

**PHEAA Student Loan Trust 2013-3 FRN**  
**Monthly Servicing Report**

**Distribution Date: 9/25/2014**

**Reporting Period: 08/01/2014 – 08/31/2014**

Pennsylvania Higher Education Assistance Agency – *Sponsor*

PHEAA Student Loan Foundation – *Depositor*

Pennsylvania Higher Education Assistance Agency – *Master Servicer and Administrator*

Manufacturers and Traders Trust Company – *Indenture Trustee and Eligible Lender Trustee*

PHEAA - 2013-3 Floating Rate Student Loan Asset-Backed Notes

Statement to Noteholders

Report Date: 08/31/14

Report Period: 08/01/14 - 08/31/14

I. Series 2013-3 Floating Rate Notes - Asset & Liability Summary

| A. Pool Balance                                       |  | 7/31/2014                | Net Activity             | 8/31/2014                | % of Initial Pool Balance |
|---|--|--------------------------|--------------------------|--------------------------|---------------------------|
| 1. Student Loan - Principal Balance                   |  | \$ 464,046,570.37        | \$ (5,113,450.16)        | \$ 458,933,120.21        | 92.34%                    |
| 2. Interest expected to be Capitalized                |  | \$ 7,962,583.44          | \$ 40,475.48             | \$ 8,003,058.92          |                           |
| <b>3. Total Pool Balance</b>                          |  | <b>\$ 472,009,153.81</b> | <b>\$ (5,072,974.68)</b> | <b>\$ 466,936,179.13</b> |                           |
| 4. Student Loan - Accrued Borrower Interest Balance   |  | \$ 11,651,963.97         | \$ 75,402.13             | \$ 11,727,366.10         |                           |
| 5. Accrued Interest Subsidy & Special Allowance       |  | \$ (646,771.07)          | \$ (636,123.02)          | \$ (1,282,894.09)        |                           |
| 6. Weighted Average Coupon Rate                       |  | 5.046%                   |                          | 5.044%                   |                           |
| 7. Weighted Average Remaining to Maturity (in months) |  | 225.43                   |                          | 224.32                   |                           |
| 8. Number of Loans                                    |  | 36,206                   |                          | 35,805                   |                           |
| 9. Number of Borrowers                                |  | 16,879                   |                          | 16,697                   |                           |

  

| B. Adjusted Pool Balance  |  | 7/31/2014                | Change         | 8/31/2014                |
|---|--|--------------------------|----------------|--------------------------|
| 1. Capitalized Interest Fund  |  | \$ 13,400,000.00         | \$ -           | \$ 13,400,000.00         |
| 2. Specified Reserve Fund Balance (greater of 0.25% of Pool Balance and 0.15% Initial Pool Balance) |  | \$ 1,180,022.88          | \$ (12,682.43) | \$ 1,167,340.45          |
| <b>3. Adjusted Pool Balance (A3 + B1 + B2)</b>  |  | <b>\$ 486,589,176.69</b> |                | <b>\$ 481,503,519.58</b> |

  

| C. Other Fund Balances                   |  | 7/31/2014               | Change               | 8/31/2014               |
|--|--|-------------------------|----------------------|-------------------------|
| 1. Collection Fund                       |  | \$ 6,351,186.83         | \$ (234,576.57)      | \$ 6,116,610.26         |
| 2. Reserve Fund                          |  | \$ 1,192,527.02         | \$ (12,504.14)       | \$ 1,180,022.88         |
| 3. Capitalized Interest Fund             |  | \$ 13,400,000.00        | \$ -                 | \$ 13,400,000.00        |
| 4. Department Rebate Fund                |  | \$ 760.14               | \$ 646,010.93        | \$ 646,771.07           |
| 5. Acquisitions Fund                     |  | \$ -                    | \$ -                 | \$ -                    |
| <b>6. Total - Other Account Balances</b> |  | <b>\$ 20,944,473.99</b> | <b>\$ 398,930.22</b> | <b>\$ 21,343,404.21</b> |

  

| D. Notes Payable              |  | Final Maturity | CUSIP     | Spread    | 7/31/2014                | %              | 8/31/2014                | %              |
|-------------------------------|--|----------------|-----------|-----------|--------------------------|----------------|--------------------------|----------------|
| 1. 2013-3 Class A LIBOR Notes |  | 11/25/2042     | 69338QAA8 | 1mL+0.75% | \$ 471,992,971.68        | 96.95%         | \$ 466,734,093.11        | 96.92%         |
| 2. 2013-3 Class B LIBOR Notes |  | 10/25/2046     | 69338QAB6 | 1mL+1.50% | \$ 14,850,000.00         | 3.05%          | \$ 14,850,000.00         | 3.08%          |
| <b>3. Total Notes Payable</b> |  |                |           |           | <b>\$ 486,842,971.68</b> | <b>100.00%</b> | <b>\$ 481,584,093.11</b> | <b>100.00%</b> |

  

