

\$879,119,934



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2002-53**

The Certificates

We, the Federal National Mortgage Association ("Fannie Mae"), will issue the classes of certificates listed in the chart on this page.

Payments to Certificateholders

We will make monthly payments on the certificates. You, the investor, will receive

- interest accrued on the balance of your certificate, and
- principal to the extent available for payment on your class.

We may pay principal at rates that vary from time to time. We may not pay principal to certain classes for long periods of time.

The Fannie Mae Guaranty

We will guarantee that required payments of principal and interest on the certificates are distributed to investors on time.

The Trust and its Assets

The trust will own

- Fannie Mae Stripped MBS and
- Fannie Mae MBS.

The mortgage loans underlying the Fannie Mae Stripped MBS and Fannie Mae MBS are first lien, single-family, fixed-rate loans.

Class	Group	Original Class Balance	Principal Type	Interest Rate	Interest Type	CUSIP Number	Final Distribution Date
FG	1	\$ 40,000,000	PT	(1)	FLT	31392EHJ2	July 2032
SG	1	40,000,000(2)	NTL	(1)	INV/IO	31392EHK9	July 2032
FH	2	50,000,000	PT	(1)	FLT	31392EHL7	July 2032
SH	2	50,000,000(2)	NTL	(1)	INV/IO	31392EHM5	July 2032
FK	3	50,000,000	PT	(1)	FLT	31392EHN3	April 2032
SK	3	50,000,000(2)	NTL	(1)	INV/IO	31392EHP8	April 2032
PA	4	2,000,000	PAC	5.0%	FIX	31392EHQ6	November 2018
PH	4	83,652,000	PAC	4.0	FIX	31392EHR4	November 2018
PB	4	37,749,000	PAC	5.0	FIX	31392EHS2	March 2022
IA	4	34,508,833(2)	NTL	6.0	FIX/IO	31392EHT0	March 2022
PJ(3) ..	4	71,322,000	PAC	5.0	FIX	31392EHU7	October 2026
IB(3) ..	4	11,887,000(2)	NTL	6.0	FIX/IO	31392EHV5	October 2026
PG	4	26,465,000	PAC	6.0	FIX	31392EHW3	February 2028
PD	4	100,000,000	PAC	6.0	FIX	31392EHX1	January 2032
PE	4	20,377,000	PAC	6.0	FIX	31392EHY9	September 2032
DY	4	29,440,000	PAC	6.0	FIX	31392EHZ6	September 2032
AB	4	30,000,000	TAC	6.0	FIX	31392EJA9	September 2032
FX	4	60,674,999	SUP	(1)	FLT	31392EJB7	September 2032
SX(3) ..	4	14,001,924	SUP	(1)	INV	31392EJC5	September 2032
PX(3) ..	4	6,223,077	SUP	(4)	PO	31392EJD3	September 2032
FP	5	34,000,000	SEQ	(1)	FLT	31392EJE1	August 2030
SP	5	34,000,000(2)	NTL	(1)	INV/IO	31392EJF8	August 2030
D	5	85,000,000	SEQ	5.0	FIX	31392EJG6	August 2030
EH	5	5,083,000	SEQ	6.0	FIX	31392EJH4	September 2031
EK	5	4,900,000	SEQ	6.0	FIX	31392EJJ0	August 2032
EL	5	578,000	SEQ	6.0	FIX	31392EJK7	September 2032
EG	5	15,087,143	SEQ	6.0	FIX	31392EJL5	September 2032
FY(3) ..	6	112,566,791	PT	(1)	FLT	31392EJM3	August 2032
SV(3) ..	6	112,566,791(2)	NTL	(1)	INV/IO	31392EJN1	August 2032
SW(3) ..	6	112,566,791(2)	NTL	(1)	INV/IO	31392EJP6	August 2032
R		0	NPR	0	NPR	31392EJQ4	September 2032
RL		0	NPR	0	NPR	31392EJR2	September 2032

(1) Based on LIBOR.

(2) Notional balances. These classes are interest only classes.

(3) Exchangeable classes.

(4) Principal only class.

If you own certificates of certain classes, you can exchange them for the corresponding RCR certificates to be issued at the time of the exchange. The PC, PK, SF, SY and A Classes are the RCR classes, as further described in this prospectus supplement.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be August 30, 2002.

Carefully consider the risk factors starting on page S-8 of this prospectus supplement and on page 10 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

The certificates, together with interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any agency or instrumentality thereof other than Fannie Mae.

The certificates are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

JPMorgan

July 11, 2002

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AVAILABLE INFORMATION

You should purchase the certificates only if you have read and understood this prospectus supplement and the following documents (the “Disclosure Documents”):

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2002 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Mortgage Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated May 1, 2002 (the “MBS Prospectus”);
- our Information Statement dated April 1, 2002 and its supplements (the “Information Statement”); and
- if you are purchasing any Group 1, Group 2, Group 3 or Group 6 Class or the R or RL Class, our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated May 1, 2002 (the “SMBS Prospectus”).

You can obtain copies of the Disclosure Documents by writing or calling us at:

Fannie Mae
MBS Helpline
3900 Wisconsin Avenue, N.W., Area 2H-3S
Washington, D.C. 20016
(telephone 1-800-237-8627 or 202-752-6547).

In addition, the Disclosure Documents, together with the class factors, are available on our corporate web site at www.fanniemae.com and our business to business web site at www.efanniemae.com.

You also can obtain copies of the Disclosure Documents by writing or calling the dealer at:

J.P. Morgan Securities Inc.
34 Exchange Place, 4th Floor, Plaza 2
Harborside Financial Center
Jersey City, New Jersey 07311
(telephone 201-524-8393).

REFERENCE SHEET

This reference sheet is not a summary of the transaction and does not contain complete information about the certificates. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3.

Assets Underlying Each Group of Classes

Group	Assets
1	Group 1 SMBS
2	Group 2 SMBS
3	Group 3 SMBS
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 SMBS

Assumed Characteristics of the Mortgage Loans Underlying the SMBS and the Trust MBS (as of August 1, 2002)

	Approximate Principal Balance	Original Term to Maturity (in months)	Approximate Weighted Average Remaining Term to Maturity (in months)	Approximate Weighted Average Loan Age (in months)	Approximate Weighted Average Coupon
Group 1 SMBS*	\$ 40,000,000	360	353	7	6.983%
Group 2 SMBS**	\$ 50,000,000	360	353	7	6.983%
Group 3 SMBS†	\$ 50,000,000	360	351	9	7.489%
Group 4 MBS	\$481,905,000	360	353	5	6.550%
Group 5 MBS	\$144,648,143	360	356	3	6.480%
Group 6 SMBS††	\$112,566,791	360	355	5	6.574%

* The Group 1 SMBS will represent ownership of (i) interest payments at a pass-through rate of 6.5% on an initial notional principal amount of \$55,384,616 and (ii) principal payments on an initial principal amount of \$40,000,000 of MBS. See "Description of the Certificates—The SMBS—*The Group 1 SMBS*" in this prospectus supplement.

** The Group 2 SMBS will represent ownership of (i) interest payments at a pass-through rate of 6.5% on an initial notional principal amount of \$69,230,770 and (ii) principal payments on an initial principal amount of \$50,000,000 of MBS. See "Description of the Certificates—The SMBS—*The Group 2 SMBS*" in this prospectus supplement.

† The Group 3 SMBS will represent ownership of (i) interest payments at a pass-through rate of 7.0% on an initial notional principal amount of \$60,714,286 and (ii) principal payments on an initial principal amount of \$50,000,000 of MBS. See "Description of the Certificates—The SMBS—*The Group 3 SMBS*" in this prospectus supplement.

†† The Group 6 SMBS will represent ownership of (i) interest payments at a pass-through rate of 6.0% on an initial notional principal amount of \$159,469,621 and (ii) principal payments on an initial principal amount of \$112,566,791 of MBS. See "Description of the Certificates—The SMBS—*The Group 6 SMBS*" in this prospectus supplement.

The actual remaining terms to maturity, weighted average loan ages and interest rates of most of the mortgage loans will differ from the weighted averages shown above, perhaps significantly.

Class Factors

The class factors are numbers that, when multiplied by the initial principal balance of a certificate, can be used to calculate the current principal balance of that certificate (after taking into account principal payments in the same month). We publish the class factors on or shortly after the 11th day of each month.

Settlement Date

We expect to issue the certificates on August 30, 2002.

Distribution Dates

We will make payments on the certificates on the 25th day of each calendar month, or on the next business day if the 25th day is not a business day.

Book-Entry and Physical Certificates

We will issue the book-entry certificates through the U.S. Federal Reserve Banks, which will electronically track ownership of the certificates and payments on them. We will issue physical certificates in registered, certificated form.

We will issue the classes of certificates in the following forms:

Fed Book-Entry

All classes of certificates other than the R and RL Classes

Physical

R and RL Classes

Exchanging Certificates Through Combination and Recombination

If you own certain certificates, you will be able to exchange them for a proportionate interest in the related RCR certificates as shown on Schedule 1. We will issue the RCR certificates upon such exchange. You can exchange your certificates by notifying us and paying an exchange fee. We use the principal and interest of the certificates exchanged to pay principal and interest on the related RCR certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates.

Interest Rates

During each interest accrual period, the fixed rate classes will bear interest at the applicable annual interest rates listed on the cover of this prospectus supplement or on Schedule 1.

During the initial interest accrual period, the floating rate and inverse floating rate classes will bear interest at the initial interest rates listed below. During subsequent interest accrual periods, the floating rate and inverse floating rate classes will bear interest based on the formulas indicated below, but always subject to the specified maximum and minimum interest rates:

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
FG	3.00000%	9.00000%	1.10%	LIBOR + 110 basis points
SG	6.00000%	7.90000%	0.00%	7.9% – LIBOR
FH	3.10000%	9.00000%	1.20%	LIBOR + 120 basis points
SH	5.90000%	7.80000%	0.00%	7.8% – LIBOR
FK	2.23000%	8.50000%	0.40%	LIBOR + 40 basis points
SK	6.27000%	8.10000%	0.00%	8.1% – LIBOR
FX	3.25000%	8.00000%	1.41%	LIBOR + 141 basis points
SX	20.58333%	28.55666%	0.00%	28.55666% – (4.33333 × LIBOR)
FP	2.23000%	8.50000%	0.45%	LIBOR + 45 basis points
SP	6.27000%	8.05000%	0.00%	8.05% – LIBOR
FY	2.33000%	8.50000%	0.50%	LIBOR + 50 basis points
SV	5.17000%	7.00000%	0.00%	7% – LIBOR
SW	1.00000%	1.00000%	0.00%	8% – LIBOR
SF	14.25000%	19.77000%	0.00%	19.77% – (3 × LIBOR)
SY	6.17000%	8.00000%	0.00%	8% – LIBOR

(1) We will establish LIBOR on the basis of the “BBA Method.”

We will apply interest payments from exchanged REMIC certificates to the corresponding RCR certificates, on a pro rata basis, following any exchange.

Notional Classes

A notional class will not receive any principal. Its notional principal balance is the balance used to calculate accrued interest. The notional principal balances will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

<u>Class</u>	
SG	100% of the FG Class
SH	100% of the FH Class
SK	100% of the FK Class
IA	33.3333333333% of the PH Class
	16.6666666667% of the PA and PB Classes
IB	16.6666666667% of the PJ Class
SP	100% of the FP Class
SV	100% of the FY Class
SW	100% of the FY Class
SY	100% of the FY Class

Distributions of Principal

Group 1 Principal Distribution Amount

To the FG Class to zero.

