

LETTER AGREEMENT FOR ISSUER'S P & I CUSTODIAL/TRUST ACCOUNT

| | |
|----------------------------------|-------------|
| Name of Institution (and Branch) | Pool Number |
| Address and Postal Code | |

1

2

- This account is already established for funds relating to other mortgage loan pools under the NHA Mortgage-Backed Securities Program.
- This account is newly established for funds relating to the above indicated pool number.
- This account is being established as the Issuer's central P & I custodial/trust account.

You are hereby authorized and requested to establish a custodial/trust account. All deposits made in such account shall be subject to withdrawal therefrom signed by the Issuer named below, and shall also be subject to withdrawal therefrom by the Canada Mortgage and Housing Corporation. Except for the Central Payor and Transfer Agent, no other agent or any party shall be authorized to withdraw funds from the account. You are also authorized to pay to Canada Mortgage and Housing Corporation at any time upon its written demand, which need not name a specific amount, the entire amount in such account at the time of such demand.

You are further authorized upon the request of Canada Mortgage and Housing Corporation to refuse to honour any instruments drawn upon such account by the Issuer or any party other than the "Canada Mortgage and Housing Corporation" and to substitute as the name of the aforesaid account "Canada Mortgage and Housing Corporation" for the name of the Issuer. In no instance shall the funds in the Principal and Interest custodial/trust account be used to offset any advance of funds which may have been advanced to, or on behalf of, the Issuer by the institution.

The letter is submitted to you in duplicate. Please execute the duplicate copy of the certificate below, acknowledging the existence of such account and the present instructions, so that we may present the copy signed by you to the Canada Mortgage and Housing Corporation.

ISSUER

| | | |
|----------------|---------------------------------|------|
| Name | | |
| Name and Title | Signature of Authorized Officer | Date |

The undersigned institution certifies to the Canada Mortgage and Housing Corporation that the account above identified is in existence in this institution under account number _____ and agrees with the Issuer named above and the Canada Mortgage and Housing Corporation to honour instruments drawn on such account in the manner provided in the above letter, subject only to standard notice requirements, but in no event to exceed seven business days. The undersigned institution further agrees upon the request of the Canada Mortgage and Housing Corporation to refuse to honour any instruments drawn upon such account by any party other than the Canada Mortgage and Housing Corporation and to substitute in the name of the aforesaid account "Canada Mortgage and Housing Corporation" for the name of the Issuer. In no instance shall the funds in the Principal and Interest Account be used to offset any advance of funds which may have been made to, or on behalf of, the Issuer by the institution. This institution is a member of the Canadian Payments Association.

INSTITUTION

| | | |
|----------------|---------------------------------|------|
| Name | | |
| Name and Title | Signature of Authorized Officer | Date |

CMHC 2806 01/03/06

Disponible en Français