| E. Parity Ratio Calculation:  |  | 7/31/2014                | Change                   | 8/31/2014                |
|---|--|--------------------------|--------------------------|--------------------------|
| 1. Student Loan - Principal   |  | \$ 464,046,570.37        | \$ (5,113,450.16)        | \$ 458,933,120.21        |
| 2. Student Loan - Accrued Borrower Interest Expected to be Capitalized                                    |  | \$ 7,962,583.44          | \$ 40,475.48             | \$ 8,003,058.92          |
| <b>3. Pool Balance (E1 + E2)</b>  |  | <b>\$ 472,009,153.81</b> | <b>\$ (5,072,974.68)</b> | <b>\$ 466,936,179.13</b> |
| 4. Capitalized Interest Fund  |  | \$ 13,400,000.00         | \$ -                     | \$ 13,400,000.00         |
| 5. Specified Reserve Fund Balance   |  | \$ 1,180,022.88          | \$ (12,682.43)           | \$ 1,167,340.45          |
| <b>6. Adjusted Pool Balance (E3+E4+E5)</b>  |  | <b>\$ 486,589,176.69</b> | <b>\$ (5,085,657.11)</b> | <b>\$ 481,503,519.58</b> |
| <b>7. Outstanding Notes (after giving effect to Distributions to be made on Distribution Date)</b>        |  | <b>\$ 481,584,093.11</b> | <b>\$ (5,778,906.21)</b> | <b>\$ 475,805,186.90</b> |
| <b>8. Senior Outstanding Notes (after giving effect to Distributions to be made on Distribution Date)</b> |  | <b>\$ 466,734,093.11</b> | <b>\$ (5,778,906.21)</b> | <b>\$ 460,955,186.90</b> |
| <b>9. Net Assets (E6 - E7)</b>  |  | <b>\$ 5,005,083.58</b>   | <b>\$ 693,249.10</b>     | <b>\$ 5,698,332.68</b>   |
| 10. Parity Ratio (E6/E7)  |  | 1.0104                   |                          | 1.0120                   |
| 11. Senior Parity Ratio (E6/E8)   |  | 1.0425                   |                          | 1.0446                   |

  

| F. Specified Overcollateralization Amount                |  | 7/31/2014               | 8/31/2014               |
|--|--|-------------------------|-------------------------|
| 1. 1.70% of current Adjusted Pool Balance                |  | \$ 8,272,016.00         | \$ 8,185,559.83         |
| 2. 1.90% of initial Adjusted Pool Balance                |  | \$ 9,897,780.62         | \$ 9,897,780.62         |
| <b>3. Total - Specified Overcollateralization Amount</b> |  | <b>\$ 18,169,796.62</b> | <b>\$ 18,083,340.45</b> |

PHEAA - 2013-3 Floating Rate Student Loan Asset-Backed Notes

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II. Series 2013-3 FRN Transactions and Accruals

|           |   | Beg/End Balances         |
|-----------|---|--------------------------|
| <b>A.</b> | <b>Student Loan Cash Principal Activity</b>                             | <b>464,046,570.37</b>    |
|           | 1 Borrower Payments   | \$ (1,548,002.12)        |
|           | 2 Claim Payments  | \$ (2,544,238.97)        |
|           | 3 Consolidation Payoffs   | \$ (1,578,203.13)        |
|           | 4 Other Cash Payments from Servicer                                     | \$ 1,450.15              |
|           | 5 Acquisitions / Sales  | \$ -                     |
|           | <b>6 Total Principal Cash Activity</b>                                  | <b>\$ (5,668,994.07)</b> |
| <b>B.</b> | <b>Student Loan Non-Cash Principal Activity</b>                         |                          |
|           | 1 Capitalized Interest  | \$ 556,636.21            |
|           | 2 Cancellations / Reissues  | \$ -                     |
|           | 3 Amounts due to / (from) Servicer for non-cash adjustments             | \$ (82.55)               |
|           | 4 Amounts due to / (from) Guarantor - Ins fees                          | \$ -                     |
|           | 5 Amounts due to / (from) Dept of Ed. - Direct Consolidation payments   | \$ -                     |
|           | 6 Amounts due to / (from) Dept. of Ed.                                  | \$ -                     |
|           | 7 Borrower Benefit reductions   | \$ -                     |
|           | 8 Other Non-Cash Adjustments  | \$ (1,009.75)            |
|           | <b>9 Total Non-Cash Principal Activity</b>                              | <b>\$ 555,543.91</b>     |
| <b>C.</b> | <b>Total Student Loan Principal Activity</b>                            | <b>\$ (5,113,450.16)</b> |
| <b>D.</b> | <b>Student Loan Cash Interest Activity</b>                              | <b>11,005,192.90</b>     |
|           | 1 Borrower Payments (includes Late Fees)                                | \$ (1,025,637.99)        |
|           | 2 Claim Payments  | \$ (79,532.58)           |
|           | 3 Consolidation Payoffs   | \$ (34,728.58)           |
|           | 4 Other Cash Payments from Servicer                                     | \$ -                     |
|           | 5 Acquisitions / Sales  | \$ -                     |
|           | 6 Subsidy Payments (ISP)  | \$ -                     |
|           | 7 Special Allowance Payments (SAP)                                      | \$ -                     |
|           | <b>8 Total Interest Collections</b>                                     | <b>\$ (1,139,899.15)</b> |
| <b>E.</b> | <b>Student Loan Non-Cash Interest Activity</b>                          |                          |
|           | 1 Borrower Accruals   | \$ 1,860,609.82          |
|           | 2 Interest Subsidy Payment Accrual                                      | \$ 148,244.12            |
|           | 3 Special Allowance Payment Accrual Estimate                            | \$ (784,367.14)          |
|           | 4 Prior Quarter Interest Subsidy & Special Allowance Accrual Adjustment | \$ -                     |
|           | 5 Capitalized Interest  | \$ (556,636.21)          |
|           | 6 Amounts due to / (from) Servicer for non-cash adjustments             | \$ -                     |
|           | 7 Amounts due to / (from) Dept of Ed. - Direct Consolidation payments   | \$ -                     |
|           | 8 Other Adjustments   | \$ (88,672.33)           |
|           | <b>9 Total Non-Cash Interest Activity</b>                               | <b>\$ 579,178.26</b>     |
| <b>F.</b> | <b>Total Student Loan Interest Activity</b>                             | <b>\$ (560,720.89)</b>   |
| <b>G.</b> | <b>Non-Reimbursable Losses During Collection Period</b>                 | <b>\$ (58,639.89)</b>    |
| <b>H.</b> | <b>Cumulative Non-Reimbursable Losses to Date</b>                       | <b>\$ (400,513.62)</b>   |
|           |   | <b>\$ 469,377,592.22</b> |

