Capital LLC, Preferred Concepts LLC, Privilege Underwriters, Inc. and StoneRiver Holdings, Inc. He holds a B.A. from Amherst College and an M.B.A. from the Harvard Graduate School of Business Administration.

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