Group 2 Principal Distribution Amount

To the FH Class to zero.

Group 3 Principal Distribution Amount

To the FK Class to zero.

Group 4 Principal Distribution Amount

1. To the Aggregate Group to its Planned Balance.
2. To the DY Class to its Planned Balance.
3. To the AB Class to its Targeted Balance.
4. To the FX, SX and PX Classes, pro rata, to zero.
5. To the AB Class to zero.
6. To the DY Class to zero.
7. To the Aggregate Group to zero.

For a description of the Aggregate Group, see “Description of the Certificates—Distributions of Principal—*Principal Distribution Amount*” in this prospectus supplement.

Group 5 Principal Distribution Amount

1. To the FP and D Classes, pro rata, to zero.
2. (a) 41.1764703589% of the remaining amount to the EH, EK and EL Classes, in that order, to zero.
(b) 58.8235296411% of such remaining amount to the EG Class to zero.

Group 6 Principal Distribution Amount

To the FY Class to zero.

We will apply principal payments from exchanged REMIC certificates to the corresponding RCR certificates, on a pro rata basis, following any exchange.

Weighted Average Lives (years)*

		PSA Prepayment Assumption					
<u>Group 1 Classes</u>		<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>425%</u>	<u>600%</u>	<u>850%</u>
FG and SG	20.9	11.1	6.2	3.9	2.9	2.1	
		PSA Prepayment Assumption					
<u>Group 2 Classes</u>		<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>425%</u>	<u>600%</u>	<u>850%</u>
FH and SH	20.9	11.1	6.2	3.9	2.9	2.1	
		PSA Prepayment Assumption					
<u>Group 3 Classes</u>		<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>690%</u>	<u>900%</u>	<u>1250%</u>
FK and SK	21.0	11.1	5.2	2.4	1.9	1.4	
		PSA Prepayment Assumption					
<u>Group 4 Classes</u>		<u>0%</u>	<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	
PA and PH		7.9	1.9	1.9	1.9	1.8	
PB		14.9	4.0	4.0	4.0	2.8	
IA		9.2	2.3	2.3	2.3	2.0	
PJ, IB, PC and PK		18.6	6.0	6.0	6.0	3.5	
PG		21.3	8.0	8.0	8.0	4.4	
PD		23.9	11.9	11.9	11.9	6.3	
PE		26.1	21.3	21.3	21.3	11.9	
		PSA Prepayment Assumption					
		<u>0%</u>	<u>100%</u>	<u>125%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>
DY	26.7	12.5	3.5	3.5	3.5	1.9	
		PSA Prepayment Assumption					
		<u>0%</u>	<u>100%</u>	<u>125%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>
AB	27.6	16.6	12.2	1.2	1.0	0.5	0.3
FX, SX, PX and SF	29.1	23.6	21.4	7.3	3.7	1.5	6.4
		PSA Prepayment Assumption					
<u>Group 5 Classes</u>		<u>0%</u>	<u>100%</u>	<u>310%</u>	<u>450%</u>	<u>600%</u>	
FP, SP and D		19.0	8.5	3.8	2.8	2.3	
EH		28.5	21.6	10.0	7.2	5.5	
EK		29.5	26.2	14.6	10.4	7.8	
EL		30.0	29.3	23.3	17.5	13.1	
EG		29.0	24.2	12.9	9.2	7.0	
		PSA Prepayment Assumption					
<u>Group 6 Classes</u>		<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>	
FY, SV, SW, SY and A	20.7	11.2	5.4	3.8	3.0		

* Determined as specified under “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement.

ADDITIONAL RISK FACTORS

The rate of principal payments on the certificates will be affected by the rate of principal payments on the underlying mortgage loans. The rate at which you receive principal payments on the certificates will be sensitive to the rate of principal payments on the mortgage loans underlying the related MBS, including prepayments. Because borrowers generally may prepay their mortgage loans at any time without penalty, the rate of principal payments on the mortgage loans is likely to vary over time. It is highly unlikely that the mortgage loans will prepay

- at any of the prepayment rates we assumed in this prospectus supplement, or
- at any constant prepayment rate until maturity.

Yields may be lower than expected due to unexpected rate of principal payments. The actual yield on your certificates probably will be lower than you expect:

- if you buy your certificates at a premium and principal payments are faster than you expect, or
- if you buy your certificates at a discount and principal payments are slower than you expect.

Furthermore, in the case of interest only certificates and certificates purchased at a premium, you could lose money on your investment if prepayments occur at a rapid rate.

You must make your own decisions about the various applicable assumptions, including prepayment assumptions, when deciding whether to purchase the certificates.

Weighted average lives and yields on the certificates are affected by actual characteristics of the underlying mortgage loans. We have assumed that the mortgage loans underlying the SMBS and the Trust MBS have certain characteristics. However, the actual mortgage loans probably will have different characteristics from those we assumed. As a result, your yields could be lower than you expect, even if the mortgage loans prepay at the indicated constant prepayment rates. In addition, slight

differences between the assumed mortgage loan characteristics and the actual mortgage loans could affect the weighted average lives of the classes of certificates.

Level of floating rate index affects yields on certain certificates. The yield on any floating rate or inverse floating rate certificate will be affected by the level of its interest rate index. If the level of the index differs from the level you expect, then your actual yield may be lower than you expect.

Delay classes have lower yields and market values. Since certain classes do not receive interest immediately following each interest accrual period, these classes have lower yields and lower market values than they would if there were no such delay.

Reinvestment of certificate payments may not achieve same yields as certificates. The rate of principal payments of the certificates is uncertain. You may be unable to reinvest the payments on the certificates at the same yields provided by the certificates.

Unpredictable timing of last payment affects yields on certificates. The actual final payment of your class is likely to occur earlier, and could occur much earlier, than the final distribution date listed on the cover page of this prospectus supplement. If you assume that the actual final payment will occur on the final distribution date specified, your yield could be lower than you expect.

Some investors may be unable to buy certain classes. Investors whose investment activities are subject to legal investment laws and regulations, or to review by regulatory authorities, may be unable to buy certain certificates. You should obtain legal advice to determine whether you may purchase the certificates.

Uncertain market for the certificates could make them difficult to sell and cause their values to fluctuate. We cannot be sure that a market for resale of the certificates will develop. Further, if a market develops, it may not continue or be sufficiently liquid to allow you to sell your certificates. Even if you are able to sell your certificates, the sale price may not be comparable to similar investments that have a

developed market. Moreover, you may not be able to sell small or large amounts of certificates at prices comparable to those available to other investors. You should purchase certi-

ates only if you understand and can tolerate the risk that the value of your certificates will vary over time and that your certificates may not be easily sold.

DESCRIPTION OF THE CERTIFICATES

The material under this heading summarizes certain features of the Certificates. You will find additional information about the Certificates in the other sections of this prospectus supplement, as well as in the additional Disclosure Documents and the Trust Agreement. If we use a capitalized term in this prospectus supplement without defining it, you will find the definition of that term in the applicable Disclosure Document or in the Trust Agreement.

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the “Trust”) and a separate trust (the “Lower Tier REMIC”) pursuant to a trust agreement dated as of August 1, 2002 (the “Issue Date”). We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC Certificates”) pursuant to that trust agreement. We will issue the Combinable and Recombinable REMIC Certificates (the “RCR Certificates” and, together with the REMIC Certificates, the “Certificates”) pursuant to a separate trust agreement dated as of the Issue Date (together with the trust agreement relating to the REMIC Certificates, the “Trust Agreement”). We will execute the Trust Agreement in our corporate capacity and as trustee (the “Trustee”). In general, the term “Classes” includes the Classes of REMIC Certificates and RCR Certificates.

The Trust and the Lower Tier REMIC each will constitute a “real estate mortgage investment conduit” (“REMIC”) under the Internal Revenue Code of 1986, as amended (the “Code”).

- The REMIC Certificates (except the R and RL Classes) will be “regular interests” in the Trust.
- The R Class will be the “residual interest” in the Trust.
- The interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”) will be the “regular interests” in the Lower Tier REMIC.
- The RL Class will be the “residual interest” in the Lower Tier REMIC.

The assets of the Trust will consist of the Lower Tier Regular Interests.

The assets of the Lower Tier REMIC will include

- four groups of Fannie Mae Stripped Mortgage-Backed Securities (the “Group 1 SMBS,” “Group 2 SMBS,” “Group 3 SMBS” and “Group 6 SMBS” and, together, the “SMBS”), and
- two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 4 MBS” and “Group 5 MBS” and, together, the “Trust MBS”).

The SMBS represent beneficial ownership interests in certain interest and principal distributions on certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the “MBS”).

Each MBS represents a beneficial ownership interest in a pool of first lien, one- to four-family (“single-family”), fixed-rate residential mortgage loans (the “Mortgage Loans”) having the characteristics described in this prospectus supplement.

Fannie Mae Guaranty. We guarantee that we will distribute to Certificateholders:

- required installments of principal and interest on the Certificates on time, and
- the principal balance of each Class of Certificates no later than its Final Distribution Date, whether or not we have received sufficient payments on the MBS.

In addition, we guarantee that we will distribute to each holder of an MBS:

- scheduled installments of principal and interest on the underlying Mortgage Loans on time, whether or not the related borrowers pay us, and
- the full principal balance of any foreclosed Mortgage Loan, whether or not we recover it.

Our guarantees are not backed by the full faith and credit of the United States. See “Description of Certificates—The Fannie Mae Guaranty” in the REMIC Prospectus, “Description of the Certificates—Fannie Mae Guaranty” in the MBS Prospectus and “The SMBS Certificates—Fannie Mae Obligations” in the SMBS Prospectus.

Characteristics of Certificates. We will issue the Certificates (except the R and RL Classes) in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.” A Holder is not necessarily the beneficial owner of a Certificate. Beneficial owners ordinarily will hold Certificates through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations. See “Description of Certificates—Denominations and Form” in the REMIC Prospectus.

We will issue the R and RL Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of the R or RL Certificate is its registered owner. The R or RL Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. State Street Bank and Trust Company in Boston, Massachusetts (“State Street”) will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of the R or RL Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the R and RL Classes” below.

The Holder of the R Class will receive the proceeds of any remaining assets of the Trust, and the Holder of the RL Class will receive the proceeds of any remaining assets of the Lower Tier REMIC, in each case only by presenting and surrendering the related Certificate at the office of the Paying Agent. State Street will be the initial Paying Agent.

Authorized Denominations. We will issue the Certificates, other than the R and RL Classes, in minimum denominations of \$1,000 and whole dollar increments. We will issue the R and RL Classes as single Certificates with no principal balances.

Distribution Dates. We will make monthly payments on the Certificates on the 25th day of each month (or, if the 25th is not a business day, on the first business day after the 25th). We refer to each of these dates as a “Distribution Date.” We will make the first payments to Certificateholders the month after we issue the Certificates.

Record Date. On each Distribution Date, we will make each monthly payment on the Certificates to Holders of record on the last day of the preceding month.

Class Factors. On or shortly after the eleventh calendar day of each month, we will publish a factor (carried to eight decimal places) for each Class of Certificates. When the factor is multiplied by the original principal balance (or notional principal balance) of a Certificate of any Class, the product will equal the current principal balance (or notional principal balance) of that Certificate after taking into account payments on the Distribution Date in the same month.