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III. Series 2013-3 FRN - Collection Account Reconciliation  
Cash Receipts & Disbursements for the period

|           |   |                          |
|-----------|---|--------------------------|
|           | <b>Beginning Cash Balance</b>   | <b>\$ 6,808,650.39</b>   |
| <b>A.</b> | <b>Principal Cash Collections</b>   |                          |
|           | 1 Principal Payments Received - Borrower Payments                         | \$ 1,548,002.12          |
|           | 2 Principal Payments Received - Claim Payments                            | \$ 2,544,238.97          |
|           | 3 Principal Payments Received - Consolidation Payoffs                     | \$ 1,578,203.13          |
|           | 4 Principal Payments Received - Other Payments from Servicer              | \$ (1,450.15)            |
|           | 5 Principal Payments Received - Sales                                     | \$ -                     |
|           | <b>6 Total Principal Collections</b>                                      | <b>\$ 5,668,994.07</b>   |
| <b>B.</b> | <b>Interest Cash Collections</b>  |                          |
|           | 1 Interest Payments Received - Borrower Payments (includes Late Fees)     | \$ 1,025,637.99          |
|           | 2 Interest Payments Received - Claim Payments                             | \$ 79,532.58             |
|           | 3 Interest Payments Received - Consolidation Payoffs                      | \$ 34,728.58             |
|           | 4 Interest Payments Received - Other Payments from Servicer               | \$ -                     |
|           | 5 Interest Payments Received - Interest Subsidy & Special Payments        | \$ -                     |
|           | 6 Interest Payments Received - Sales                                      | \$ -                     |
|           | <b>7 Total Interest Collections</b>                                       | <b>\$ 1,139,899.15</b>   |
| <b>C.</b> | <b>Reimbursements from Servicer</b>                                       | \$ -                     |
| <b>D.</b> | <b>Reimbursements from Guarantor for Insurance Fee Cancellations</b>      | \$ -                     |
| <b>E.</b> | <b>Reimbursements from Dept. of Ed. for Origination Fee Cancellations</b> | \$ -                     |
| <b>F.</b> | <b>Transfer from Capitalized Interest Fund</b>                            | \$ -                     |
| <b>G.</b> | <b>Transfer from Acquisition Fund</b>                                     | \$ -                     |
| <b>H.</b> | <b>Transfer from Reserve Fund</b>   | \$ 12,504.14             |
| <b>I.</b> | <b>Transfers to Department Rebate Fund</b>                                | \$ (646,010.93)          |
| <b>J.</b> | <b>Investment Earnings</b>  |                          |
|           | 1 Collection Account Investment Earnings                                  | \$ 0.44                  |
|           | 2 Payments Clearing Account Investment Earnings                           | \$ 65.32                 |
|           | 3 Rebate Fund Investment Earnings   | \$ 10.80                 |
|           | 4 Acquisition Fund Investment Earnings                                    | \$ -                     |
|           | 5 Capitalized Bond Interest Fund Investment Earnings                      | \$ 113.77                |
|           | 6 Reserve Fund Investment Earnings  | \$ 10.23                 |
|           | <b>7 Total Investment Earnings</b>  | <b>\$ 200.56</b>         |
| <b>K.</b> | <b>Funds Previously Remitted - Cash Disbursements</b>                     |                          |
|           | 1 Consolidation rebate fees to Dept. of Ed.                               | \$ (389,133.79)          |
|           | 2 Servicing Fees  | \$ (53,472.60)           |
|           | 3 Indenture Trustee Fee   | \$ (4,165.19)            |
|           | 4 Eligible Lender Trustee Fee   | \$ (1,000.00)            |
|           | 5 Admin Fees  | \$ (79,503.39)           |
|           | 6 Interest Payments - LIBOR Notes   | \$ (388,990.06)          |
|           | 7 Principal Payments - LIBOR Notes  | \$ (5,258,878.57)        |
|           | 8 Funds transferred to the Issuer   | \$ -                     |
|           | <b>9 Total Previously Remitted Fees</b>                                   | <b>\$ (6,175,143.60)</b> |
| <b>L.</b> | <b>Total Cash Available at 08/31/14 (Collection Fund)</b>                 | <b>\$ 6,809,093.78</b>   |

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**IV. Series 2013-3 FRN - Notes Payable Detail**

|                            |            |          |
|----------------------------|------------|----------|
|                            | Reset Date | 1m LIBOR |
| <b>A. LIBOR Rate Reset</b> | 08/21/14   | 0.15500% |

| <b>B. LIBOR Rate Interest Calculation</b>  | Spread | Interest Rate | Payment Date | # of Days | Start Date | End Date  | Interest Payment     |
|--|--------|---------------|--------------|-----------|------------|-----------|----------------------|
| 2013-3 FRN A LIBOR Notes                   | 0.75%  | 0.90500%      | 9/25/2014    | 31        | 8/25/2014  | 9/24/2014 | \$ 363,728.47        |
| 2013-3 FRN B LIBOR Notes                   | 1.50%  | 1.65500%      | 9/25/2014    | 31        | 8/25/2014  | 9/24/2014 | \$ 21,163.31         |
| <b>Total - 2013-3 FRN Interest Payable</b> |        |               |              |           |            |           | <b>\$ 384,891.78</b> |

