

ADDENDUM TO THE SELLING MEMORANDUM

ATRIUM-2 N.V.

OPENBARE V.B.S. NAAR BELGISCH RECHT
ISSUER

TRANSACTION DOMUS

Registered Office at 40 Koloniënstraat, 1000 Brussels, Belgium
Trade Register Brussels 613.837

**PUBLIC OFFER FOR SALE
AND
LISTING ON THE FIRST MARKET OF
THE BRUSSELS STOCK EXCHANGE**

**BEF 5,215,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF
CLASS A-1 AND CLASS A-2 NOTES**

WITH FIXED INTEREST PAYABLE QUARTERLY IN ARREARS

<i>Class</i>	<i>Original Principal Amount</i>	<i>Interest rate per annum</i>	<i>Final Maturity</i>	<i>Average Life</i>	<i>Expected rating Moody's</i>
<i>A-1</i>	<i>BEF 1,000,000,000</i>	<i>4.29 %</i>	<i>Sept. 2003</i>	<i>3.32 years</i>	<i>Aa2</i>
<i>A-2</i>	<i>BEF 4,215,000,000</i>	<i>6.37 %</i>	<i>June 2017</i>	<i>14.11 years</i>	<i>Aa2</i>

SUBSCRIBERS

BACOB BANK c.v.

BACOB BANK LUXEMBOURG S.A.

RATING AGENT
MOODY'S INVESTORS SERVICE, INC.

Notice

This is an English translation of the official Dutch notice which was approved by the Commission bancaire et financière (the Belgian Banking and Finance Commission) on 12 June 1997 and published in the Financieel Economische Tijd and the L'Echo de la Bourse on 12 June 1997. In addition you can find herewith the final Financial Plan and the corresponding Repayment Schedules of the Notes (see Condition 17).

BACOB Bank c.v. herewith gives notice that BACOB Bank c.v. and BACOB Bank Luxembourg S.A., acting as Subscribers of the Notes, have determined in final form the Conditions of the Notes, each in the denomination of BEF 5,000,000, as follows :

Class	Original Principal Amount	Interest rate per annum	Final Maturity	Average Life	Sale Price per Note
A-1	BEF 1,000,000,000	4.29 %	Sept. 2003	3.32 years	BEF 5,000,000
A-2	BEF 4,215,000,000	6.37 %	June 2017	14.11 years	BEF 5,000,000

Interest will be fixed and payable quarterly in arrears.

Acceptances may be lodged on 12 June 1997 from 9.00 a.m. until 4.00 p.m. (Brussels time). In Belgium acceptances may be lodged at the offices of BACOB Bank c.v., rue de Trèves 25, 1040 Brussels. This Selling Memorandum contains the information set out in the Prospectus together with a more detailed description of certain issues of the Transaction. Taking account of the conditions determined in final form, the Financial Plan, as included in the Prospectus of 9 June 1997 will be adjusted. The Financial Plan and the Terms and Conditions, as included in the Selling Memorandum dated 9 June 1997, will be adjusted too.

The Subscribers may terminate the offering of any Class of the Notes at any time during the Offering Day. The Issuer and the subscribers shall be entitled to cancel the issue of the Notes on or before 19 June 1997 if :

- (i) in the opinion of the Subscribers after consultation with the Issuer there shall have been such a change in national or international financial, political or economic conditions or currency exchange rates or exchange controls as would in its view be likely to prejudice materially the success of the offering and distribution of the Notes or dealings in the Notes in the secondary market; or
- (ii) the conditions precedent for the underwriting of the Notes as described in the Subscription Agreement are not satisfied on 19 June 1997.

Any decision to terminate the offering early or to cancel the issue will be published the next day in the financial press.

Application has been made for the Notes to be listed on the first market of the Brussels Stock Exchange.

The Final Financial Plan & The Corresponding Repayment Schedules

The Auditors have reviewed the final Financial Plan and the corresponding Repayment Schedules of the Notes (i.e. Condition 17) and have confirmed that based on certain assumptions the underlying calculations are correct.

Annex 1 - Final Financial Plan (*)

ATRIUM-2 N.V.

