

EXHIBIT C

J.P. MORGAN ACCEPTANCE CORPORATION I
Depositor

U.S. BANK NATIONAL ASSOCIATION
Master Servicer and Securities Administrator

and

HSBC BANK USA, NATIONAL ASSOCIATION
Trustee

POOLING AND SERVICING AGREEMENT

Dated as of February 1, 2007

J.P. MORGAN ALTERNATIVE LOAN TRUST 2007-A1
MORTGAGE PASS-THROUGH CERTIFICATES

NYSCEF DOC. NO. 521

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Shortfall Carryover Amount for such Class from the prior Distribution Dates together with interest accrued on such unpaid portion for the most recently ended Accrual Period at the lesser of (a) LIBOR plus the applicable Pool 1 Certificate Margin and (b) 11.50% per annum.

Book-Entry Certificates: Beneficial interests in Certificates designated as "Book-Entry Certificates" in this Agreement, ownership and transfers of which shall be evidenced or made through book entries by a Clearing Agency as described in Section 3.09; *provided, that* after the occurrence of a Book-Entry Termination whereupon book-entry registration and transfer are no longer permitted and Definitive Certificates are to be issued to Certificate Owners, such Book-Entry Certificates shall no longer be "Book-Entry Certificates." As of the Closing Date, the following Classes of Certificates constitute Book-Entry Certificates: Class 1-A-1A, Class 1-A-2A, Class 1-A-3A, Class 1-A-1B, Class 1-A-4, Class 1-A-5, Class 1-M-1, Class 1-M-2, Class 1-M-3, Class 1-M-4, Class 1-M-5, Class 1-M-6, Class 1-B-1, Class 1-B-2, Class 2-A-1, Class 2-A-2, Class 3-A-1, Class 3-A-2, Class C-B-1, Class C-B-2 and Class C-B-3.

Book-Entry Termination: The occurrence of any of the following events: (i) the Clearing Agency is no longer willing or able to properly discharge its responsibilities with respect to the Book Entry Certificates, and the Depositor is unable to locate a qualified successor; or (ii) the Depositor at its option advises the Trustee and the Certificate Registrar in writing that it elects to terminate the book-entry system through the Clearing Agency.

Bring-Down Date: With respect to any Mortgage Loan, the date as of which the applicable Originator makes the representations and warranties with respect to such Mortgage Loan and as specified in the related Purchase and Servicing Agreement or Purchase Agreement, as applicable.

Business Day: Any day other than (i) a Saturday or a Sunday or (ii) a day on which banking institutions in New York, New York or, if other than New York, the city in which the Corporate Trust Office of the Trustee is located, or the State of Minnesota, are authorized or obligated by law or executive order to be closed.

Calculation Rate: For each Distribution Date, in the case of the Class A and Class B Interests, the product of (i) 10 and (ii) the weighted average rate of the outstanding Class A and Class B Interests, treating each Class A Interest as capped at zero or reduced by a fixed percentage of 100% of the interest accruing on such Class.

Certificate: Any one of the certificates signed by the Trustee, or the Securities Administrator on the Trustee's behalf, and authenticated by the Securities Administrator as Authenticating Agent in substantially the forms attached hereto as Exhibit A.

Certificate Group: Each of the Group 1 Certificates, the Group 2 Certificates and the Group 3 Certificates.

Certificate Interest Rate: With respect to each Class of Certificates and any Distribution Date, the applicable per annum rate described in the Preliminary Statement hereto.

Certificate Owner: With respect to a Book-Entry Certificate, the Person who is the owner of such Book-Entry Certificate, as reflected on the books of the Clearing Agency, or on the books of a Person maintaining an account with such Clearing Agency (directly or as an indirect participant, in accordance with the rules of such Clearing Agency).

Certificate Principal Amount: With respect to any Certificate, at the time of determination, the maximum specified dollar amount of principal to which the Holder thereof is then entitled hereunder, such amount being equal to the initial principal amount set forth on the face of such Certificate, (A) plus any Subsequent Recoveries added to the Certificate Principal Amount of such Certificate pursuant to Section 5.03 (B) minus (i) the amount of all principal distributions previously made with respect to such Certificate; (ii) all Realized Losses allocated to such Certificate; and (iii) in the case of an Aggregate Pool A Subordinate Certificate, any Subordinate Certificate Writedown Amount allocated to such Certificates. For purposes of Article V hereof, unless specifically provided to the contrary, Certificate Principal Amounts shall be determined as of the close of business of the immediately preceding Distribution Date, after giving effect to all distributions made on such date.