**PHEAA - 2013-3 Floating Rate Student Loan Asset-Backed Notes**

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**V. Principal Distributions and Reserve Fund Reconciliation**

| A. | Distribution Amounts thru September 25th, 2014 | Combined        | 2013-3 Class A  | 2013-3 Class B |
|----|--|-----------------|-----------------|----------------|
| 1  | Monthly Interest Due                           | \$ 384,891.78   | \$ 363,728.47   | \$ 21,163.31   |
| 2  | Monthly Interest Paid                          | \$ 384,891.78   | \$ 363,728.47   | \$ 21,163.31   |
| 3  | <b>Interest Shortfall</b>                      | \$ -            | \$ -            | \$ -           |
| 4  | Interest Shortfall Due                         | \$ -            | \$ -            | \$ -           |
| 5  | Interest Shortfall Paid                        | \$ -            | \$ -            | \$ -           |
| 6  | <b>Interest Shortfall</b>                      | \$ -            | \$ -            | \$ -           |
| 7  | <b>Monthly Principal Paid</b>                  | \$ 5,778,906.21 | \$ 5,778,906.21 | \$ -           |
| 8  | <b>Total Distribution Amount</b>               | \$ 6,163,797.99 | \$ 6,142,634.68 | \$ 21,163.31   |

| B. | Principal Distribution Amount Reconciliation          | Actual Distribution |                 |
|----|---|---------------------|-----------------|
| 1  | Notes Outstanding as of 08/31/14                      | \$ 481,584,093.11   |                 |
| 2  | Current Adjusted Pool Balance 08/31/14                | \$ 481,503,519.58   |                 |
| 3  | less: Specified Overcollateralization Amount 08/31/14 | \$ 18,083,340.45    |                 |
| 4  | Total (B2-B3)   | \$ 463,420,179.13   |                 |
| 5  | Total Principal Distribution Amount (B1-B4)           | \$ 18,163,913.98    | \$ 5,778,906.21 |

| C. | Reserve Fund and Capitalized Interest Fund Reconciliation  | Reserve Fund    | Cap Int Fund     |
|----|--|-----------------|------------------|
| 1  | Beginning Period Balance 08/01/14  | \$ 1,192,527.02 | \$ 13,400,000.00 |
| 2  | Transfer from Cap Int Fund to the Collection Account   | \$ -            | \$ -             |
| 3  | Deposits to Reserve Fund   | \$ -            | \$ -             |
| 4  | Interest Earned  | \$ 10.23        | \$ 113.77        |
| 5  | Transfer of Interest Earned to the Collection Account  | \$ (10.23)      | \$ (113.77)      |
| 6  | Transfer of Excess Reserve to the Collection Account   | \$ (12,504.14)  | \$ -             |
| 7  | Total Reserve Fund Balance Available at 08/31/14   | \$ 1,180,022.88 | \$ 13,400,000.00 |
| 8  | Less: Reserve Fund Investment Earnings Pending Transfer to Collection Account                        | \$ -            | \$ -             |
| 9  | Total Adjusted Reserve Fund Balance Available 08/31/14   | \$ 1,180,022.88 | \$ -             |
| 10 | Specified Reserve Fund Balance (greater of .25% of the pool balance or .15% of initial pool balance) | \$ 1,167,340.45 | \$ -             |
| 11 | Cap Int Fund Schedule (Exh C) Balance at 09/25/14  | \$ -            | \$ 12,900,000.00 |
| 12 | <b>Excess Reserve - Transfer to/ (from) Collection Account</b>                                       | \$ 12,682.43    | \$ -             |
| 13 | <b>Cap Int Fund Schedule (Exh C)- Transfer to Collection Account</b>                                 | \$ -            | \$ 500,000.00    |

| D. | LIBOR Note Balances            | 8/25/2014         | Paydown Factors | 9/25/2014         |
|----|--------------------------------|-------------------|-----------------|-------------------|
| 1  | 2013-3 FRN A LIBOR Notes       | \$ 466,734,093.11 | \$ 5,778,906.21 | \$ 460,955,186.90 |
| 2  | 2013-3 A Pool Factor           | 0.9279008         | 0.0114889       | 0.9164119         |
| 3  | 2013-3 FRN B LIBOR Notes       | 14,850,000.00     | \$ -            | \$ 14,850,000.00  |
| 4  | 2013-3 B Pool Factor           | 1.0000000         | -               | 1.0000000         |
|    | <b>Total Notes Outstanding</b> | \$ 481,584,093.11 | \$ 5,778,906.21 | \$ 475,805,186.90 |
|    | <b>Total Note Pool Factor</b>  | \$ 0.9299683      | \$ 0.0111594    | \$ 0.9188089      |