Openbare vennootschap voor belegging in schuldvorderingen naar Belgisch recht Transaction DOMUS

1. Atrium-2, N.V., *openbare V.B.S. naar Belgisch recht* (the "Issuer") was incorporated on 29 May 1997. Its share capital of BEF 2,500,000 has been fully subscribed and paid up by VHM N.V. (41 %), GIMV N.V. (40 %) and Lessius N.V. (19 %). The Issuer was incorporated for the purpose of (i) purchasing a portfolio of loans (the "Purchased Loans") comprising an aggregate principal amount of BEF 4,459,452,507 advanced by Bacob Bank c.v. (the "Originator") to Domus Flandria N.V. pursuant to a long term credit facility for the amount of BEF 13.5 billion (the "Long Term Facility") dated 20 January 1994 and (ii) issuing securities backed by such Purchased Loans.

The Purchased Loans will be sold by the Originator to the Issuer pursuant to a loan sale agreement to be entered into between the Issuer and the Originator (the "Loan Sale Agreement").

Each Purchased Loan represents a fixed rate, non-prepayable, annuity-style obligation over twenty years.

The Purchased Loans are guaranteed by the Flemish Region (such guarantee, the "Guarantee"). The Purchased Loans as well as the benefit of the Guarantee will be pledged to the Noteholders.

2. This final Financial Plan comprises the cash flows and their allocation during the lifetime of the Transaction. The Issuer will issue the following Notes:

Class	Original Principal Amount	Interest rate per annum	Final Maturity	Average Life	Sale Price per Note
A-1	BEF 1,000,000,000	4.29 %	Sept. 2003	3.32 years	BEF 5,000,000
A-2	BEF 4,215,000,000	6.37 %	June 2017	14.11 years	BEF 5,000,000

All Notes have equal rights (rank *pari passu*) with respect to the Purchased Loans and the associated Guarantee.

3. The Purchased Loans have been advanced at different dates since 25 April 1995, which results in payments being due with respect to different Purchased Loans each month. The Issuer will therefore pay quarterly interest and principal on the Notes by regrouping the incoming monthly cash flows. The payment schedule with respect to principal and interest will be fixed for each class of Notes.
4. Due to the fixed rate, non-prepayable nature of the Purchased Loans and the high relative interest rates on the Purchased Loans, the original principal amount of the Notes will be higher than the aggregate principal amount of the Purchased Loans.
5. The Notes are structured sequentially so that the payments in respect of the Purchased Loans shall first be used to pay expenses, then to pay interest on both classes of Notes, third to repay principal on the Class A-1 Notes and fourth, once the Class A-1 Notes shall have been repaid, to repay principal on the Class A-2 Notes.

On each date a payment is due with respect to the Notes (each a "Payment Date"), all payments to the Noteholders shall in point of priority be made after the ongoing expenses of the Transaction have been paid.

6. All up front expenses will be paid by the Originator.

Reinvestment proceeds as well as proceeds which will result from rounding down the principal payable to the Noteholders to the nearest BEF 1,000 will not be distributed to the Noteholders but will instead be paid to the Originator as part of the deferred price.

The deferred price will be equal to all excess cash flows minus an amount of BEF 250,000. Each year, the amount of BEF 250,000 will be paid to the shareholders of the Issuer on the Payment Date following the yearly General Meeting of Shareholders.

Final Financial Plan (**)

