

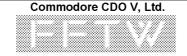
### August 2006 **Preliminary Information**

### Subject to Completion and Amendment

This Preliminary Information outlines certain characteristics of a proposed collateralized debt obligation transaction ("CDO"). This material is presented solely for purposes of discussion, to determine preliminary interest in investing in a transaction with the general characteristics described. This transaction is in a structuring phase and there may be material changes to the structure and collateral prior to the securities being offered (such securities, the "Offered Securities").

Please review the "Important Notice" in the marketing book.

THE OFFERING: \$[506.2] million Collateralized Debt Obligation Notes and Preference Shares issued by Commodore CDO V, Ltd. ("Commodore V")



COLLATERAL MANAGER: Fischer Francis Trees and Watts,

	CLASS A1A NOTES (10/26)	CLASS A1B NOTES (0,036)	CLASS A-2 NOTES (0)(3)	CLASS A-3 NOTES (1)(2)(5)	CLASS B NOTES (0/24)	CLASS C NOTES (1)(2)(3)	CLASS D NOTES (10/26)	CLASS E NOTES (0)(20)(5)	PREFERENCE SHARES (1) <sup>(2)(3)</sup>
Principal	[\$75,000,000]	[\$225,000,000]	[\$50,000,000]	[\$25,000,000]	[\$70,000,000]	[\$ 13,250,000]	[\$24,000,000]	[\$8,500,000]	[\$15,420,000]
Percentage	[14.8%]	[44.5%]	[9.9%]	[4.9%]	[13.8%]	[2.6%]	[4.7%]	[1.7 %]	[3.1%]
Coupon Type	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Floating]	[Residual]
Expected Rating(5)	[Aaa/AAA]	[Aaa/AAA]	[Aaa/AAA]	[Aaa/AAA]	[Aa2/AA]	[A2/A]	[Baa2/BBB]	[Ba1/BB+]	[Not Rated]
Rating Agency	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[Moody's/S&P]	[N/A]
Average Life	[3.8 years]	[5.0 years]	[5.1 years]	[5.1 years]	[5.1 years]	[5.1 years]	[5.1 years]	[4.8 years]	[N/A]
Legal Maturity	[2046]	[2046]	[2046]	[2046]	[2046]	[2046]	[2046]	[2046]	[2046]
Denomination	[\$250,000 min	[\$250,000 min	[\$ 250,000 min	[\$250,000 min	[\$250,000 min	[\$250,000 min	[\$250,000 min	[\$250,000 min	[\$250,000 min
	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments]	\$1,000 increments] <sup>(4)</sup>

- The transaction is at a structuring phase, the actual characteristics of the offered securities may differ from those presented herein.

  Pagments on the Notes and Preferred Shares will be made monthly.

  Please see "Transaction Highlights Structuring Assamptions" for a description of modeling assamptions.

  Some intred exceptions may be permitted on the Closing Date to the minimum denomination requirements for the Preferred Shares.

  A credit rating is not a recommendation to bug, hold or sell securities and is subject to revision at any time. Please see "Risk Factors Credit Ratings"
  - Commodore CDO V, Ltd. ("Commodore V" or the "Issuer") is a newly formed mezzanine collateralized debt obligation issuer ("CDO") incorporated under the laws of the Cayman Islands that will be managed by Fischer Francis Trees and Watts, Inc. ("Fischer Francis" or the "Collateral Manager").
  - Commodore V plans to issue \$[506.2] MM of securities (the "Offered Securities") backed by a portfolio of Asset-Backed Securities ("ABS"), Residential Mortgage-Backed Securities ("RMBS")<sup>(1)</sup>, Commercial Mortgage Backed Securities ("CMBS" and collectively with ABS and RMBS, "Structured Finance Securities"), securities issued by other CDOs that are primarily backed by Structured Finance Securities ("CDO
  - Securities" (2) and Synthetic Securities of which the reference obligation(s) are any of the foregoing.

    It is anticipated that the portfolio will consist of approximately [87.5]% Structured Finance Securities and [12.5]% CDO Securities. In addition, up to [40]% will consist of Synthetic Securities.
- (1) These elements of the underlying collateral already exist as investment vehicles. They should not be confused with the Offered Securities.

  (2) Please see "Risk Factors Synthetic Securities" in the marketing book for further information relating to the risks of investing in Synthetic Securities.