## VI. Series 2013-3 FRN - Priority of Distributions

| Per Distribution Date Certificate |  |                 | Available Funds Balance |              |
|-----------------------------------|--|-----------------|-------------------------|--------------|
| Total Available Funds             |  |                 | \$ 6,809,093.78         |              |
| Section 5.02                      | Transfer of remaining funds in Acquisition Fund not used to purchase loans or pay acquisition costs  | \$ -            | \$                      | 6,809,093.78 |
| Section 5.03                      | Transfer from the Capitalized Interest Fund to the Collection Fund   | \$ 500,000.00   | \$                      | 7,309,093.78 |
| Section 5.05(c)                   | Transfer from the Reserve Fund the amount representing the excess of the Specified Reserve Fund Balance.   | \$ 12,682.43    | \$                      | 7,321,776.21 |
| Section 5.04(c)                   | <b>Distributions:</b>  |                 |                         |              |
| (i)                               | Payments to the Dept of Ed for Consolidation Rebate Fees   | \$ 385,307.18   | \$                      | 6,936,469.03 |
| (ii)                              | Deposit to the Department Rebate Account an amount sufficient to make the balance in the Dept Rebate Account, after taking into consideration funds then on deposit therein, equal to the Dept Rebate Interest Amt;    | \$ 636,123.02   | \$                      | 6,300,346.01 |
| (iii)(A)                          | Payment of the Indenture Trustee fee to the Indenture Trustee  | \$ 4,124.75     | \$                      | 6,296,221.26 |
| (iii)(B)                          | Payment of the Eligible Lender Trustee fee to the Eligible Lender Trustee  | \$ 1,000.00     | \$                      | 6,295,221.26 |
| (iii)(C)                          | Payment of the Owner Trustee Fee to the Owner Trustee (November Distribution Date Only)  | \$ -            | \$                      | 6,295,221.26 |
| (iv)                              | Payment of the Administrator Fee to the Administrator  | \$ 78,669.77    | \$                      | 6,216,551.49 |
| (iv)                              | Payment of Other Administration Expense to the Administrator (November Distribution only)  | \$ -            | \$                      | 6,216,551.49 |
| (v)                               | Payment of the Servicing fee to the Servicer   | \$ 52,753.50    | \$                      | 6,163,797.99 |
| (vi)                              | to the Class A Noteholders, the Class A Noteholders' Interest Distribution Amount, pro rata, based on the related principal amount Outstanding of each such Noteholders, as Noteholders' Interest Distribution Amount; | \$ 363,728.47   | \$                      | 5,800,069.52 |
| (vii)                             | to the Class B Noteholders, the Class B Noteholders' Interest Distribution Amount, pro rata, based on the related principal amount Outstanding of each such Noteholders, as Noteholders' Interest Distribution Amount; | \$ 21,163.31    | \$                      | 5,778,906.21 |
| (viii)                            | to the Reserve Account, the amount, if any, necessary to reinstate the balance of the Reserve Fund to equal the Specified Reserve Fund Balance;  | \$ -            | \$                      | 5,778,906.21 |
| (ix)                              | to the Class A-1 Noteholders, the Principal Distribution Amount (until paid in full)   | \$ 5,778,906.21 | \$                      | -            |
| (x)                               | to the Class B-1 Noteholders, the Principal Distribution Amount (until paid in full) (after all Class A Noteholders have been paid in full)  | \$ -            | \$                      | -            |
| (xi)                              | Amounts due to the Indenture Trustee as Extraordinary Trustee Fee  | \$ -            | \$                      | -            |
| (xii)                             | Amounts payable to the Noteholders as a supplement payment of the principal on the Notes pursuant to Section 5.04(c)(xii) of the Indenture   | \$ -            | \$                      | -            |
| (xiii)                            | Remaining amounts released to the Depositor  | \$ -            | \$                      | -            |

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VII. Series 2013-3 Portfolio Characteristics

|                        |                                      | Number of Loans |                    | Ending Principal Balance |                    | % of Balance  |               | Wgt. Avg. Coupon |               | Wgt. Avg Repayment |            |
|------------------------|--------------------------------------|-----------------|--------------------|--------------------------|--------------------|---------------|---------------|------------------|---------------|--------------------|------------|
|                        |                                      |                 |                    | \$                       | \$                 | %             | %             | %                | %             | # months           | # months   |
|                        |                                      | 7/31/2014       | 8/31/2014          | 7/31/2014                | 8/31/2014          | 7/31/2014     | 8/31/2014     | 7/31/2014        | 8/31/2014     | 7/31/2014          | 8/31/2014  |
| A                      | <b>Borrower Status Distribution:</b> |                 |                    |                          |                    |               |               |                  |               |                    |            |
|                        | <b>Interim</b>                       |                 |                    |                          |                    |               |               |                  |               |                    |            |
|                        | In-School                            | 159             | 137                | 359,024                  | 363,775            | 0.08%         | 0.08%         | 5.042%           | 5.027%        | 120                | 120        |
|                        | Grace                                | 59              | 52                 | 142,991                  | 138,240            | 0.03%         | 0.03%         | 3.979%           | 3.980%        | 120                | 120        |
|                        | <b>Repayment</b>                     |                 |                    |                          |                    |               |               |                  |               |                    |            |
|                        | Current                              | 21,495          | 21,341             | 287,383,612              | 285,256,475        | 61.93%        | 62.16%        | 4.966%           |               | 221                | 221        |
|                        | 31-60 Days Delinquent                | 1,366           | 1,126              | 16,472,445               | 13,790,453         | 3.55%         | 3.00%         | 5.515%           | 5.339%        | 232                | 227        |
|                        | 61-90 Days Delinquent                | 819             | 912                | 9,741,762                | 10,562,472         | 2.10%         | 2.30%         | 5.380%           | 5.699%        | 235                | 222        |
|                        | 91-120 Days Delinquent               | 573             | 602                | 7,531,948                | 7,390,757          | 1.62%         | 1.61%         | 5.644%           | 5.736%        | 245                | 248        |
|                        | 121-180 Days Delinquent              | 972             | 860                | 11,453,462               | 10,550,686         | 2.47%         | 2.30%         | 5.749%           | 5.559%        | 234                | 231        |
|                        | 181-270 Days Delinquent              | 813             | 886                | 9,392,554                | 10,930,524         | 2.02%         | 2.38%         | 5.742%           | 5.850%        | 242                | 246        |
|                        | > 271 Days Delinquent                | 903             | 895                | 7,353,190                | 6,466,047          | 1.58%         | 1.41%         | 5.370%           | 5.428%        | 215                | 204        |
| <b>Total Repayment</b> | <b>26,941</b>                        | <b>26,622</b>   | <b>349,328,974</b> | <b>344,947,415</b>       | <b>75.28%</b>      | <b>75.16%</b> | <b>5.073%</b> | <b>0.968%</b>    | <b>223</b>    | <b>222</b>         |            |
| Forbearance            | 4,186                                | 4,156           | 64,437,444         | 63,890,144               | 13.89%             | 13.92%        | 5.475%        | 5.474%           | 248           | 246                |            |
| Deferment              | 4,861                                | 4,838           | 49,799,633         | 49,593,546               | 10.73%             | 10.81%        | 5.253%        | 5.280%           | 239           | 238                |            |
| F                      | <b>Total Portfolio</b>               | <b>36,206</b>   | <b>35,805</b>      | <b>464,068,065</b>       | <b>458,933,120</b> | <b>100%</b>   | <b>100%</b>   | <b>5.047%</b>    | <b>5.044%</b> | <b>223</b>         | <b>222</b> |