Summary of Cash Flows Transaction DOMUS

Payment Date	Cash Flow Purchased Loans	Fees & Others	Note Interest	Note Principal	Residual
19/09/1997	90,384,755	3,032,445	77,848,875	9,400,000	103,435
19/12/1997	155,104,980	3,022,095	77,748,075	74,200,000	134,810
19/03/1998	87,413,385	3,046,303	76,952,275	7,400,000	14,807
19/06/1998	137,483,510	3,349,791	76,872,875	57,200,000	60,844
19/09/1998	90,384,755	2,913,412	76,259,475	11,200,000	11,868
19/12/1998	155,104,980	2,902,171	76,139,275	76,000,000	63,534
19/03/1999	87,413,385	2,883,052	75,324,275	9,200,000	6,058
19/06/1999	137,483,510	3,228,959	75,225,475	59,000,000	29,076
19/09/1999	90,384,755	2,852,120	74,592,675	12,800,000	139,960
19/12/1999	155,104,980	2,839,908	74,455,475	77,800,000	9,597
19/03/2000	87,413,385	2,819,131	73,621,075	10,800,000	173,179
19/06/2000	137,483,510	3,167,400	73,505,275	60,800,000	10,835
19/09/2000	90,384,755	2,785,667	72,853,075	14,600,000	146,013
19/12/2000	155,104,980	2,772,403	72,696,675	79,600,000	35,902
19/03/2001	87,413,385	2,749,823	71,842,875	12,800,000	20,687
19/06/2001	137,483,510	3,100,706	71,705,675	62,600,000	77,129
19/09/2001	90,384,755	2,713,619	71,034,275	16,600,000	36,861
19/12/2001	155,104,980	2,699,212	70,856,275	81,400,000	149,493
19/03/2002	87,413,385	2,674,671	69,983,075	14,600,000	155,639
19/06/2002	137,483,510	3,028,448	69,826,675	64,600,000	28,387
19/09/2002	90,384,755	2,635,500	69,133,675	18,600,000	15,580
19/12/2002	155,104,980	2,619,851	68,934,275	83,400,000	150,854
19/03/2003	87,413,385	2,593,181	68,039,875	16,600,000	180,329
19/06/2003	137,483,510	2,950,165	67,861,675	66,600,000	71,670
19/09/2003	90,384,755	2,568,953	67,147,475	19,903,000	765,327
19/12/2003	155,104,980	2,533,804	66,842,313	85,143,000	585,863
19/03/2004	87,413,385	2,504,817	65,485,926	19,389,000	33,642
19/06/2004	137,483,510	2,792,753	65,177,388	69,126,000	387,369
19/09/2004	90,384,755	2,458,969	64,076,430	23,604,000	245,356
19/12/2004	155,104,980	2,440,500	63,700,452	88,515,000	449,028
19/03/2005	87,413,385	2,408,999	62,290,956	21,918,000	795,430
19/06/2005	137,483,510	2,700,866	61,941,954	72,498,000	342,690
19/09/2005	90,384,755	2,359,397	60,787,044	26,976,000	262,314
19/12/2005	155,104,980	2,339,335	60,357,957	91,887,000	520,688
19/03/2006	87,413,385	2,305,098	58,894,509	26,133,000	80,778
19/06/2006	137,483,510	2,601,315	58,478,067	75,870,000	534,128
19/09/2006	90,384,755	2,251,433	57,270,048	30,348,000	515,274
19/12/2006	155,104,980	2,229,637	56,787,009	95,259,000	829,334
19/03/2007	87,413,385	2,192,428	55,269,609	29,505,000	446,348
19/06/2007	137,483,510	2,493,463	54,800,058	80,085,000	104,989
19/09/2007	90,384,755	2,134,366	53,524,599	34,563,000	162,790
19/12/2007	155,104,980	2,110,689	52,974,120	99,474,000	546,171

Summary of Cash Flows Transaction DOMUS

(Cont'd.)