### Collateral Assumptions

Minimum Weighted Average Fixed Coupon <sup>(2)</sup>	[6.00%]
Minimum Weighted Average Floating Spread <sup>(2)</sup>	[1.80%]
Maximum Weighted Average Life	[6.0] years
Principal Amount	\$[500,000,000]
Maximum Correlation Score <sup>(1)</sup>	<=[19.0]%
Expected Weighted Average Rating Factor <sup>(1)</sup>	[425] (Baa2/Baa3)
Maximum Weighted Average Rating Factor <sup>(1)</sup>	[525] (Baa2/Baa3)

## Coverage Tests

	O/C Tests <sup>(3)</sup>	Initial O/C (4)
Sequential Pay Ratio	[125.5]%	[133. 3]%
Class A/B Overcollateralization Test	[106.4]%	[112.4]%
Class C Overcollateralization Test	[104.6]%	[109.1]%
Class D Overcollateralization Test	[101.7]%	[103.7]%
Class E Interest Diversion Test	[100.9]%	[101.9]%

### **Ongoing Annual Fees and Expenses**

5	Senior Management Fee	[25.0] bps
5	Subordinate Management Fee	[20.0] bps
	Trustee Fees	[2.25] bps
1	Administrative Expenses	[3.75] bps
1	Administrative Fee Cap	\$[350,000]/year
Ī	Incentive Management Fee	[25]% of excess cash flows after []% IRR to Preference Shareholders
;		

On the Closing Date, a portion of the gross proceeds from the offering will be used to pay vanous fees and expenses, including expenses, fees and commissions incurred in connection with the acquisition of the underlying collateral, structuring and placement agency fees payable to Merrill Lynch and legal, accounting, rating agency and other fees. Closing fees and expenses reduce the amount of the gross proceeds of the offering available to purchase collateral and therefore the return to purchasers of the Offered Securities. Rating agencies will consider the amount of net proceeds available to purchase collateral in determining any ratings assigned by them to the Offered Securities. For information about the amount of such fees and expenses, please review the final Offering Circular before injection. Offering Circular before investing.

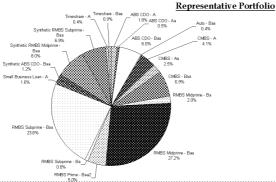
- The expected Moody's Weighted Average Rating Factor and maximum Asset Correlation are included as structuring assomptions. However, it is expected that the actual Moody's Weighted Average Rating Factor lest and Asset Correlation test will be established at different combinations of values winch may be satisfied together for both tests to be passed. The expected intitial weighted average spread will be approximately [6.29]%. The expected intitial weighted average spread will be approximately [1.90]%. The self-weighted presents the lends that must be passed in order not to cause accelerated redemption of the Notes (or to cause the deal to permanently pay principal on the Notes sequentially in the case of a breach of the "Sequential Pay Ratio"). The initial OC ratios have been compared using the modeling assumptions specified herein and the structure of the transaction is in a structuring phase, and there may be material changes to the structure, terms and assets prior to the offering of any securities, there can be no assurance that the actual OC ratios on the closing date will be the same as those indicated herein

For further information on the Collateral Assumptions and the Coverage Tests places see "Commodern CDCV, Ltd. - Transaction Phyloglass" in the marketing back

For Further Information, Please Contact:						
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# S Merrill Lynch

#### Global Structured Products



NOTE: This is an indicative portfolio. All information shown on this page is for illustrative purposes only. The actual structure of the final transaction, including structure of the final transaction, including the composition of the collateral to be acquired, will be determined at or around the time of pricing of the Notes based upon market conditions and other factors applicable at that time.

Up to (40)% of the portfolia may be composed of Synthetic Securities. Synthetic Securities may reserve obligations in any of these asset classes but are expected to reference primarily ABS CDO Securities. Please see "Risk Factors - Synthetic Securities" for additional risks relating to Synthetic Securities.

### About Fischer Francis Trees and Watts, Inc. (1)

- Team of 24 dedicated credit specialists
  - 11 structured securities specialists

  - 13 corporate credit specialists Local expertise: credit specialists in New York, London, Singapore and Tokyo
- Overview of FFTW System Resources
  - PRISM Proprietary internet-based system which provides real time exposure measurements of risk variables
  - Geneva Global portfolio accounting system by
  - Adventis Software

    Wall Street Analytics Real time checking and reporting of CDO collateral tests and eligibility criteria
  - ABS Net Integrates asset-backed deal performance data with securitization related content and provides software productivity tools for data analysis

    Excel / VBA Applications - CDO portfolio
  - management and various other analytical purposes

- FFTW has long been an innovator in the market, launching new products in response to client and market needs for over 30 years
  It is one of the few specialist fixed income portfolio managers with global credit expertise