No Optional Termination. We have no option to effect an early termination of the Lower Tier REMIC or the Trust. Further, we will not repurchase the Mortgage Loans underlying any MBS in a “clean-up call.” See “Description of the Certificates—Termination” in the MBS Prospectus.

Voting the SMBS. Holders of the SMBS may be asked to vote on issues arising under the applicable trust indentures. If so, the Trustee will vote the related SMBS as instructed by Holders of Certificates of the Classes backed by that SMBS. The Trustee must receive instructions from Holders of Certificates having principal balances totaling at least 51% of the aggregate principal balance of the related Classes. In the absence of such instructions, the Trustee will vote in a manner consistent, in its sole judgment, with the best interests of Certificateholders.

Combination and Recombination

General. You are permitted to exchange all or a portion of the PJ, IB, SX, PX, FY, SV and SW Classes of REMIC Certificates for a proportionate interest in the related RCR Certificates in the combinations shown on Schedule 1. You also may exchange all or a portion of the RCR Certificates for the related REMIC Certificates in the same manner. This process may occur repeatedly.

Holders of RCR Certificates will be the beneficial owners of a proportionate interest in the related REMIC Certificates and will receive a proportionate share of the distributions on the related REMIC Certificates.

The Classes of REMIC Certificates and RCR Certificates that are outstanding at any given time, and the outstanding principal balances (or notional principal balances) of these Classes, will depend upon any related distributions of principal, as well as any exchanges that occur. REMIC Certificates and RCR Certificates in any combination may be exchanged only in the proportions shown on Schedule 1.

Procedures. If a Certificateholder wishes to exchange Certificates, the Certificateholder must notify our Structured Transactions Department through one of our “REMIC Dealer Group” dealers in writing or by telefax no later than two business days before the proposed exchange date. The exchange date can be any business day other than the first or last business day of the month subject to our approval. The notice must include the outstanding principal balance of both the Certificates to be exchanged and the Certificates to be received, and the proposed exchange date. After receiving the Holder’s notice, we will telephone the dealer with delivery and wire payment instructions. Notice becomes irrevocable on the second business day before the proposed exchange date.

In connection with each exchange, the Holder must pay us a fee equal to 1/32 of 1% of the outstanding principal balance (exclusive of any notional principal balance) of the Certificates to be exchanged. In no event, however, will our fee be less than \$2,000.

We will make the first distribution on a REMIC Certificate or an RCR Certificate received in an exchange transaction on the Distribution Date in the following month. We will make that distribution to the Holder of record as of the close of business on the last day of the month of the exchange.

Additional Considerations. The characteristics of RCR Certificates will reflect the characteristics of the REMIC Certificates used to form those RCR Certificates. You should also consider a number of factors that will limit a Certificateholder’s ability to exchange REMIC Certificates for RCR Certificates or vice versa:

- At the time of the proposed exchange, a Certificateholder must own Certificates of the related Class or Classes in the proportions necessary to make the desired exchange.
- A Certificateholder that does not own the Certificates may be unable to obtain the necessary REMIC Certificates or RCR Certificates.

- The Certificateholder of needed Certificates may refuse to sell them at a reasonable price (or any price) or may be unable to sell them.
- Certain Certificates may have been purchased and placed into other financial structures and thus be unavailable.
- Principal distributions will decrease the amounts available for exchange over time.
- Only the combinations listed on Schedule 1 are permitted.

The SMBS

The general characteristics of the SMBS are described in the SMBS Prospectus. The SMBS provide that certain principal and interest payments on the related MBS are passed through monthly. The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional Level Payment Mortgage Loans secured by first mortgages or deed of trust on single-family residential properties, as described under “Mortgage Loan Pools” and “Yield Considerations, Maturity and Prepayment Assumptions” in the MBS Prospectus.

The Group 1 SMBS

The Group 1 SMBS represent ownership of

- interest payments at a pass-through rate of 6.5% on an initial notional principal amount of \$55,384,616, and
- principal payments on an initial principal amount of \$40,000,000 of MBS.

We expect the characteristics of the Mortgage Loans underlying the Group 1 SMBS as of the Issue Date to be as follows:

Range of WACs (annual percentages)	6.75% to 9.00%
Approximate Weighted Average WAM	353 months
Approximate Weighted Average WALA (weighted average loan age)	7 months

The Group 2 SMBS

The Group 2 SMBS represent ownership of

- interest payments at a pass-through rate of 6.5% on an initial notional principal amount of \$69,230,770, and
- principal payments on an initial principal amount of \$50,000,000 of MBS.

We expect the characteristics of the Mortgage Loans underlying the Group 2 SMBS as of the Issue Date to be as follows:

Range of WACs (annual percentages)	6.75% to 9.00%
Approximate Weighted Average WAM	353 months
Approximate Weighted Average WALA	7 months

The Group 3 SMBS

The Group 3 SMBS represent ownership of

- interest payments at a pass-through rate of 7.0% on an initial notional principal amount of \$60,714,286, and
- principal payments on an initial principal amount of \$50,000,000 of MBS.

We expect the characteristics of the Mortgage Loans underlying the Group 3 SMBS as of the Issue Date to be as follows:

Range of WACs (annual percentages)	7.25% to 9.50%
Approximate Weighted Average WAM	351 months
Approximate Weighted Average WALA	9 months

The Group 6 SMBS

The Group 6 SMBS represent ownership of

- interest payments at a pass-through rate of 6.0% on an initial notional principal amount of \$159,469,621, and
- principal payments on an initial principal amount of \$112,566,791 of MBS.

We expect the characteristics of the Mortgage Loans underlying the Group 6 SMBS as of the Issue Date to be as follows:

Range of WACs (annual percentages)	6.25% to 8.50%
Approximate Weighted Average WAM	355 months
Approximate Weighted Average WALA	5 months

The Trust MBS

The following table contains certain information about the Trust MBS. The Trust MBS included in each specified Group will have the aggregate unpaid principal balance and Pass-Through Rate shown below and the general characteristics described in the MBS Prospectus. The Trust MBS provides that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional Level Payment Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years. See “Mortgage Loan Pools” and “Yield Considerations, Maturity and Prepayment Assumptions” in the MBS Prospectus. We expect the characteristics of the Trust MBS and the related Mortgage Loans as of the Issue Date to be as follows:

Group 4 MBS

Aggregate Unpaid Principal Balance	\$481,905,000
MBS Pass-Through Rate	6.00%
Range of WACs (annual percentages)	6.25% to 8.50%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	353 months
Approximate Weighted Average WALA	5 months

Group 5 MBS

Aggregate Unpaid Principal Balance	\$144,648,143
MBS Pass-Through Rate	6.00%
Range of WACs (annual percentages)	6.25% to 8.50%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	356 months
Approximate Weighted Average WALA	3 months

Final Data Statement

After issuing the Certificates, we will prepare a Final Data Statement containing certain information, including the Pool number, the current WAC (or original WAC, if the current WAC is not available) and the current WAM (or Adjusted WAM, if the current WAM is not available) of the Mortgage Loans underlying each of the SMBS and the Trust MBS as of the Issue Date. The Final Data Statement also will include the weighted averages of all the current or original WACs and the weighted averages of all the current or Adjusted WAMs, based on the current unpaid principal balances of the Mortgage Loans underlying each of the SMBS and the Trust MBS as of the Issue Date. You may obtain the Final Data Statement by telephoning us at 1-800-237-8627 or 202-752-6547. The contents of the Final Data Statement and other data specific to the Certificates are available in electronic form by calling us at 1-800-752-6440 or 202-752-6000.

Distributions of Interest*Categories of Classes*

For the purpose of interest payments, the Classes will be categorized as follows:

<u>Interest Type*</u>	<u>Classes</u>
Group 1 Classes	
Floating Rate	FG
Inverse Floating Rate	SG
Interest Only	SG
Group 2 Classes	
Floating Rate	FH
Inverse Floating Rate	SH
Interest Only	SH
Group 3 Classes	
Floating Rate	FK
Inverse Floating Rate	SK
Interest Only	SK
Group 4 Classes	
Fixed Rate	PA, PH, PB, IA, PJ, IB, PG, PD, PE, DY and AB
Floating Rate	FX
Inverse Floating Rate	SX
Interest Only	IA and IB
Principal Only	PX
RCR**	PC, PK and SF
Group 5 Classes	
Fixed Rate	D, EH, EK, EL and EG
Floating Rate	FP
Inverse Floating Rate	SP
Interest Only	SP

<u>Interest Type*</u>	<u>Classes</u>
Group 6 Classes	
Floating Rate	FY
Inverse Floating Rate	SV and SW
Interest Only	SV and SW
RCR**	SY and A
No Payment Residual	R and RL

* See “Description of Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.

** See “—Combination and Recombination” above and Schedule 1 for a further description of the RCR Classes.

General. We will pay interest on the Certificates at the applicable annual interest rates specified on the cover or described in this prospectus supplement. We calculate interest based on an assumed 360-day year consisting of twelve 30-day months. We pay interest monthly on each Distribution Date, beginning in the month after the Settlement Date specified in the Reference Sheet.

Interest to be paid on each Certificate on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date.

We will apply interest payments from exchanged REMIC Certificates to the corresponding RCR Certificates, on a pro rata basis, following any exchange.

Interest Accrual Periods. Interest to be paid on each Distribution Date will accrue on the Certificates during the applicable one-month periods set forth below (each, an “Interest Accrual Period”).

<u>Classes</u>	<u>Interest Accrual Periods</u>
All Fixed Rate Classes (collectively, the “Delay Classes”)	Calendar month preceding the month in which the Distribution Date occurs
All Floating Rate and Inverse Floating Rate Classes (collectively, the “No-Delay Classes”)	One-month period beginning on the 25th day of the month preceding the month in which the Distribution Date occurs

See “Additional Risk Factors—*Delay classes have lower yields and market values*” in this prospectus supplement.

The Dealer will treat the PX Class as a No-Delay Class for the sole purpose of facilitating trading.

Notional Classes. The Notional Classes will not have principal balances. During each Interest Accrual Period, the Notional Classes will bear interest on their notional principal balances at their applicable interest rates. The notional principal balances of the Notional Classes will be calculated as specified under “Reference Sheet—Notional Classes” in this prospectus supplement.

We use the notional principal balance of a Notional Class to determine interest payments on that Class. Although a Notional Class will not have a principal balance and will not be entitled to any principal payments, we will publish a class factor for that Class. References in this prospectus supplement to the principal balances of the Certificates generally shall refer also to the notional principal balances of the Notional Classes.

Floating Rate and Inverse Floating Rate Classes. During each Interest Accrual Period, the Floating Rate and Inverse Floating Rate Classes will bear interest at rates determined as described under “Reference Sheet—Interest Rates” in this prospectus supplement.

Changes in the specified interest rate index (the “Index”) will affect the yields with respect to the related Classes. These changes may not correspond to changes in mortgage interest rates. Lower mortgage interest rates could occur while an increase in the level of the Index occurs.

Similarly, higher mortgage interest rates could occur while a decrease in the level of the Index occurs.

Our establishment of each Index value and our determination of the interest rate for each applicable Class for the related Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627 or 202-752-6547.

Calculation of LIBOR

On each Index Determination Date, we will calculate LIBOR for the related Interest Accrual Period. We will calculate LIBOR on the basis of the “BBA Method,” as described in the REMIC Prospectus under “Description of Certificates—Indexes for Floating Rate Classes and Inverse Floating Rate Classes—*LIBOR*.”