Payment Date	Cash Flow Purchased Loans	Fees & Others	Note Interest	Note Principal	Residual
19/03/2008	87,413,385	2,070,248	51,390,123	33,720,000	233,014
19/06/2008	137,483,510	2,376,613	50,853,132	83,457,000	796,765
19/09/2008	90,384,755	2,007,430	49,523,721	38,778,000	75,604
19/12/2008	155,104,980	1,981,711	48,906,645	103,689,000	527,624
19/03/2009	87,413,385	1,937,755	47,255,208	37,935,000	285,422
19/06/2009	137,483,510	2,250,014	46,650,777	88,515,000	67,719
19/09/2009	90,384,755	1,869,791	45,241,281	42,993,000	280,683
19/12/2009	155,104,980	1,841,850	44,556,765	107,904,000	802,365
19/03/2010	87,413,385	1,794,076	42,838,731	42,150,000	630,578
19/06/2010	137,483,510	2,112,861	42,166,860	92,730,000	473,789
19/09/2010	90,384,755	1,720,544	40,690,767	47,208,000	765,444
19/12/2010	155,104,980	1,690,188	39,938,811	112,962,000	513,981
19/03/2011	87,413,385	1,638,263	38,139,849	47,208,000	427,273
19/06/2011	137,483,510	1,964,267	37,387,893	97,788,000	343,350
19/09/2011	90,384,755	1,558,708	35,830,872	52,266,000	729,175
19/12/2011	155,104,980	1,525,729	34,997,988	118,020,000	561,263
19/03/2012	87,413,385	1,469,292	33,118,941	52,266,000	559,152
19/06/2012	137,483,510	1,803,279	32,286,900	102,846,000	547,331
19/09/2012	90,384,755	1,383,217	30,648,951	58,167,000	185,587
19/12/2012	155,104,980	1,347,389	29,722,494	123,921,000	114,097
19/03/2013	87,413,385	1,286,048	27,749,031	58,167,000	211,306
19/06/2013	137,483,510	1,628,861	26,822,574	108,747,000	285,075
19/09/2013	90,384,755	1,192,918	25,091,052	64,068,000	32,785
19/12/2013	155,104,980	1,153,996	24,071,022	129,822,000	57,962
19/03/2014	87,413,385	1,087,324	22,003,143	64,068,000	254,918
19/06/2014	137,483,510	1,439,895	20,983,113	114,648,000	412,502
19/09/2014	90,384,755	986,562	19,157,175	69,969,000	272,018
19/12/2014	155,104,980	944,274	18,042,729	135,723,000	394,977
19/03/2015	87,413,385	871,805	15,881,277	69,969,000	691,303
19/06/2015	137,483,510	1,235,171	14,767,674	121,392,000	88,665
19/09/2015	90,384,755	762,785	12,833,832	76,713,000	75,138
19/12/2015	155,104,980	716,841	11,612,325	142,467,000	308,814
19/03/2016	87,413,385	638,072	9,343,812	76,713,000	718,501
19/06/2016	137,483,510	1,013,369	8,122,305	128,136,000	211,836
19/09/2016	90,384,755	520,116	6,081,402	83,457,000	326,237
19/12/2016	155,104,980	470,202	4,751,991	149,211,000	671,787
19/03/2017	87,413,385	447,084	2,376,417	84,300,000	289,884
19/06/2017	75,294,335	835,566	1,033,518	64,911,000	8,514,251

(*) Capitalised terms used but not defined herein shall have the meaning given to such terms in the Selling Memorandum.

(**) In converting Belgian Francs to euro, the Issuer will give a reasonable solution to rounding off payments and calculations by acting in good faith and taking into account the criteria applied by the Clearing System Operator or an Alternative Clearing System (as defined in Annex 2) even if such solution differs from European regulation. The proposed solution will be submitted for approval to the Supervision Company.

Repayment Schedule 1 : Class A-1, 4.29 % Notes *

Payment Date	Balance	Interest	Principal	Projected Bond Factor
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	1,000,000,000			
19/09/1997	990,600,000	10,725,000	9,400,000	1.000000000000
19/12/1997	916,400,000	10,624,200	74,200,000	0.990600000000
19/03/1998	909,000,000	9,828,400	7,400,000	0.916400000000
19/06/1998	851,800,000	9,749,000	57,200,000	0.909000000000
19/09/1998	840,600,000	9,135,600	11,200,000	0.851800000000
19/12/1998	764,600,000	9,015,400	76,000,000	0.840600000000
19/03/1999	755,400,000	8,200,400	9,200,000	0.764600000000
19/06/1999	696,400,000	8,101,600	59,000,000	0.755400000000
19/09/1999	683,600,000	7,468,800	12,800,000	0.696400000000
19/12/1999	605,800,000	7,331,600	77,800,000	0.683600000000
19/03/2000	595,000,000	6,497,200	10,800,000	0.605800000000
19/06/2000	534,200,000	6,381,400	60,800,000	0.595000000000
19/09/2000	519,600,000	5,729,200	14,600,000	0.534200000000
19/12/2000	440,000,000	5,572,800	79,600,000	0.519600000000
19/03/2001	427,200,000	4,719,000	12,800,000	0.440000000000
19/06/2001	364,600,000	4,581,800	62,600,000	0.427200000000
19/09/2001	348,000,000	3,910,400	16,600,000	0.364600000000
19/12/2001	266,600,000	3,732,400	81,400,000	0.348000000000
19/03/2002	252,000,000	2,859,200	14,600,000	0.266600000000
19/06/2002	187,400,000	2,702,800	64,600,000	0.252000000000
19/09/2002	168,800,000	2,009,800	18,600,000	0.187400000000
19/12/2002	85,400,000	1,810,400	83,400,000	0.168800000000
19/03/2003	68,800,000	916,000	16,600,000	0.085400000000
19/06/2003	2,200,000	737,800	66,600,000	0.068800000000
19/09/2003	0	23,600	2,200,000	0.002200000000