  \$ 19,0 billion of credit and structured product assets under management

  \$ 32,0 billion corporate credit

  \$ 310,0 billion ABS

  Over \$ 1,7 billion in ABS CDOS

  Global Credit Expertise

  Global Credit Expertise

  FIGURAL VARIUS, IRC. 1900

  ABS CDO Experience

  Commodore CDO II, Ltd.: \$300 million issue size; launched December 2003

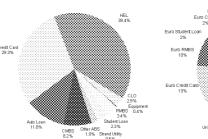
  Commodore CDO III, Ltd.: \$300 million issue size; launched March 2005

  Commodore CDO IV, Ltd.: \$400 million issue size; launched March 2005

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### **Global Credit Expertise**

U.S. Structured Products





\$6.5 billion in U.S. Structured Products

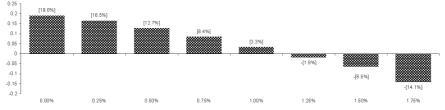
\$3.5 billion in International Structured Products

(1) There can be no assurance that the professionals currently employed by Fischer Francis Trees and Watts, Inc. or any of its affiliates will continue to be employed by Fischer Francis Trees and Watts, Inc. or any of its affiliates or that the past performance or success of any such professional serves an indicator of such professional's future performance or success.

Enture market and recommic conditions are impossible to predict. Future market or economic conditions that materially differ from those on which the assumptions are based may have a negative impact on the performance of Commodore CDO V, Etd. For these and other reasons, there are limitations on the value of this or any hypothetical illustration.

BREAKEVEN DEFAULT RATES <sup>(I)(2)(3)</sup>	Based on a E	reak in Yield	Based on 0% Yield	
Class Description (Moody's/S&P)	Annual Default Rate	Cumulative Gross Defaults	Annual Default Rate	Cumulative Gross Defaults
Class A-1A First Priority Floating Rate Notes (Aaa/AAA)	[27.2]%	[70.8]%	[43.8]%	[85.3]%
Class A-1B Second Priority Floating Rate Notes (Aaa/AAA)	[27.2]%	[70.8]%	[44.9]%	[86.0]%
Class A-2 Third Priority Floating Rate Notes (Aaa/AAA)	[16.4]%	[53.4]%	[20.5]%	[61.1]%
Class A-3 Fourth Priority Floating Rate Notes (Aaa/AAA)	[13.3]%	[46.2]%	[15.0]%	[50.3]%
Class B Fifth Priority Floating Rate Notes (Aa2/AA)	[6.4]%	[26.4]%	[9.8]%	[37.1]%
Class C Sixth Priority Floating Rate Notes (A2/A)	[5.6]%	[23.2]%	[5.9]%	[24.5]%
Class D Seventh Priority Floating Rate Notes (Baa2/BBB)	[2.7]%	[12.1]%	[4.2]%	[18.3]%
Class E Eight Priority Floating Rate Notes (Ba1/BB+)	[2.0]%	[9.4]%	[2.8]%	[12.7]%

### PREFERENCE SHARE IRR (90)0



- annual constant defaults beginning immediately, [52]% recovery rate, forward LIBOR. Please see "Transaction Details Structuring Assumptions" for a description, Appendix A for n of Collateral Cashflow Formulas.
- (2)
- a ascerption of counters. Custions remnaise the All the information shown of this page is for illustrative purposes only. The transaction is at a structuring phase, and the actual structure of the transaction and characteristics of the offered securities may differ from those presented herein. It is contemplated that the "Collateral Profile" would apply on and after the name-up completion date.

  Defaults are stated as constant immediate annual rules and are applied on the outstanding collateral balance at the beginning of each quarterly Distribution Date. Defaulted assets are assumed to be sold immediately at a price equal to the applicable recovery rate.

Please see "Transaction Highinghts - Structuring Assumptions" in the marketing book for further information on break in yield and Preyield default rates.

No. U.S. holders of preferred shares in a CDD including the ones being offered are likely to be treated as exercing an interest in a "passive foreign investment company" and possibly also a "controlled foreign groundine". U.S. investment in CDD secontine will need to consult their personal to category and consulted filing section that discussor frame in order to avoid the potential imposition of proallies associated with an addisclosed investment in a foreign entity. Investment and office their attentions to the Tax Considerations vertion of the Confidential Discussion Material.

Please review "Section 4—Kisk Factors" and "Section 5—Tax Considerations." In addition, risks of investing in the Offered Securities will be described more fully in the preliminary and final offering circulars to be provided in connection with the offering of the Offered Securities