Certificate Register and Certificate Registrar: The register maintained and the registrar appointed pursuant to Section 3.02. The Securities Administrator will act as the initial Certificate Registrar under this Agreement.

Certificateholder: The meaning provided in the definition of "Holder."

Certification Parties: As defined in Section 11.08.

Certifying Person: As defined in Section 11.08.

Chase Originator: CHF and/or JPMCB, as the context requires.

Chase Originator Mortgage Loan: Each Mortgage Loan originated by a Chase Originator and listed on the Mortgage Loan Schedule.

Chase Originator Purchase and Servicing Agreement: Each agreement between the Seller and a Chase Originator listed under the heading "Purchase and Servicing Agreements" in Exhibit E hereto, as modified by the related Acknowledgement.

CHF: Chase Home Finance, LLC (successor by merger to Chase Manhattan Mortgage Corporation) or its successor in interest.

Civil Relief Act: The Servicemembers Civil Relief Act and any similar state laws.

Class: Collectively, Certificates bearing the same class designation. In the case of a Lower-Tier or Middle-Tier REMIC, the term "Class" refers to all Lower-Tier or Middle-Tier Interests having the same alphanumeric designation.

Class 1-A-4 Net WAC Cap: For any Distribution Date and the Class 1-A-4 Certificates, a per annum rate equal to the quotient of (a) the sum of (i) the Pool 1A Net WAC Cap multiplied by the Component Principal Amount of the Class 1-A-4-1 Component immediately prior to such Distribution Date and (ii) the Pool 1B Net WAC Cap multiplied by the Component Principal Amount of the Class 1-A-4-2 Component immediately prior to such Distribution Date, divided by (b) the Class Principal Amount of the Class 1-A-4 Certificates immediately prior to such Distribution Date.

Class 1-A-5 Net WAC Cap: For any Distribution Date and the Class 1-A-5 Certificates, a per annum rate equal to the quotient of (a) the sum of (i) the Pool 1A Net WAC Cap multiplied by the Component Principal Amount of the Class 1-A-5-1 Component immediately prior to such Distribution Date and (ii) the Pool 1B Net WAC Cap multiplied by the Component Principal Amount of the Class 1-A-5-2 Component immediately prior to such Distribution Date, divided by (b) the Class Principal Amount of the Class 1-A-5 Certificates immediately prior to such Distribution Date.

Class 1-P Reserve Fund: The Eligible Account established pursuant to Section 5.02(k).

Class 2-P Reserve Fund: The Eligible Account established pursuant to Section 5.02(k).

Class A-R Certificate: The Class A-R Certificate executed by the Trustee or Securities Administrator on behalf of the Trustee, and authenticated and delivered by the Authenticating Agent, substantially in the form annexed hereto as Exhibit A, and evidencing the ownership of the residual interest in the Upper-Tier REMIC.

Class A-R Reserve Fund: The Eligible Account established pursuant to Section 5.02(k).

Class 1-CE Distribution Amount: With respect to any Distribution Date (i) the product of (x) a notional amount, equal to the aggregate Stated Principal Balance of the Pool 1 Mortgage Loans as of the first day of the month of such Distribution Date (after giving effect to Monthly Payments of principal due on such date), and (y) the Certificate Interest Rate for the Class 1-CE Interest for such Distribution Date as set forth in footnote (12) to "The Certificates and the Upper-Tier REMIC" in the Preliminary Statement herein, less (ii) distributions made pursuant to Section 5.02(c)(3)(i)-(xxxi) on such Distribution Date.

Class P Prepayment Premiums: Prepayment Premiums on Mortgage Loans originated by Fifth Third, GreenPoint, JPMCB, PHH and Wells Fargo.

Class Notional Amount: With respect to the Interest-Only Certificates and any Distribution Date, as set forth in the Preliminary Statement.

Class Principal Amount: With respect to each Class of Certificates, the aggregate of the Certificate Principal Amounts of all Certificates of such Class at the date of determination. With respect to any Lower-Tier or Middle-Tier Interest, the initial Class Principal Amount as shown or described in the table set forth in the Preliminary Statement for the issuing REMIC, as reduced by principal distributed with respect to such Lower-Tier or Middle-Tier Interest and Realized Losses allocated to such Lower-Tier or Middle-Tier Interest at the date of determination.

Class Subordination Percentage: With respect to each Class of Aggregate Pool A Subordinate Certificates, for each Distribution Date, the percentage obtained by dividing the Class Principal Amount of such Class immediately prior to such Distribution Date by, the aggregate Class Principal Amount of all Aggregate Pool A Certificates immediately before that Distribution