(*) *Capitalised terms used but not defined herein shall have the meaning given to such terms in the Selling Memorandum.*

The Amortisation Schedules of the Notes are subject to the calculation methods used in the Clearing System involved. In converting Belgian Francs to euro, the Issuer will give a reasonable solution to rounding off payments and calculations by acting in good faith and taking into account the criteria applied by the Clearing System Operator or an Alternative Clearing System even if such solution differs from European regulation. The proposed solution will be submitted for approval to the Supervision Company.

(**) *The Class A-1 Bond Factor as at any particular time and at a particular Interest Period means the percentage of the principal amount outstanding of the Class A-1 Notes in relation to the initial nominal amount of the Class A-1 Notes.*

Repayment Schedule 2 : Class A-2, 6.37 % Notes *

Payment Date	Balance	Interest	Principal	Projected Bond Factor
	4,215,000,000			
19/09/1997	4,215,000,000	67,123,875	0	1.000000000000
19/12/1997	4,215,000,000	67,123,875	0	1.000000000000
19/03/1998	4,215,000,000	67,123,875	0	1.000000000000
19/06/1998	4,215,000,000	67,123,875	0	1.000000000000
19/09/1998	4,215,000,000	67,123,875	0	1.000000000000
19/12/1998	4,215,000,000	67,123,875	0	1.000000000000
19/03/1999	4,215,000,000	67,123,875	0	1.000000000000
19/06/1999	4,215,000,000	67,123,875	0	1.000000000000
19/09/1999	4,215,000,000	67,123,875	0	1.000000000000
19/12/1999	4,215,000,000	67,123,875	0	1.000000000000
19/03/2000	4,215,000,000	67,123,875	0	1.000000000000
19/06/2000	4,215,000,000	67,123,875	0	1.000000000000
19/09/2000	4,215,000,000	67,123,875	0	1.000000000000
19/12/2000	4,215,000,000	67,123,875	0	1.000000000000
19/03/2001	4,215,000,000	67,123,875	0	1.000000000000
19/06/2001	4,215,000,000	67,123,875	0	1.000000000000
19/09/2001	4,215,000,000	67,123,875	0	1.000000000000
19/12/2001	4,215,000,000	67,123,875	0	1.000000000000
19/03/2002	4,215,000,000	67,123,875	0	1.000000000000
19/06/2002	4,215,000,000	67,123,875	0	1.000000000000
19/09/2002	4,215,000,000	67,123,875	0	1.000000000000
19/12/2002	4,215,000,000	67,123,875	0	1.000000000000
19/03/2003	4,215,000,000	67,123,875	0	1.000000000000
19/06/2003	4,215,000,000	67,123,875	0	1.000000000000
19/09/2003	4,197,297,000	67,123,875	17,703,000	1.000000000000
19/12/2003	4,112,154,000	66,842,313	85,143,000	0.995800000000
19/03/2004	4,092,765,000	65,485,926	19,389,000	0.975600000000
19/06/2004	4,023,639,000	65,177,388	69,126,000	0.971000000000
19/09/2004	4,000,035,000	64,076,430	23,604,000	0.954600000000
19/12/2004	3,911,520,000	63,700,452	88,515,000	0.949000000000
19/03/2005	3,889,602,000	62,290,956	21,918,000	0.928000000000
19/06/2005	3,817,104,000	61,941,954	72,498,000	0.922800000000
19/09/2005	3,790,128,000	60,787,044	26,976,000	0.905600000000
19/12/2005	3,698,241,000	60,357,957	91,887,000	0.899200000000
19/03/2006	3,672,108,000	58,894,509	26,133,000	0.877400000000
19/06/2006	3,596,238,000	58,478,067	75,870,000	0.871200000000
19/09/2006	3,565,890,000	57,270,048	30,348,000	0.853200000000
19/12/2006	3,470,631,000	56,787,009	95,259,000	0.846000000000
19/03/2007	3,441,126,000	55,269,609	29,505,000	0.823400000000
19/06/2007	3,361,041,000	54,800,058	80,085,000	0.816400000000
19/09/2007	3,326,478,000	53,524,599	34,563,000	0.797400000000
19/12/2007	3,227,004,000	52,974,120	99,474,000	0.789200000000

Repayment Schedule 2 : Class A-2, 6.37 % Notes (Cont'd.)