If we are unable to calculate LIBOR on the initial Index Determination Date, LIBOR for the following Interest Accrual Period will be equal to 1.90% in the case of the FG, SG, FH and SH Classes, 1.83% in the case of the FK, SK, FY, SV, SW and SY Classes, 1.84% in the case of the FX, SX and SF Classes and 1.78% in the case of the FP and SP Classes.

Distributions of Principal

Categories of Classes

For the purpose of principal payments, the Classes fall into the following categories:

<u>Principal Type*</u>	<u>Classes</u>
Group 1 Classes	
Pass-Through	FG
Notional	SG
Group 2 Classes	
Pass-Through	FH
Notional	SH
Group 3 Classes	
Pass-Through	FK
Notional	SK
Group 4 Classes	
PAC	PA, PH, PB, PJ, PG, PD, PE and DY
TAC	AB
Support	FX, SX and PX
Notional	IA and IB
RCR**	PC, PK and SF
Group 5 Classes	
Sequential Pay	FP, D, EH, EK, EL and EG
Notional	SP
Group 6 Classes	
Pass-Through	FY
Notional	SV and SW
RCR**	SY and A
No Payment Residual	R and RL

* See “Description of Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.

** See “—Combination and Recombination” above and Schedule 1 for a further description of the RCR Classes.

Principal Distribution Amount

On the Distribution Date in each month, we will pay principal on the Certificates in an aggregate amount (the “Principal Distribution Amount”) equal to the sum of

- the principal then paid on the Group 1 SMBS (the “Group 1 Principal Distribution Amount”),
- the principal then paid on the Group 2 SMBS (the “Group 2 Principal Distribution Amount”),
- the principal then paid on the Group 3 SMBS (the “Group 3 Principal Distribution Amount”),
- the principal then paid on the Group 4 MBS (the “Group 4 Principal Distribution Amount”),
- the principal then paid on the Group 5 MBS (the “Group 5 Principal Distribution Amount”), and
- the principal then paid on the Group 6 SMBS (the “Group 6 Principal Distribution Amount”).

Group 1 Principal Distribution Amount

On each Distribution Date, we will pay the Group 1 Principal Distribution Amount as principal of the FG Class, until its principal balance is reduced to zero. } Pass-Through Class

Group 2 Principal Distribution Amount

On each Distribution Date, we will pay the Group 2 Principal Distribution Amount as principal of the FH Class, until its principal balance is reduced to zero. } Pass-Through Class

Group 3 Principal Distribution Amount

On each Distribution Date, we will pay the Group 3 Principal Distribution Amount as principal of the FK Class, until its principal balance is reduced to zero. } Pass-Through Class

Group 4 Principal Distribution Amount

On each Distribution Date, we will pay the Group 4 Principal Distribution Amount as principal of the Group 4 Classes in the following priority:

- (i) to the Aggregate Group (described below), until the Aggregate Balance (described below) is reduced to its Planned Balance for that Distribution Date;
 - (ii) to the DY Class, until its principal balance is reduced to its Planned Balance for that Distribution Date;
 - (iii) to the AB Class, until its principal balance is reduced to its Targeted Balance for that Distribution Date;
 - (iv) concurrently, to the FX, SX and PX Classes, pro rata (or 74.9999987639%, 17.3076934487% and 7.6923077874%, respectively), until their principal balances are reduced to zero;
 - (v) to the AB Class, without regard to its Targeted Balance and until its principal balance is reduced to zero;
- } PAC Group and Class
-
- } TAC Class
-
- } Support Classes
-
- } TAC Class

- (vi) to the DY Class, without regard to its Planned Balance and until its principal balance is reduced to zero; and
- (vii) to the Aggregate Group, without regard to its Planned Balance and until the Aggregate Balance is reduced to zero.
- } PAC Group and Class

The “Aggregate Group” consists of the PA, PH, PB, PJ, PG, PD and PE Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group in the following priority:

first, concurrently, to the PA and PH Classes, pro rata (or 2.3350301219% and 97.6649698781% respectively), until their principal balances are reduced to zero; and

second, sequentially, to the PB, PJ, PG, PD, and PE Classes, in that order, until their principal balances are reduced to zero.

The “Aggregate Balance” for any Distribution Date is equal to \$341,565,000 *minus* the sum of all amounts applied to it as specified above.

Group 5 Principal Distribution Amount

On each Distribution Date, we will pay the Group 5 Principal Distribution Amount as principal of the Group 5 Classes in the following priority:

- (i) concurrently, to the FP and D Classes, pro rata (or 28.5714285714% and 71.4285714286%, respectively), until their principal balances are reduced to zero; and
- (ii) (a) 41.1764703589% of the remaining amount, sequentially, to the EH, EK and EL Classes, in that order, until their principal balances are reduced to zero, and
- (b) 58.8235296411% of such remaining amount to the EG Class, until its principal balance is reduced to zero.
- } Sequential Pay Classes

Group 6 Principal Distribution Amount

On each Distribution Date, we will pay the Group 6 Principal Distribution Amount as principal of the FY Class, until its principal balance is reduced to zero.

} Pass-Through Class

We will apply principal payments from exchanged REMIC Certificates to the corresponding RCR Certificates, on a pro rata basis, following any exchange.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the following assumptions (collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the SMBS and the Trust MBS have the original terms to maturity, remaining terms to maturity, WALAs and interest rates specified under “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the SMBS and the Trust MBS” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA or CPR, as applicable, specified in the related table;
- the settlement date for the sale of the Certificates is August 30, 2002; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. Prepayments of mortgage loans commonly are measured relative to a prepayment standard or model. The model used in this prospectus supplement with respect to all Classes is The Bond Market Association’s standard prepayment model (“PSA”). To assume a

specified rate of PSA is to assume a specified rate of prepayment each month of the then-outstanding principal balance of a pool of new mortgage loans computed as described under “Description of Certificates—Prepayment Models” in the REMIC Prospectus.

The model also used in this prospectus supplement with respect to the AB, FX, SX, PX and SF Classes is the constant repayment model (“CPR”) which represents the annual rate of prepayments relative to the then outstanding principal balance of a pool of new mortgage loans. Thus, “0% CPR” means no prepayments, “15% CPR” means an annual prepayment rate of 15%, and so forth. It is highly unlikely that prepayments will occur at any *constant* PSA or CPR rate or at any other constant rate.

Structuring Ranges and Rate. The Principal Balance Schedules are found beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the related Mortgage Loans will prepay at a constant PSA or CPR rate within the applicable Structuring Range or at the applicable rate set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Group and Classes(1)</u>	<u>Structuring Ranges and Rate</u>
Planned Balances	Aggregate Group	Between 100% and 250% PSA
Planned Balances	DY	Between 125% and 250%
Targeted Balances	AB	12% CPR

(1) The Structuring Range for the Aggregate Group is associated with the Aggregate Balance but not with the individual balances of the related Classes.

We cannot assure you that the balance of any Group or Class listed above will conform on any Distribution Date to the specified balance in the Principal Balance Schedules. As a result, we cannot assure you that payments of principal of any Group or Class listed above will begin or end on the Distribution Dates specified in the Principal Balance Schedules. We will distribute any excess of principal payments over the amount needed to reduce a Group or Class to its scheduled balance on a Distribution Date. Accordingly, the ability to reduce a Group or Class to its scheduled balance will not be improved by the averaging of high and low principal payments from month to month. In addition, even if the related Mortgage Loans prepay at rates falling within the applicable Structuring Ranges, principal distributions may be insufficient to reduce the Group or Class to their scheduled balances if the prepayments do not occur at a *constant* PSA or CPR rate, as applicable. Moreover, because of the diverse remaining terms to maturity of the related Mortgage Loans, which may include recently originated Mortgage Loans, the Group and Classes specified above may not be reduced to their scheduled balances, even if prepayments occur at a *constant* rate within the applicable Structuring Ranges or at the applicable rate specified above.

Initial Effective Ranges. The Effective Range for a Group or Class is the range of prepayment rates (measured by *constant* PSA rates) which would reduce that Group or Class to its scheduled balance on each Distribution Date. The Initial Effective Range shown in the table below is based upon the assumed characteristics of the related Mortgage Loans specified in the Pricing Assumptions.

<u>Group and Class</u>	<u>Initial Effective Ranges</u>
Aggregate Group	Between 100% and 250%
DY	Between 125% and 251%

The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. The actual Effective Ranges calculated on the basis of the actual characteristics are likely to differ from the Initial Effective Ranges. As a result, the Group or Class might not

be reduced to their scheduled balances even if prepayments were to occur at a *constant* PSA rate within the Initial Effective Ranges. This is so particularly if the rate were at the lower or higher end of this range. In addition, even if prepayments occur at rates falling within the actual Effective Ranges, principal distributions may be insufficient to reduce the Group and Class to their scheduled balances if such prepayments do not occur at a *constant* PSA rate. It is highly unlikely that the related Mortgage Loans will prepay at any *constant* PSA rate. In general, the actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time. The stability in principal payment of the PAC Group and Class will be supported in part by the related Support and TAC Classes. When the related Support and TAC Classes are retired, the PAC Group and Class, if still outstanding, may no longer have Effective Ranges and will be more sensitive to prepayments.

Yield Tables

General. The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA or CPR, as applicable, and, where specified, to changes in the Index. We calculated the yields set forth in the tables by

- determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Classes, would cause the discounted present values of the assumed streams of cash flows to equal the assumed aggregate purchase prices of those Classes, and
- converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations in the interest rates at which you could reinvest distributions on the Certificates. Accordingly, these calculations do not illustrate the return on any investment in the Certificates when reinvestment rates are taken into account.

We cannot assure you that

- the pre-tax yields on the applicable Certificates will correspond to any of the pre-tax yields shown here, or
- the aggregate purchase prices of the applicable Certificates will be as assumed.

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA or CPR, as applicable. Moreover, it is unlikely that

- the Mortgage Loans will prepay at a constant PSA or CPR rate, as applicable, until maturity,
- all of the Mortgage Loans will prepay at the same rate, or
- the level of the Index will remain constant.

***The Fixed Rate Interest Only Classes.* The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yields to**

maturity on the Fixed Rate Interest Only Classes would be 0% if prepayments of the related Mortgage Loans were to occur at the constant rates shown in the table below:

<u>Class</u>	<u>% PSA</u>
IA	647%
IB	525%

For any Fixed Rate Interest Only Class, if the actual prepayment rate of the related Mortgage Loans were to exceed the level specified for as little as one month while equaling that level for the remaining months, the investors in the applicable Class would lose money on their initial investments.

The information shown in the yield tables has been prepared on the basis of the Pricing Assumptions and the assumption that the aggregate purchase prices of the Fixed Rate Interest Only Classes (expressed in each case as a percentage of the original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
IA	10.0%
IB	20.0%

* The prices do not include accrued interest. Accrued interest has been added to the prices in calculating the yields set forth in the tables below.

Sensitivity of the IA Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>
Pre-Tax Yields to Maturity ...	39.9%	21.5%	21.5%	21.5%	11.3%

Sensitivity of the IB Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>
Pre-Tax Yields to Maturity ...	28.1%	21.6%	21.6%	21.6%	2.3%

***The Inverse Floating Rate Classes.* The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the tables below, it is possible that investors in the SG, SH, SK, SP, SV, SW and SY Classes would lose money on their initial investments under certain Index and prepayment scenarios.**

Changes in the Index may not correspond to changes in prevailing mortgage interest rates. It is possible that lower prevailing mortgage interest rates, which might be expected to result in faster prepayments, could occur while the level of the Index increased.