Note: Delinquent means more than 30 days past due

PHEAA - 2013-3 Floating Rate Student Loan Asset-Backed Notes

Statement to Noteholders

Report Date: 08/31/14

Report Period: 08/01/14 - 08/31/14

VIII. Series 2013-3 Portfolio Characteristics and Weighted Average Payments

|                                     | Number of Loans |               | Ending Principal Balance |                    | % of Balance |             | Wgt. Avg. Coupon |               | Wgt. Avg Repayment Months |            |
|-------------------------------------|-----------------|---------------|--------------------------|--------------------|--------------|-------------|------------------|---------------|---------------------------|------------|
|                                     | \$              | \$            | \$                       | \$                 | %            | %           | %                | %             | \$                        | \$         |
|                                     | 7/31/2014       | 8/31/2014     | 7/31/2014                | 8/31/2014          | 7/31/2014    | 8/31/2014   | 7/31/2014        | 8/31/2014     | 7/31/2014                 | 8/31/2014  |
| <b>A Borrower Status Type:</b>      |                 |               |                          |                    |              |             |                  |               |                           |            |
| <b>1 Loan Type</b>                  |                 |               |                          |                    |              |             |                  |               |                           |            |
| 1. Subsidized Consolidation Loans   | 11,369          | 11,296        | 182,180,329              | 180,085,031        | 39.259%      | 39.240%     | 5.025%           | 5.023%        | 222                       | 221        |
| 2. Unsubsidized Consolidation Loans | 12,142          | 12,057        | 251,807,415              | 249,334,875        | 54.263%      | 54.329%     | 5.150%           | 5.146%        | 238                       | 236        |
| 3. Subsidized Stafford Loans        | 6,954           | 6,843         | 13,943,955               | 13,695,992         | 3.005%       | 2.984%      | 4.179%           | 4.180%        | 99                        | 99         |
| 4. Unsubsidized Stafford Loans      | 5,491           | 5,369         | 15,352,220               | 15,074,534         | 3.308%       | 3.285%      | 4.312%           | 4.316%        | 105                       | 105        |
| 5. Grad PLUS Loans                  | 21              | 20            | 154,335                  | 155,205            | 0.033%       | 0.034%      | 8.500%           | 8.500%        | 113                       | 113        |
| 6. PLUS Loans                       | 224             | 215           | 592,807                  | 572,154            | 0.128%       | 0.125%      | 6.274%           | 6.260%        | 52                        | 51         |
| 7. SLS Loans                        | 5               | 5             | 15,510                   | 15,329             | 0.003%       | 0.003%      | 5.332%           | 4.974%        | 39                        | 39         |
| <b>Total - Loan Type</b>            | <b>36,206</b>   | <b>35,805</b> | <b>464,046,570</b>       | <b>458,933,120</b> | <b>100%</b>  | <b>100%</b> | <b>5.047%</b>    | <b>5.044%</b> | <b>223</b>                | <b>222</b> |
| <b>2 Program Type</b>               |                 |               |                          |                    |              |             |                  |               |                           |            |
| 1. Graduate                         | 323             | 319           | 2,754,476                | 2,745,686          | 0.594%       | 0.598%      | 5.536%           | 5.530%        | 145                       | 145        |
| 2. Undergraduate                    | 33,169          | 32,794        | 427,944,913              | 423,280,012        | 92.220%      | 92.231%     | 5.030%           | 5.028%        | 224                       | 223        |
| 3. Proprietary                      | 2,714           | 2,692         | 33,347,181               | 32,907,423         | 7.186%       | 7.170%      | 5.224%           | 5.217%        | 217                       | 216        |
| <b>Total - Program Type</b>         | <b>36,206</b>   | <b>35,805</b> | <b>464,046,570</b>       | <b>458,933,120</b> | <b>100%</b>  | <b>100%</b> | <b>5.047%</b>    | <b>5.044%</b> | <b>223</b>                | <b>222</b> |
| <b>3 School Type</b>                |                 |               |                          |                    |              |             |                  |               |                           |            |
| 1. 4 Year Private                   | 7,863           | 7,800         | 181,882,448              | 179,541,544        | 39.19%       | 39.12%      | 5.095%           | 5.094%        | 243                       | 241        |
| 2. 4 Year Public                    | 13,067          | 12,955        | 183,273,697              | 181,964,850        | 39.49%       | 39.65%      | 4.970%           | 4.968%        | 223                       | 222        |
| 3. 2 Year Private                   | 617             | 610           | 8,278,879                | 8,156,797          | 1.78%        | 1.78%       | 5.352%           | 5.362%        | 206                       | 204        |
| 4. 2 Year Public                    | 11,790          | 11,593        | 54,619,013               | 53,730,947         | 11.77%       | 11.71%      | 4.957%           | 4.951%        | 162                       | 160        |
| 5. Prop/Voc/Tech                    | 2,664           | 2,644         | 32,312,819               | 31,874,676         | 6.96%        | 6.95%       | 5.293%           | 5.286%        | 216                       | 215        |
| 6. Unkown                           | 205             | 203           | 3,679,714                | 3,664,305          | 0.79%        | 0.80%       | 4.942%           | 4.947%        | 239                       | 239        |
| <b>Total - School Type</b>          | <b>36,206</b>   | <b>35,805</b> | <b>464,046,570</b>       | <b>458,933,120</b> | <b>100%</b>  | <b>100%</b> | <b>5.047%</b>    | <b>5.044%</b> | <b>223</b>                | <b>222</b> |