Payment	Balance	Interest	Principal	Projected
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Date				Bond Factor
19/03/2008	3,193,284,000	51,390,123	33,720,000	0.765600000000
19/06/2008	3,109,827,000	50,853,132	83,457,000	0.757600000000
19/09/2008	3,071,049,000	49,523,721	38,778,000	0.737800000000
19/12/2008	2,967,360,000	48,906,645	103,689,000	0.728600000000
19/03/2009	2,929,425,000	47,255,208	37,935,000	0.704000000000
19/06/2009	2,840,910,000	46,650,777	88,515,000	0.695000000000
19/09/2009	2,797,917,000	45,241,281	42,993,000	0.674000000000
19/12/2009	2,690,013,000	44,556,765	107,904,000	0.663800000000
19/03/2010	2,647,863,000	42,838,731	42,150,000	0.638200000000
19/06/2010	2,555,133,000	42,166,860	92,730,000	0.628200000000
19/09/2010	2,507,925,000	40,690,767	47,208,000	0.606200000000
19/12/2010	2,394,963,000	39,938,811	112,962,000	0.595000000000
19/03/2011	2,347,755,000	38,139,849	47,208,000	0.568200000000
19/06/2011	2,249,967,000	37,387,893	97,788,000	0.557000000000
19/09/2011	2,197,701,000	35,830,872	52,266,000	0.533800000000
19/12/2011	2,079,681,000	34,997,988	118,020,000	0.521400000000
19/03/2012	2,027,415,000	33,118,941	52,266,000	0.493400000000
19/06/2012	1,924,569,000	32,286,900	102,846,000	0.481000000000
19/09/2012	1,866,402,000	30,648,951	58,167,000	0.456600000000
19/12/2012	1,742,481,000	29,722,494	123,921,000	0.442800000000
19/03/2013	1,684,314,000	27,749,031	58,167,000	0.413400000000
19/06/2013	1,575,567,000	26,822,574	108,747,000	0.399600000000
19/09/2013	1,511,499,000	25,091,052	64,068,000	0.373800000000
19/12/2013	1,381,677,000	24,071,022	129,822,000	0.358600000000
19/03/2014	1,317,609,000	22,003,143	64,068,000	0.327800000000
19/06/2014	1,202,961,000	20,983,113	114,648,000	0.312600000000
19/09/2014	1,132,992,000	19,157,175	69,969,000	0.285400000000
19/12/2014	997,269,000	18,042,729	135,723,000	0.268800000000
19/03/2015	927,300,000	15,881,277	69,969,000	0.236600000000
19/06/2015	805,908,000	14,767,674	121,392,000	0.220000000000
19/09/2015	729,195,000	12,833,832	76,713,000	0.191200000000
19/12/2015	586,728,000	11,612,325	142,467,000	0.173000000000
19/03/2016	510,015,000	9,343,812	76,713,000	0.139200000000
19/06/2016	381,879,000	8,122,305	128,136,000	0.121000000000
19/09/2016	298,422,000	6,081,402	83,457,000	0.090600000000
19/12/2016	149,211,000	4,751,991	149,211,000	0.070800000000
19/03/2017	64,911,000	2,376,417	84,300,000	0.035400000000
19/06/2017	0	1,033,518	64,911,000	0.015400000000

(*) Capitalised terms used but not defined herein shall have the meaning given to such terms in the Selling Memorandum.

The Amortisation Schedules of the Notes are subject to the calculation methods used in the Clearing System involved. In converting Belgian Francs to euro, the Issuer will give a reasonable solution to rounding off payments and calculations by acting in good faith and taking into account the criteria applied by the Clearing System Operator or an Alternative Clearing System even if such solution differs from European regulation. The proposed solution will be submitted for approval to the Supervision Company.

(**) The Class A-2 Bond Factor as at any particular time and at a particular Interest Period means the percentage of the principal amount outstanding of the Class A-2 Notes in relation to the initial nominal amount of the Class A-2 Notes.