The information shown in the yield tables has been prepared on the basis of the Pricing Assumptions and the assumptions that

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Reference Sheet—Interest Rates” in this prospectus

supplement and for each following Interest Accrual Period will be based on the specified level of the Index, and

- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price</u>
SG	10.0%
SH	9.0%
SK	8.0%
SX	94.0%
SP	10.0%
SV	10.0%
SW	2.0%
SF	100.0%
SY	12.0%

* The prices do not include accrued interest. Accrued interest has been added to the prices in calculating the yields set forth in the tables below.

Sensitivity of the SG Class to Prepayments and LIBOR (Pre-Tax Yields to Maturity)

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>250%</u>	<u>425%</u>	<u>600%</u>	<u>850%</u>
0.9%	76.1%	73.4%	65.1%	55.0%	44.6%	29.0%
1.9%	63.8%	61.0%	52.6%	42.5%	32.0%	16.2%
3.9%	39.8%	37.0%	28.5%	18.1%	7.3%	(9.1)%
5.9%	16.7%	13.9%	5.1%	(5.7)%	(17.1)%	(34.6)%
7.9%	*	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

Sensitivity of the SH Class to Prepayments and LIBOR (Pre-Tax Yields to Maturity)

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>250%</u>	<u>425%</u>	<u>600%</u>	<u>850%</u>
0.9%	84.9%	82.2%	73.9%	63.9%	53.5%	37.9%
1.9%	70.9%	68.2%	59.8%	49.7%	39.3%	23.6%
3.9%	43.9%	41.2%	32.6%	22.3%	11.6%	(4.7)%
5.9%	18.1%	15.3%	6.5%	(4.3)%	(15.6)%	(33.0)%
7.8%	*	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

**Sensitivity of the SK Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption					
	50%	100%	300%	690%	900%	1250%
0.83%	104.4%	101.4%	89.3%	63.9%	49.2%	22.5%
1.83%	87.9%	85.0%	72.9%	47.7%	33.1%	6.3%
3.83%	56.5%	53.6%	41.6%	16.4%	1.6%	(25.7)%
5.83%	26.8%	23.9%	11.8%	(14.0)%	(29.4)%	(58.3)%
8.10%	*	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

**Sensitivity of the SX Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption						CPR Prepayment Assumption
	50%	100%	125%	220%	250%	500%	12%
0.84%	27.9%	27.9%	27.9%	28.6%	29.2%	31.8%	29.4%
1.84%	22.9%	22.9%	22.9%	23.7%	24.3%	27.0%	24.4%
3.84%	13.1%	13.2%	13.2%	14.0%	14.8%	17.7%	14.6%
5.84%	3.7%	3.7%	3.8%	4.6%	5.5%	8.7%	4.9%
6.59%	0.3%	0.3%	0.4%	1.1%	2.1%	5.4%	1.3%

**Sensitivity of the SP Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption				
	50%	100%	310%	450%	600%
0.78%	79.1%	76.2%	63.2%	53.8%	43.4%
1.78%	66.6%	63.6%	50.0%	40.1%	29.2%
3.78%	42.3%	39.0%	23.6%	12.1%	(0.1)%
5.78%	18.7%	14.9%	(4.7)%	(18.8)%	(33.2)%
8.05%	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

**Sensitivity of the SV Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption				
	50%	100%	300%	450%	600%
0.83%	65.5%	62.9%	52.5%	44.4%	36.2%
1.83%	53.4%	50.8%	40.2%	32.0%	23.5%
3.83%	30.0%	27.3%	16.2%	7.5%	(1.5)%
5.83%	6.8%	3.9%	(7.8)%	(17.1)%	(26.8)%
7.00% and above	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

**Sensitivity of the SW Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
7.00% and below	51.3%	48.7%	38.1%	29.8%	21.3%
7.25%	36.6%	34.0%	23.0%	14.5%	5.7%
7.50%	22.3%	19.5%	8.2%	(0.7)%	(9.9)%
8.00%	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

**Sensitivity of the SF Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						<u>CPR Prepayment Assumption</u>
	<u>50%</u>	<u>100%</u>	<u>125%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>12%</u>
0.84%	17.8%	17.8%	17.8%	17.8%	17.8%	17.7%	17.8%
1.84%	14.7%	14.7%	14.7%	14.7%	14.7%	14.7%	14.7%
3.84%	8.4%	8.4%	8.4%	8.5%	8.5%	8.7%	8.5%
5.84%	2.3%	2.3%	2.3%	2.4%	2.5%	2.9%	2.4%
6.59%	0.0%	0.0%	0.0%	0.1%	0.3%	0.7%	0.2%

**Sensitivity of the SY Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.83%	63.1%	60.5%	50.1%	42.0%	33.7%
1.83%	53.1%	50.5%	39.8%	31.6%	23.1%
3.83%	33.5%	30.8%	19.8%	11.2%	2.3%
5.83%	14.4%	11.6%	0.0%	(9.1)%	(18.5)%
8.00%	*	*	*	*	*

* The pre-tax yield to maturity would be less than (99.9)%.

The Principal Only Class. **The Principal Only Class will not bear interest. As indicated in the table below, a low rate of principal payments (including prepayments) on the related Mortgage Loans will have a negative effect on the yield to investors in the Principal Only Class.**

The information shown in the yield table has been prepared on the basis of the Pricing Assumptions and the assumption that the aggregate purchase price of the Principal Only Class (expressed as a percentage of its original principal balance) is as follows:

<u>Class</u>	<u>Price</u>
PX	76.0%

Sensitivity of the PX Class to Prepayments

	PSA Prepayment Assumption						CPR Prepayment Assumption
	50%	100%	125%	220%	250%	500%	12%
Pre-Tax Yields to Maturity . .	1.0%	1.2%	1.3%	4.2%	7.8%	20.0%	5.5%

Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by

- (a) multiplying the amount of the reduction, if any, of the principal balance of the Certificate from one Distribution Date to the next Distribution Date by the number of years from the Settlement Date to the second such Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the reductions in principal balance of the Certificate referred to in clause (a).

For a description of the factors which may influence the weighted average life of a Certificate, see “Description of Certificates—Weighted Average Life and Final Distribution Date” in the REMIC Prospectus.

In general, the weighted average lives of the Certificates will be shortened if the level of prepayments of principal of the related Mortgage Loans increases. However, the weighted average lives will depend upon a variety of other factors, including

- the timing of changes in the rate of principal payments,
- the priority sequences of payments of principal of the Group 4 and Group 5 Classes, and
- in the case of the Group 4 Classes, the payment of principal of certain Classes in accordance with the Principal Balance Schedules.

See “—Distributions of Principal” above.

The effect of these factors may differ as to various Classes and the effects on any Class may vary at different times during the life of that Class. Accordingly, we can give no assurance as to the weighted average life of any Class. Further, to the extent the prices of the Certificates represent discounts or premiums to their original principal balances, variability in the weighted average lives of those Classes of Certificates could result in variability in the related yields to maturity. For an example of how the weighted average lives of the Classes may be affected at various constant prepayment rates, see the Decrement Tables below.

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA and CPR rates, as applicable, and the corresponding weighted average lives of such Classes. The tables have been prepared on the basis of the Pricing Assumptions. However, in the case of the information set forth for each Class under 0% PSA, we assumed that the underlying Mortgage Loans have the original and remaining terms to maturity and bear interest at the annual rates specified in the table below.

<u>Mortgage Loans Relating to Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 SMBS	360 months	358 months	9.00%
Group 2 SMBS	360 months	358 months	9.00%
Group 3 SMBS	360 months	355 months	9.50%
Group 4 MBS	360 months	360 months	8.50%
Group 5 MBS	360 months	360 months	8.50%
Group 6 SMBS	360 months	359 months	8.50%

It is unlikely

- that all of the underlying Mortgage Loans will have the interest rates, WALAs or remaining terms to maturity assumed or
- that the underlying Mortgage Loans will prepay at any *constant* PSA or CPR level, as applicable.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA or CPR rates, as applicable. This is the case even if the dispersion of weighted average remaining terms to maturity and the weighted average WALAs of the Mortgage Loans are identical to the dispersion specified in the Pricing Assumptions.

Percent of Original Principal Balances Outstanding

Date	FG and SG† Classes						FH and SH† Classes						FK and SK† Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	250%	425%	600%	850%	0%	100%	250%	425%	600%	850%	0%	100%	300%	690%	900%	1250%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	99	96	92	88	83	76	99	96	92	88	83	76	99	96	90	78	71	60
August 2004	99	90	80	68	57	42	99	90	80	68	57	42	99	90	74	48	36	19
August 2005	98	84	67	50	36	21	98	84	67	50	36	21	98	83	60	28	16	5
August 2006	97	78	56	37	23	10	97	78	56	37	23	10	97	77	49	16	7	1
August 2007	96	72	47	27	14	5	96	72	47	27	14	5	96	72	39	9	3	*
August 2008	95	67	39	20	9	2	95	67	39	20	9	2	95	66	32	5	2	*
August 2009	94	61	33	14	6	1	94	61	33	14	6	1	94	61	26	3	1	*
August 2010	92	57	27	11	4	1	92	57	27	11	4	1	93	57	21	2	*	*
August 2011	91	52	23	8	2	*	91	52	23	8	2	*	91	52	17	1	*	*
August 2012	89	48	19	6	1	*	89	48	19	6	1	*	90	48	13	1	*	*
August 2013	88	44	16	4	1	*	88	44	16	4	1	*	88	44	11	*	*	*
August 2014	86	40	13	3	1	*	86	40	13	3	1	*	86	40	9	*	*	*
August 2015	84	37	11	2	*	*	84	37	11	2	*	*	84	37	7	*	*	*
August 2016	81	33	9	2	*	*	81	33	9	2	*	*	82	33	5	*	*	0
August 2017	79	30	7	1	*	*	79	30	7	1	*	*	80	30	4	*	*	0
August 2018	76	27	6	1	*	*	76	27	6	1	*	*	77	27	3	*	*	0
August 2019	73	24	5	1	*	*	73	24	5	1	*	*	74	24	3	*	*	0
August 2020	70	22	4	*	*	*	70	22	4	*	*	*	71	22	2	*	*	0
August 2021	67	19	3	*	*	*	67	19	3	*	*	*	67	19	2	*	*	0
August 2022	63	17	2	*	*	*	63	17	2	*	*	*	63	17	1	*	*	0
August 2023	59	15	2	*	*	*	59	15	2	*	*	*	59	15	1	*	*	0
August 2024	54	12	1	*	*	*	54	12	1	*	*	*	55	13	1	*	*	0
August 2025	49	10	1	*	*	*	49	10	1	*	*	*	49	11	*	*	*	0
August 2026	44	9	1	*	*	*	44	9	1	*	*	*	44	9	*	*	0	0
August 2027	38	7	1	*	*	0	38	7	1	*	*	0	37	7	*	*	0	0
August 2028	31	5	*	*	*	0	31	5	*	*	*	0	31	5	*	*	0	0
August 2029	24	3	*	*	*	0	24	3	*	*	*	0	23	3	*	*	0	0
August 2030	16	2	*	*	*	0	16	2	*	*	*	0	15	2	*	*	0	0
August 2031	8	1	*	*	*	0	8	1	*	*	*	0	6	*	*	0	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.9	11.1	6.2	3.9	2.9	2.1	20.9	11.1	6.2	3.9	2.9	2.1	21.0	11.1	5.2	2.4	1.9	1.4