**B. Weighted Average Payments Made**

|  | W.A. Time until repayment (months) |           |
|--|------------------------------------|-----------|
|  | 7/31/2014                          | 8/31/2014 |
| 1. In school                               | 27                                 | 26        |
| 2. Grace                                   | 4                                  | 4         |
| 3. Deferment                               | 15                                 | 15        |
| 4. Forbearance                             | 4                                  | 4         |
|  |                                    |           |
|  | W.A. Time in Repayment (months)    |           |
|  | 7/31/2014                          | 8/31/2014 |
| 5. Repayment                               | 94                                 | 95        |
| <b>6. Total Portfolio Weighted Average</b> | <b>69</b>                          | <b>69</b> |

IX. Series 2013-3 FFELP Portfolio Indices

|                              |                       |                 | Ending Principal   |               |   |                       |                 | Ending Principal   |              |
|------------------------------|-----------------------|-----------------|--------------------|---------------|---|-----------------------|-----------------|--------------------|--------------|
|                              |                       |                 | Balance            | % of Total    |   |                       |                 | Balance            | % of Total   |
|                              |                       |                 | 8/31/2014          | 8/31/2014     |   |                       |                 | 8/31/2014          | 8/31/2014    |
| <b>A Stafford</b>            |                       |                 |                    |               | <b>B Unsub Stafford</b>                 |                       |                 |                    |              |
| <u>SAP Category</u>          | <u>SAP Spread</u>     | <u>Int Rate</u> |                    |               | <u>SAP Category</u>                     | <u>SAP Spread</u>     | <u>Int Rate</u> |                    |              |
| SB                           | Tbill + 3.50%         | Fixed           | 8,664              | 0.00%         | SG                                      | Tbill + 3.10%         | Variable        | 217,791            | 0.05%        |
| SD                           | Tbill + 3.25%         | Fixed           | 115,631            | 0.03%         | SH                                      | Tbill + 2.50%         | Variable        | 4,757              | 0.00%        |
| SD                           | Tbill + 3.25%         | Variable        | 2,003              | 0.00%         | SJ                                      | Tbill + 2.20%         | Variable        | 2,495              | 0.00%        |
| SE                           | Tbill + 3.10%         | Fixed           | 15,185             | 0.00%         | SK                                      | Tbill + 2.80%         | Variable        | 112,944            | 0.02%        |
| SE                           | Tbill + 3.10%         | Variable        | 26,354             | 0.01%         | LA                                      | 1mL + 1.74%           | Variable        | 1,755,878          | 0.38%        |
| SG                           | Tbill + 3.10%         | Variable        | 236,007            | 0.05%         | LB                                      | 1mL + 2.34%           | Variable        | 5,505,321          | 1.20%        |
| SH                           | Tbill + 2.50%         | Variable        | 13,915             | 0.00%         | LE                                      | 1mL + 1.74% (Neg SAP) | Fixed           | 1,458,641          | 0.32%        |
| SJ                           | Tbill + 2.20%         | Variable        | 19,631             | 0.00%         | LE                                      | 1mL + 1.74% (Neg SAP) | Variable        | 96,558             | 0.02%        |
| SK                           | Tbill + 2.80%         | Variable        | 105,371            | 0.02%         | LF                                      | 1mL + 2.34% (Neg SAP) | Fixed           | 4,982,769          | 1.09%        |
| LA                           | 1mL + 1.74%           | Variable        | 1,736,615          | 0.38%         | LF                                      | 1mL + 2.34% (Neg SAP) | Variable        | 323,157            | 0.07%        |
| LB                           | 1mL + 2.34%           | Variable        | 5,088,718          | 1.11%         | LI                                      | 1mL + 1.34% (Neg SAP) | Fixed           | 242,897            | 0.05%        |
| LE                           | 1mL + 1.74% (Neg SAP) | Fixed           | 1,131,652          | 0.25%         | LJ                                      | 1mL + 1.94% (Neg SAP) | Fixed           | 331,694            | 0.07%        |
| LE                           | 1mL + 1.74% (Neg SAP) | Variable        | 97,888             | 0.02%         | None - Not eligible for SAP             |                       |                 | 40,173             | 0.01%        |
| LF                           | 1mL + 2.34% (Neg SAP) | Fixed           | 3,797,918          | 0.83%         |   |                       |                 |                    |              |
| LF                           | 1mL + 2.34% (Neg SAP) | Variable        | 332,726            | 0.07%         |   |                       |                 |                    |              |
| LI                           | 1mL + 1.34% (Neg SAP) | Fixed           | 285,473            | 0.06%         |   |                       |                 |                    |              |
| LJ                           | 1mL + 1.94% (Neg SAP) | Fixed           | 630,418            | 0.14%         |   |                       |                 |                    |              |
| None - Not eligible for SAP  |                       |                 | 54,065             | 0.01%         |   |                       |                 |                    |              |
| <b>Total - Stafford</b>      |                       |                 | <b>13,698,233</b>  | <b>2.98%</b>  | <b>Total - Unsub Stafford</b>           |                       |                 | <b>15,075,073</b>  | <b>3.28%</b> |
| <b>C Consolidation</b>       |                       |                 |                    |               | <b>D Plus/SLS</b>                       |                       |                 |                    |              |
| <u>SAP Category</u>          | <u>SAP Spread</u>     | <u>Int Rate</u> |                    |               | <u>SAP Category</u>                     | <u>SAP Spread</u>     | <u>Int Rate</u> |                    |              |
| SD                           | Tbill + 3.25%         | Fixed           | 89,597             | 0.02%         | SB                                      | Tbill + 3.50%         | Fixed           | 3,656              | 0.00%        |
| SE                           | Tbill + 3.10%         | Fixed           | 1,256,251          | 0.27%         | SD                                      | Tbill + 3.25%         | Variable        | 27,346             | 0.01%        |
| SG                           | Tbill + 3.10%         | Variable        | 190,534            | 0.04%         | SE                                      | Tbill + 3.10%         | Variable        | 26,937             | 0.01%        |
| SL                           | T-bill + 3.10%        | Fixed           | 234,842            | 0.05%         | SG                                      | Tbill + 3.10%         | Variable        | 1,408              | 0.00%        |
| LC                           | 1mL + 2.64%           | Fixed           | 131,045,430        | 28.55%        | SH                                      | Tbill + 2.50%         | Variable        | 2,416              | 0.00%        |
| LG                           | 1mL + 2.64% (Neg SAP) | Fixed           | 267,070,994        | 58.19%        | LD                                      | 1mL +2.64%            | Variable        | 179,644            | 0.04%        |
| LK                           | 1mL + 2.24% (Neg SAP) | Fixed           | 29,465,922         | 6.42%         | LH                                      | 1mL +2.64% (Neg SAP)  | Fixed           | 341,024            | 0.07%        |
| None - Not eligible for SAP  |                       |                 | 70,494             | 0.02%         | LH                                      | 1mL +2.64% (Neg SAP)  | Variable        | 4,647              | 0.00%        |
|                              |                       |                 |                    |               | LM                                      | 1mL +1.94% (Neg SAP)  | Fixed           | 155,615            | 0.03%        |
|                              |                       |                 |                    |               | None - Not eligible for SAP             |                       |                 | -                  | 0.00%        |
| <b>Total - Consolidation</b> |                       |                 | <b>429,424,063</b> | <b>93.57%</b> | <b>Total - Plus/SLS</b>                 |                       |                 | <b>742,692</b>     | <b>0.16%</b> |
|                              |                       |                 |                    |               | <b>E Credit Balances Loans</b>          |                       |                 | (6,942)            | 0.00%        |
|                              |                       |                 |                    |               | <b>Total Ending Balance at 08/31/14</b> |                       |                 | <b>458,933,120</b> | <b>100%</b>  |

