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 Filed Pursuant to Rule 424(b)(3)
 Dated October 12, 2011
 Registration Statement No. 333-156929

Denominations: Minimum of \$1,000 with increments of \$1,000 thereafter.
 Call Notice Period: None
 Put Dates (if any): None
 Put Notice Period: None
 CUSIP: 36962G5J9
 ISIN: US36962G5J92
 Common Code: 063346462

Plan of Distribution:

The Notes are being purchased by the underwriters listed below (collectively, the "Underwriters"), as principal, at 99.786% of the aggregate principal amount less an underwriting discount equal to 0.425% of the principal amount of the Notes.

Institution

Lead Managers:

	Commitment
Barclays Capital Inc.	\$277,083,000
Citigroup Global Markets Inc.	\$277,083,000
Credit Suisse Securities (USA) LLC	\$277,083,000
Deutsche Bank Securities Inc.	\$277,084,000
J.P. Morgan Securities LLC	\$277,084,000
Merrill Lynch, Pierce, Fenner & Smith Incorporated	\$277,084,000
Co-Managers:	
Blaylock Robert Van, LLC	\$17,499,000
CastleOak Securities, L.P.	\$17,500,000
Lebenthal & Co., LLC	\$17,500,000
Samuel Ramirez & Company, Inc.	\$17,500,000
The Williams Capital Group, L.P.	\$17,500,000

Total	\$1,750,000,000
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The Issuer has agreed to indemnify the Underwriters against certain liabilities, including liabilities under the Securities Act of 1933, as amended.

Additional Information

General

At the quarter ended June 30, 2011, we had outstanding indebtedness totaling \$387.429 billion, consisting of notes payable within one year, senior notes payable after one year and subordinated notes payable after one year, and excluding bank deposits and non-recourse borrowings of consolidated securitization entities. The total amount of outstanding indebtedness at June 30, 2011, excluding subordinated notes and debentures payable after one year, was equal to \$375.476 billion.

Consolidated Ratio of Earnings to Fixed Charges

The information contained in the Prospectus under the caption "Consolidated Ratio of Earnings to Fixed Charges" is hereby amended in its entirety, as follows:

Year Ended December	Six Months Ended
31, 2006 2007 2008 2009 2010	June 30, 2011
1.66 1.59 1.24 .85 1.13	1.57

For purposes of computing the consolidated ratio of earnings to fixed charges, earnings consist of net earnings adjusted for the provision for income taxes, noncontrolling interests, discontinued operations and undistributed earnings of equity investees.

Fixed charges consist of interest and discount on all indebtedness and one-third of rentals, which we believe is a reasonable approximation of the interest factor of such rentals.

CAPITALIZED TERMS USED HEREIN WHICH ARE DEFINED IN THE PROSPECTUS SUPPLEMENT SHALL HAVE THE MEANINGS ASSIGNED TO THEM IN THE PROSPECTUS SUPPLEMENT.