Date	PA and PH Classes					PB Class					IA† Class					PJ, IB†, PC and PK Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	220%	250%	500%	0%	100%	220%	250%	500%	0%	100%	220%	250%	500%	0%	100%	220%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	96	81	81	81	81	100	100	100	100	100	97	84	84	84	84	100	100	100	100	100
August 2004	91	49	49	49	49	100	100	100	100	100	93	58	58	58	58	100	100	100	100	100
August 2005	86	11	11	11	0	100	100	100	100	4	89	28	28	28	1	100	100	100	100	100
August 2006	81	0	0	0	0	100	47	47	47	0	84	9	9	9	0	100	100	100	100	6
August 2007	75	0	0	0	0	100	0	0	0	0	79	0	0	0	0	100	85	85	85	0
August 2008	68	0	0	0	0	100	0	0	0	0	74	0	0	0	0	100	48	48	48	0
August 2009	61	0	0	0	0	100	0	0	0	0	68	0	0	0	0	100	13	13	13	0
August 2010	53	0	0	0	0	100	0	0	0	0	62	0	0	0	0	100	0	0	0	0
August 2011	45	0	0	0	0	100	0	0	0	0	55	0	0	0	0	100	0	0	0	0
August 2012	36	0	0	0	0	100	0	0	0	0	48	0	0	0	0	100	0	0	0	0
August 2013	26	0	0	0	0	100	0	0	0	0	39	0	0	0	0	100	0	0	0	0
August 2014	15	0	0	0	0	100	0	0	0	0	31	0	0	0	0	100	0	0	0	0
August 2015	3	0	0	0	0	100	0	0	0	0	21	0	0	0	0	100	0	0	0	0
August 2016	0	0	0	0	0	79	0	0	0	0	14	0	0	0	0	100	0	0	0	0
August 2017	0	0	0	0	0	47	0	0	0	0	9	0	0	0	0	100	0	0	0	0
August 2018	0	0	0	0	0	13	0	0	0	0	2	0	0	0	0	100	0	0	0	0
August 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	87	0	0	0	0
August 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	65	0	0	0	0
August 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	42	0	0	0	0
August 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	16	0	0	0	0
August 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	7.9	1.9	1.9	1.9	1.8	14.9	4.0	4.0	4.0	2.8	9.2	2.3	2.3	2.3	2.0	18.6	6.0	6.0	6.0	3.5

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “—Weighted Average Lives of the Certificates” above.

† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	PG Class					PD Class					PE Class					DY Class					
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					
	0%	100%	220%	250%	500%	0%	100%	220%	250%	500%	0%	100%	220%	250%	500%	0%	100%	125%	220%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	91	91	91	91
August 2004	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	73	73	73	69
August 2005	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	53	53	53	0
August 2006	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	37	37	37	0
August 2007	100	100	100	100	0	100	100	100	100	84	100	100	100	100	100	100	100	24	24	24	0
August 2008	100	100	100	100	0	100	100	100	100	51	100	100	100	100	100	100	100	13	13	13	0
August 2009	100	100	100	100	0	100	100	100	100	29	100	100	100	100	100	100	100	5	5	5	0
August 2010	100	47	47	47	0	100	100	100	100	13	100	100	100	100	100	100	100	0	0	0	0
August 2011	100	0	0	0	0	100	90	90	90	3	100	100	100	100	100	100	100	0	0	0	0
August 2012	100	0	0	0	0	100	72	72	72	0	100	100	100	100	78	100	93	0	0	0	0
August 2013	100	0	0	0	0	100	56	56	56	0	100	100	100	100	53	100	81	0	0	0	0
August 2014	100	0	0	0	0	100	42	42	42	0	100	100	100	100	36	100	63	0	0	0	0
August 2015	100	0	0	0	0	100	31	31	31	0	100	100	100	100	24	100	42	0	0	0	0
August 2016	100	0	0	0	0	100	22	22	22	0	100	100	100	100	16	100	19	0	0	0	0
August 2017	100	0	0	0	0	100	14	14	14	0	100	100	100	100	11	100	0	0	0	0	0
August 2018	100	0	0	0	0	100	8	8	8	0	100	100	100	100	7	100	0	0	0	0	0
August 2019	100	0	0	0	0	100	2	2	2	0	100	100	100	100	5	100	0	0	0	0	0
August 2020	100	0	0	0	0	100	0	0	0	0	100	90	90	90	3	100	0	0	0	0	0
August 2021	100	0	0	0	0	100	0	0	0	0	100	72	72	72	2	100	0	0	0	0	0
August 2022	100	0	0	0	0	100	0	0	0	0	100	57	57	57	1	100	0	0	0	0	0
August 2023	69	0	0	0	0	100	0	0	0	0	100	44	44	44	1	100	0	0	0	0	0
August 2024	0	0	0	0	0	97	0	0	0	0	100	34	34	34	1	100	0	0	0	0	0
August 2025	0	0	0	0	0	73	0	0	0	0	100	26	26	26	*	100	0	0	0	0	0
August 2026	0	0	0	0	0	48	0	0	0	0	100	19	19	19	*	100	0	0	0	0	0
August 2027	0	0	0	0	0	20	0	0	0	0	100	14	14	14	*	100	0	0	0	0	0
August 2028	0	0	0	0	0	0	0	0	0	0	49	9	9	9	*	100	0	0	0	0	0
August 2029	0	0	0	0	0	0	0	0	0	0	6	6	6	6	*	18	0	0	0	0	0
August 2030	0	0	0	0	0	0	0	0	0	0	3	3	3	3	*	0	0	0	0	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	1	1	1	1	*	0	0	0	0	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.3	8.0	8.0	8.0	4.4	23.9	11.9	11.9	11.9	6.3	26.1	21.3	21.3	21.3	11.9	26.7	12.5	3.5	3.5	3.5	1.9

Date	AB Class						AB Class CPR Prepayment Assumption	FX, SX, PX and SF Classes						FX, SX, PX and SF Classes CPR Prepayment Assumption
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	125%	220%	250%	500%		0%	100%	125%	220%	250%	500%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	100	100	100	65	54	0	0	100	100	100	100	100	86	83
August 2004	100	100	100	1	0	0	0	100	100	100	100	89	0	56
August 2005	100	100	100	0	0	0	0	100	100	100	76	57	0	43
August 2006	100	100	100	0	0	0	0	100	100	100	57	35	0	34
August 2007	100	100	100	0	0	0	0	100	100	100	44	19	0	28
August 2008	100	100	100	0	0	0	0	100	100	100	35	9	0	25
August 2009	100	100	100	0	0	0	0	100	100	100	30	3	0	24
August 2010	100	100	99	0	0	0	0	100	100	100	27	1	0	24
August 2011	100	100	95	0	0	0	0	100	100	100	25	*	0	24
August 2012	100	100	87	0	0	0	0	100	100	100	24	*	0	24
August 2013	100	100	73	0	0	0	0	100	100	100	22	*	0	24
August 2014	100	100	57	0	0	0	0	100	100	100	20	*	0	24
August 2015	100	100	38	0	0	0	0	100	100	100	18	*	0	23
August 2016	100	100	17	0	0	0	0	100	100	100	17	*	0	22
August 2017	100	93	0	0	0	0	0	100	100	98	15	*	0	20
August 2018	100	67	0	0	0	0	0	100	100	90	13	*	0	18
August 2019	100	39	0	0	0	0	0	100	100	82	11	*	0	16
August 2020	100	11	0	0	0	0	0	100	100	74	10	*	0	14
August 2021	100	0	0	0	0	0	0	100	94	66	8	*	0	12
August 2022	100	0	0	0	0	0	0	100	84	58	7	*	0	11
August 2023	100	0	0	0	0	0	0	100	74	50	6	*	0	9
August 2024	100	0	0	0	0	0	0	100	64	43	5	*	0	7
August 2025	100	0	0	0	0	0	0	100	54	36	4	*	0	6
August 2026	100	0	0	0	0	0	0	100	45	29	3	*	0	5
August 2027	100	0	0	0	0	0	0	100	36	23	2	*	0	4
August 2028	100	0	0	0	0	0	0	100	27	17	2	*	0	3
August 2029	100	0	0	0	0	0	0	100	19	12	1	*	0	2
August 2030	*	0	0	0	0	0	0	100	11	7	1	*	0	1
August 2031	0	0	0	0	0	0	0	52	3	2	*	*	0	*
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.6	16.6	12.2	1.2	1.0	0.5	0.3	29.1	23.6	21.4	7.3	3.7	1.5	6.4

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “—Weighted Average Lives of the Certificates” above.

Date	FP, SP† and D Classes					EH Class					EK Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	310%	450%	600%	0%	100%	310%	450%	600%	0%	100%	310%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	99	96	91	88	85	100	100	100	100	100	100	100	100	100	100
August 2004	98	90	75	66	56	100	100	100	100	100	100	100	100	100	100
August 2005	97	82	56	42	28	100	100	100	100	100	100	100	100	100	100
August 2006	96	74	41	24	10	100	100	100	100	100	100	100	100	100	100
August 2007	95	67	28	11	0	100	100	100	100	81	100	100	100	100	100
August 2008	93	60	18	2	0	100	100	100	100	11	100	100	100	100	100
August 2009	92	54	10	0	0	100	100	100	54	0	100	100	100	100	66
August 2010	90	48	4	0	0	100	100	100	8	0	100	100	100	100	37
August 2011	88	42	0	0	0	100	100	88	0	0	100	100	100	74	19
August 2012	86	37	0	0	0	100	100	48	0	0	100	100	100	49	7
August 2013	84	32	0	0	0	100	100	16	0	0	100	100	100	32	*
August 2014	82	28	0	0	0	100	100	0	0	0	100	100	89	19	0
August 2015	79	23	0	0	0	100	100	0	0	0	100	100	68	10	0
August 2016	76	19	0	0	0	100	100	0	0	0	100	100	51	4	0
August 2017	73	15	0	0	0	100	100	0	0	0	100	100	37	0	0
August 2018	70	11	0	0	0	100	100	0	0	0	100	100	26	0	0
August 2019	67	8	0	0	0	100	100	0	0	0	100	100	18	0	0
August 2020	63	5	0	0	0	100	100	0	0	0	100	100	11	0	0
August 2021	58	2	0	0	0	100	100	0	0	0	100	100	6	0	0
August 2022	54	0	0	0	0	100	89	0	0	0	100	100	2	0	0
August 2023	49	0	0	0	0	100	63	0	0	0	100	100	0	0	0
August 2024	43	0	0	0	0	100	38	0	0	0	100	100	0	0	0
August 2025	37	0	0	0	0	100	15	0	0	0	100	100	0	0	0
August 2026	31	0	0	0	0	100	0	0	0	0	100	93	0	0	0
August 2027	24	0	0	0	0	100	0	0	0	0	100	72	0	0	0
August 2028	16	0	0	0	0	100	0	0	0	0	100	52	0	0	0
August 2029	8	0	0	0	0	100	0	0	0	0	100	33	0	0	0
August 2030	0	0	0	0	0	90	0	0	0	0	100	16	0	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	95	0	0	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.0	8.5	3.8	2.8	2.3	28.5	21.6	10.0	7.2	5.5	29.5	26.2	14.6	10.4	7.8