**X. Payment History, CPRs, and Cumulative Default Rate**

**A. Payment History and CPRs**

| Month End Date | Actual Ending Pool Balance | Since Issued CPR |
|----------------|----------------------------|------------------|
| 8/31/2014      | \$ 466,936,179.13          | 6.415%           |
| 7/31/2014      | \$ 472,009,153.81          | 6.119%           |
| 6/30/2014      | \$ 477,010,809.95          | 5.773%           |
| 5/31/2014      | \$ 481,395,749.12          | 5.573%           |
| 4/30/2014      | \$ 486,908,419.84          | 4.815%           |
| 3/31/2014      | \$ 491,703,256.56          | 4.138%           |
| 2/28/2014      | \$ 496,029,279.42          | 3.359%           |
| 1/31/2014      | \$ 499,370,578.57          | 3.021%           |
| 12/31/2013     | \$ 503,373,886.67          | 1.055%           |
| 11/30/2013     | \$ 506,189,269.74          | -3.203%          |

**B. Cumulative Default Rate**

|   |                  |
|---|------------------|
| 1. Current Period Defaults  |                  |
| a. Claim payments from Guarantor*                                 | \$ 2,623,771.55  |
| b. 1-3% write offs  | 57,905.77        |
| c. Claims filed pending payment                                   | 2,659,285.62     |
| d. Total Current Period Defaults                                  | \$ 5,340,962.94  |
| 2. Cumulative Defaults  |                  |
| a. Claim payments from Guarantor                                  | \$ 12,957,100.30 |
| b. 1-3% write offs  | 295,742.01       |
| c. Claims filed pending payment                                   | 2,659,285.62     |
| d. Total Cumulative Defaults                                      | \$ 15,912,127.93 |
| 3. Cumulative Default (% of original pool balance)                | 3.15%            |
| 4. Cumulative Default (% of cumulative Entered Repayment Balance) | 4.54%            |
| 5. Cumulative Recoveries  | \$ 12,957,100.30 |
| 6. Cumulative Recovery Rate (2a/2d)                               | 81.43%           |
| 7. Cumulative Net Loss Rate (2b/2d)                               | 1.86%            |
| 8. Rejected Claims Repurchased                                    |                  |
| a. Current period purchases                                       | \$ -             |
| b. Cumulative repurchases   | \$ -             |

\*Claim payments include principal & interest payments

**PHEAA - 2013-3 Floating Rate Student Loan Asset-Backed Notes**

**Statement to Noteholders**

**Report Date: 08/31/14**

**Report Period: 08/01/14 - 08/31/14**

**XI. Balance Sheet**

| <b><u>ASSETS</u></b>                         | <b><u>8/31/2014</u></b>   |
|--|---------------------------|
| Cash   | \$ 692,484                |
| Assets Held by Trustee                       |                           |
| Investments                                  | 21,343,404                |
| Accrued Interest Receivable                  | 10,444,744                |
| Student Loans Receivable, Net                | 458,326,120               |
| Discount - Std Ln purchase                   | <u>5,249,203</u>          |
| Total Assets                                 | <u><u>496,055,955</u></u> |
| <br><b><u>LIABILITIES AND NET ASSETS</u></b> |                           |
| Bonds Payable                                | 481,584,184               |
| Discount on Bonds Payable                    | 7,799,526                 |
| Accrued Interest Payable                     | 86,911                    |
| Other Accounts Payable & Accrued Expenses    | 521,855                   |
| Deferred Revenue                             | -                         |
| Deferred call premium                        | -                         |
| Total Liabilities                            | <u>489,992,477</u>        |
| Net Assets                                   | <u>6,063,478</u>          |
| Total Liabilities and Net Assets             | <u><u>496,055,955</u></u> |
| Parity Ratio                                 | <u>1.0120</u>             |
| Senior Parity Ratio                          | <u>1.0446</u>             |