Date	EL Class					EG Class					FY, SV†, SW†, SY† and A Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	310%	450%	600%	0%	100%	310%	450%	600%	0%	100%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2003	100	100	100	100	100	100	100	100	100	100	99	97	92	89	85
August 2004	100	100	100	100	100	100	100	100	100	100	98	91	78	69	60
August 2005	100	100	100	100	100	100	100	100	100	100	98	84	63	50	38
August 2006	100	100	100	100	100	100	100	100	100	100	97	78	51	36	24
August 2007	100	100	100	100	100	100	100	100	100	91	95	72	41	26	15
August 2008	100	100	100	100	100	100	100	100	100	57	94	67	33	18	10
August 2009	100	100	100	100	100	100	100	100	78	36	93	62	27	13	6
August 2010	100	100	100	100	100	100	100	100	56	23	92	57	21	9	4
August 2011	100	100	100	100	100	100	100	94	40	14	90	52	17	7	2
August 2012	100	100	100	100	100	100	100	75	28	9	89	48	14	5	1
August 2013	100	100	100	100	100	100	100	59	20	5	87	44	11	3	1
August 2014	100	100	100	100	62	100	100	47	14	3	85	40	9	2	1
August 2015	100	100	100	100	39	100	100	37	10	2	83	36	7	2	*
August 2016	100	100	100	100	24	100	100	29	7	1	80	33	6	1	*
August 2017	100	100	100	91	15	100	100	23	5	1	78	30	4	1	*
August 2018	100	100	100	64	9	100	100	18	3	*	75	27	3	1	*
August 2019	100	100	100	44	6	100	100	14	2	*	72	24	3	*	*
August 2020	100	100	100	31	3	100	100	11	2	*	69	21	2	*	*
August 2021	100	100	100	21	2	100	100	8	1	*	66	19	2	*	*
August 2022	100	100	100	14	1	100	95	6	1	*	62	17	1	*	*
August 2023	100	100	85	10	1	100	82	5	1	*	58	14	1	*	*
August 2024	100	100	63	6	*	100	70	3	*	*	53	12	1	*	*
August 2025	100	100	46	4	*	100	59	3	*	*	48	10	1	*	*
August 2026	100	100	33	3	*	100	49	2	*	*	43	9	*	*	*
August 2027	100	100	23	2	*	100	39	1	*	*	37	7	*	*	*
August 2028	100	100	15	1	*	100	30	1	*	*	31	5	*	*	*
August 2029	100	100	9	1	*	100	21	*	*	*	24	4	*	*	*
August 2030	100	100	5	*	*	95	13	*	*	*	16	2	*	*	*
August 2031	100	90	2	*	*	50	5	*	*	*	8	1	*	*	*
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	30.0	29.3	23.3	17.5	13.1	29.0	24.2	12.9	9.2	7.0	20.7	11.2	5.4	3.8	3.0

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “—Weighted Average Lives of the Certificates” above.

† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Characteristics of the R and RL Classes

The R and RL Classes will not have principal balances and will not bear interest. If any assets of the Trust remain after the principal balances of all Classes are reduced to zero, we will pay the Holder of the R Class the proceeds from those assets. If any assets of the Lower Tier REMIC remain after the principal balances of the Lower Tier Regular Interests are reduced to zero, we will pay the proceeds of those assets to the Holder of the RL Class. Fannie Mae does not expect that any material assets will remain in either case.

A Residual Certificate will be subject to certain transfer restrictions. We will not permit transfer of record or beneficial ownership of a Residual Certificate to a “disqualified organization.” In addition, we will not permit transfer of record or beneficial ownership of a Residual Certificate to any person that is not a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. Any transferee of a Residual Certificate must execute and deliver an affidavit and an Internal Revenue Service Form W-9 (or, if applicable, a Form W-8ECI) on which the transferee provides its taxpayer identification number. See “Description of Certificates—Special Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*” in the REMIC Prospectus. The affidavit must also state that the transferee is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate and that, if the transferee is a partnership for U.S. federal income tax purposes, each person or entity that holds an interest (directly, or indirectly through a pass-through entity) in the partnership is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. In addition, the transferee must receive an affidavit containing these same representations from any new transferee. Transferors of a Residual Certificate should consult with their own tax advisors for further information regarding such transfers.

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. The R and RL Classes will constitute noneconomic residual interests under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate knew or should have known that the transferee would be unwilling or unable to pay taxes due on its share of the taxable income of the REMIC trust (that is, the transferor had “improper knowledge”).

As discussed under the caption “Special Characteristics of Residual Certificates” in the REMIC Prospectus, the Regulations presume that a transferor does not have improper knowledge if two conditions are met. The Treasury Department has amended the Regulations to provide additional requirements that a transferor must satisfy to avail itself of the safe harbor regarding the presumed lack of improper knowledge. For transfers occurring on or after August 19, 2002, a transferor of a Residual Certificate is presumed not to have improper knowledge if, in addition to meeting the two conditions discussed in the REMIC Prospectus, both (i) the transferee represents that it will not cause income from the Residual Certificate to be attributed to a foreign permanent establishment or fixed base of the transferee or another taxpayer and (ii) the transfer satisfies either the “asset test” or the “formula test.” The representation described in (i) will be included in the affidavit discussed above. See “Description of Certificates—Special Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*” in the REMIC Prospectus.

A transfer satisfies the asset test if (i) the transferee’s gross assets exceed \$100 million and its net assets exceed \$10 million (in each case, at the time of the transfer and at the close of each of the transferee’s two fiscal years preceding the year of the transfer), (ii) the transferee is an “eligible corporation” and the transferee agrees in writing that any subsequent transfer of the Residual Certificate will be to an eligible corporation and will comply with the safe harbor and satisfy the

asset test, and (iii) the facts and circumstances known to the transferor do not reasonably indicate that the taxes associated with the Residual Certificate will not be paid. A transfer satisfies the formula test if the present value of the anticipated tax liabilities associated with holding the Residual Certificate is less than or equal to the present value of the sum of (i) any consideration given to the transferee to acquire the Residual Certificate, (ii) expected future distributions on the Residual Certificate, and (iii) anticipated tax savings associated with holding the Residual Certificate as the related REMIC trust generates losses. The Regulations contain additional details regarding their application and you should consult your own tax adviser regarding the application of the Regulations to a transfer of a Residual Certificate.

The Holder of the R Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Trust, and the Holder of the RL Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Lower Tier REMIC. See “Certain Federal Income Tax Consequences” in the REMIC Prospectus. Pursuant to the Trust Agreement, we will be obligated to provide to these Holders (i) information necessary to enable them to prepare their federal income tax returns and (ii) any reports regarding the R or RL Class that may be required under the Code.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Certain Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

REMIC Elections and Special Tax Attributes

We will elect to treat the Lower Tier REMIC and the Trust as REMICs for federal income tax purposes. The REMIC Certificates, other than the R and RL Classes, will be designated as the “regular interests,” and the R Class will be designated as the “residual interest,” in the REMIC constituted by the Trust. The Lower Tier Regular Interests will be designated as the “regular interests” and the RL Class will be designated as the “residual interest” in the Lower Tier REMIC.

Because the Lower Tier REMIC and the Trust will qualify as REMICs, the REMIC Certificates and any related RCR Certificates generally will be treated as “regular or residual interests in a REMIC” for domestic building and loan associations, as “real estate assets” for real estate investment trusts, and, except for the R and RL Classes, as “qualified mortgages” for other REMICs. See “Certain Federal Income Tax Consequences—*REMIC Election and Special Tax Attributes*” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes, the Principal Only Class and the SX Class will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates—Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain

Classes of REMIC Certificates may be treated as having been issued at a premium. See “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates*—Regular Certificates Purchased at a Premium” in the REMIC Prospectus.

The Prepayment Assumptions that will be used in determining the rate of accrual of OID will be as follows:

<u>Certificate Group</u>	<u>PSA Prepayment Assumption</u>
1	425%
2	425%
3	690%
4	220%
5	310%
6	300%

See “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates*—Treatment of Original Issue Discount—*Daily Portions of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Description of Certificates—Weighted Average Life and Final Distribution Date” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

For purposes of determining the portion of the taxable income of the Trust (or the Lower Tier REMIC) that generally will not be treated as excess inclusions, the rate to be used is 120% of the “federal long-term rate.” The rate will be published on or about July 20, 2002. See “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*—Treatment of Excess Inclusions” and “—*Foreign Investors*—Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

General. The RCR Classes will be created, sold and administered pursuant to an arrangement that will be classified as a grantor trust under subpart E, part I of subchapter J of the Code. The REMIC Certificates that are exchanged for RCR Certificates (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest in those REMIC Certificates. For a general discussion of the federal income tax treatment of beneficial owners of REMIC Certificates, see “Certain Federal Income Tax Consequences” in the REMIC Prospectus.

The RCR Classes (each, a “Combination RCR Class”) will represent the beneficial ownership of the underlying REMIC Certificates set forth in Schedule 1. Each Certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in two or more underlying REMIC Certificates.

Combination RCR Classes. A beneficial owner of a Combination RCR Certificate will be treated as the beneficial owner of a proportionate interest in the REMIC Certificates underlying that Combination RCR Certificate. Except in the case of a beneficial owner that acquires a Combination RCR Certificate in an exchange described under “—*Exchanges*” below, a beneficial owner of a Combination RCR Certificate must allocate its cost to acquire that Certificate among the underlying REMIC Certificates in proportion to their relative fair market values at the time of acquisition. Such an owner should account for its ownership interest in each underlying REMIC Certificate as described under “—Taxation of Beneficial Owners of Regular Certificates” above and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates*” in the REMIC Prospectus. When a beneficial owner sells a Combination RCR Certificate, the owner must

allocate the sale proceeds among the underlying REMIC Certificates in proportion to their relative fair market values at the time of sale.

Exchanges. If a beneficial owner exchanges one or more REMIC Certificates for the related RCR Certificate or Certificates in the manner described under “Description of the Certificates—Combination and Recombination” in this prospectus supplement, the exchange will not be taxable. Likewise, if a beneficial owner exchanges one or more RCR Certificates for the related REMIC Certificate or Certificates in the manner described in that discussion, the exchange will not be a taxable exchange. In each of these cases, the beneficial owner will be treated as continuing to own after the exchange the same combination of interests in the related REMIC Certificates (or the same interest in the related REMIC Certificate) that it owned immediately prior to the exchange.

PLAN OF DISTRIBUTION

General. We are obligated to deliver the Certificates to J.P. Morgan Securities Inc. (the “Dealer”) in exchange for the SMBS and the Trust MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

Increase in Certificates. Before the Settlement Date, we and the Dealer may agree to offer Classes in addition to those contemplated as of the date of this prospectus supplement. In this event, we will increase the related SMBS or Trust MBS, as applicable, in principal balance, but we expect that all these additional SMBS or Trust MBS, as applicable, will have the same characteristics as described under “Description of the Certificates—The SMBS” and “—The Trust MBS” in this prospectus supplement. The proportion that the original principal balance of each Group 1, 2, 3, 4, 5 or 6 Class bears to the aggregate original principal balance of all Group 1, 2, 3, 4, 5 or 6 Classes, respectively, will remain the same. In addition, the dollar amounts shown in the Principal Balance Schedules will be increased to correspond to the increase of the principal balances of the applicable Classes.

LEGAL MATTERS

Sidley Austin Brown & Wood LLP will provide legal representation for Fannie Mae. Cleary, Gottlieb, Steen & Hamilton will provide legal representation for the Dealer.

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Principal or Notional Principal Balances	RCR Class	Original Principal or Notional Principal Balances	Interest Rate	Interest Type(2)	Principal Type(2)	CUSIP Number	Final Distribution Date
Recombination 1	PJ	PC	\$ 71,322,000	6.00%	FIX	PAC	31392EJS0	October 2026
	IB		11,887,000(3)					
Recombination 2	PJ	PK	71,322,000	5.50	FIX	PAC	31392EJT8	October 2026
	IB		5,943,500(3)					
Recombination 3	SX	SF	14,001,924	(4)	INV	SUP	31392EJU5	September 2032
	PX		6,223,077					
Recombination 4	SV	SY	112,566,791(3)	(4)	INV/IO	NTL	31392EJV3	August 2032
	SW		112,566,791(3)					
Recombination 5	FY	A	112,566,791	8.50	FIX	PT	31392EJW1	August 2032
	SV		112,566,791(3)					
	SW		112,566,791(3)					

(1) REMIC Certificates and RCR Certificates in any Recombination may be exchanged only in the proportions shown above.

(2) See "Description of Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus and "Description of the Certificates—Distributions of Interest" and "—Distributions of Principal" in this prospectus supplement.

(3) Notional principal balance.

(4) For a description of these interest rates, see "Description of the Certificates—Distributions of Interest" in this prospectus supplement.

Principal Balance Schedules

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$341,565,000.00	November 2006	\$228,599,808.46	February 2011	\$121,552,507.99
September 2002	340,629,814.61	December 2006	226,222,536.95	March 2011	119,718,702.36
October 2002	339,612,513.05	January 2007	223,857,353.95	April 2011	117,894,188.16
November 2002	338,513,439.05	February 2007	221,504,197.25	May 2011	116,087,713.23
December 2002	337,332,978.91	March 2007	219,163,004.97	June 2011	114,307,318.14
January 2003	336,071,561.29	April 2007	216,833,715.52	July 2011	112,552,637.71
February 2003	334,729,657.03	May 2007	214,516,267.66	August 2011	110,823,311.80
March 2003	333,307,778.87	June 2007	212,210,600.44	September 2011	109,118,985.21
April 2003	331,806,481.18	July 2007	209,916,653.23	October 2011	107,439,307.64
May 2003	330,226,359.64	August 2007	207,634,365.73	November 2011	105,783,933.62
June 2003	328,568,050.85	September 2007	205,363,677.91	December 2011	104,152,522.45
July 2003	326,832,231.98	October 2007	203,104,530.09	January 2012	102,544,738.09
August 2003	325,019,620.29	November 2007	200,856,862.87	February 2012	100,960,249.16
September 2003	323,130,972.73	December 2007	198,620,617.18	March 2012	99,398,728.84
October 2003	321,167,085.34	January 2008	196,395,734.23	April 2012	97,859,854.81
November 2003	319,128,792.82	February 2008	194,182,155.53	May 2012	96,343,309.20
December 2003	317,016,967.89	March 2008	191,979,822.92	June 2012	94,848,778.52
January 2004	314,832,520.69	April 2008	189,788,678.52	July 2012	93,375,953.60
February 2004	312,576,398.17	May 2008	187,608,664.74	August 2012	91,924,529.53
March 2004	310,249,583.42	June 2008	185,439,724.30	September 2012	90,494,205.63
April 2004	307,853,094.94	July 2008	183,281,800.22	October 2012	89,084,685.34
May 2004	305,387,985.91	August 2008	181,134,835.78	November 2012	87,695,676.20
June 2004	302,855,343.47	September 2008	178,998,774.59	December 2012	86,326,889.79
July 2004	300,256,287.86	October 2008	176,873,560.53	January 2013	84,978,041.67
August 2004	297,591,971.66	November 2008	174,759,137.78	February 2013	83,648,851.33
September 2004	294,863,578.90	December 2008	172,655,450.80	March 2013	82,339,042.12
October 2004	292,149,081.55	January 2009	170,562,444.32	April 2013	81,048,341.23
November 2004	289,448,408.08	February 2009	168,480,063.39	May 2013	79,776,479.59
December 2004	286,761,487.38	March 2009	166,408,253.31	June 2013	78,523,191.87
January 2005	284,088,248.67	April 2009	164,346,959.68	July 2013	77,288,216.39
February 2005	281,428,621.54	May 2009	162,296,128.37	August 2013	76,071,295.11
March 2005	278,782,535.95	June 2009	160,255,705.54	September 2013	74,872,173.52
April 2005	276,149,922.22	July 2009	158,225,637.61	October 2013	73,690,600.65
May 2005	273,530,711.02	August 2009	156,205,871.29	November 2013	72,526,329.01
June 2005	270,924,833.38	September 2009	154,196,353.55	December 2013	71,379,114.49
July 2005	268,332,220.69	October 2009	152,197,031.66	January 2014	70,248,716.40
August 2005	265,752,804.69	November 2009	150,207,853.13	February 2014	69,134,897.36
September 2005	263,186,517.47	December 2009	148,228,765.75	March 2014	68,037,423.27
October 2005	260,633,291.46	January 2010	146,259,717.58	April 2014	66,956,063.27
November 2005	258,093,059.45	February 2010	144,300,656.96	May 2014	65,890,589.69
December 2005	255,565,754.58	March 2010	142,351,532.47	June 2014	64,840,778.03
January 2006	253,051,310.32	April 2010	140,412,292.98	July 2014	63,806,406.88
February 2006	250,549,660.49	May 2010	138,482,887.61	August 2014	62,787,257.90
March 2006	248,060,739.25	June 2010	136,563,265.74	September 2014	61,783,115.76
April 2006	245,584,481.09	July 2010	134,653,377.01	October 2014	60,793,768.14
May 2006	243,120,820.85	August 2010	132,753,171.32	November 2014	59,819,005.63
June 2006	240,669,693.71	September 2010	130,862,598.85	December 2014	58,858,621.74
July 2006	238,231,035.15	October 2010	128,981,609.99	January 2015	57,912,412.84
August 2006	235,804,781.02	November 2010	127,110,155.42	February 2015	56,980,178.11
September 2006	233,390,867.47	December 2010	125,248,186.07	March 2015	56,061,719.52
October 2006	230,989,231.01	January 2011	123,395,653.12	April 2015	55,156,841.79

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
May 2015	\$ 54,265,352.34	October 2019	\$ 21,978,576.81	March 2024	\$ 7,796,396.52
June 2015	53,387,061.26	November 2019	21,586,367.82	April 2024	7,628,661.20
July 2015	52,521,781.28	December 2019	21,200,213.61	May 2024	7,463,689.22
August 2015	51,669,327.73	January 2020	20,820,026.45	June 2024	7,301,439.33
September 2015	50,829,518.48	February 2020	20,445,719.84	July 2024	7,141,870.86
October 2015	50,002,173.96	March 2020	20,077,208.49	August 2024	6,984,943.70
November 2015	49,187,117.07	April 2020	19,714,408.32	September 2024	6,830,618.34
December 2015	48,384,173.17	May 2020	19,357,236.41	October 2024	6,678,855.81
January 2016	47,593,170.05	June 2020	19,005,611.03	November 2024	6,529,617.72
February 2016	46,813,937.89	July 2020	18,659,451.57	December 2024	6,382,866.21
March 2016	46,046,309.23	August 2020	18,318,678.57	January 2025	6,238,563.97
April 2016	45,290,118.94	September 2020	17,983,213.68	February 2025	6,096,674.21
May 2016	44,545,204.17	October 2020	17,652,979.67	March 2025	5,957,160.69
June 2016	43,811,404.34	November 2020	17,327,900.36	April 2025	5,819,987.65
July 2016	43,088,561.11	December 2020	17,007,900.68	May 2025	5,685,119.89
August 2016	42,376,518.34	January 2021	16,692,906.59	June 2025	5,552,522.68
September 2016	41,675,122.05	February 2021	16,382,845.09	July 2025	5,422,161.78
October 2016	40,984,220.41	March 2021	16,077,644.24	August 2025	5,294,003.48
November 2016	40,303,663.69	April 2021	15,777,233.07	September 2025	5,168,014.52
December 2016	39,633,304.27	May 2021	15,481,541.65	October 2025	5,044,162.11
January 2017	38,972,996.55	June 2021	15,190,501.00	November 2025	4,922,413.97
February 2017	38,322,596.98	July 2021	14,904,043.13	December 2025	4,802,738.24
March 2017	37,681,964.00	August 2021	14,622,101.01	January 2026	4,685,103.55
April 2017	37,050,958.03	September 2021	14,344,608.55	February 2026	4,569,478.95
May 2017	36,429,441.42	October 2021	14,071,500.60	March 2026	4,455,833.97
June 2017	35,817,278.44	November 2021	13,802,712.92	April 2026	4,344,138.54
July 2017	35,214,335.26	December 2021	13,538,182.17	May 2026	4,234,363.05
August 2017	34,620,479.91	January 2022	13,277,845.91	June 2026	4,126,478.30
September 2017	34,035,582.25	February 2022	13,021,642.61	July 2026	4,020,455.51
October 2017	33,459,513.98	March 2022	12,769,511.56	August 2026	3,916,266.34
November 2017	32,892,148.56	April 2022	12,521,392.94	September 2026	3,813,882.82
December 2017	32,333,361.23	May 2022	12,277,227.77	October 2026	3,713,277.41
January 2018	31,783,028.96	June 2022	12,036,957.89	November 2026	3,614,422.95
February 2018	31,241,030.46	July 2022	11,800,525.99	December 2026	3,517,292.69
March 2018	30,707,246.10	August 2022	11,567,875.54	January 2027	3,421,860.24
April 2018	30,181,557.95	September 2022	11,338,950.83	February 2027	3,328,099.61
May 2018	29,663,849.70	October 2022	11,113,696.94	March 2027	3,235,985.19
June 2018	29,154,006.69	November 2022	10,892,059.70	April 2027	3,145,491.72
July 2018	28,651,915.83	December 2022	10,673,985.75	May 2027	3,056,594.31
August 2018	28,157,465.65	January 2023	10,459,422.45	June 2027	2,969,268.45
September 2018	27,670,546.20	February 2023	10,248,317.92	July 2027	2,883,489.96
October 2018	27,191,049.09	March 2023	10,040,621.01	August 2027	2,799,235.01
November 2018	26,718,867.44	April 2023	9,836,281.31	September 2027	2,716,480.14
December 2018	26,253,895.85	May 2023	9,635,249.11	October 2027	2,635,202.20
January 2019	25,796,030.42	June 2023	9,437,475.42	November 2027	2,555,378.40
February 2019	25,345,168.69	July 2023	9,242,911.92	December 2027	2,476,986.26
March 2019	24,901,209.62	August 2023	9,051,511.00	January 2028	2,400,003.63
April 2019	24,464,053.62	September 2023	8,863,225.72	February 2028	2,324,408.70
May 2019	24,033,602.45	October 2023	8,678,009.80	March 2028	2,250,179.95
June 2019	23,609,759.28	November 2023	8,495,817.62	April 2028	2,177,296.19
July 2019	23,192,428.62	December 2023	8,316,604.22	May 2028	2,105,736.53
August 2019	22,781,516.33	January 2024	8,140,325.26	June 2028	2,035,480.38
September 2019	22,376,929.57	February 2024	7,966,937.06	July 2028	1,966,507.47

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2028	\$ 1,898,797.80	November 2029	\$ 1,022,004.86	January 2031	\$ 404,559.28
September 2028	1,832,331.67	December 2029	972,013.78	February 2031	366,758.10
October 2028	1,767,089.68	January 2030	922,987.45	March 2031	329,726.36
November 2028	1,703,052.68	February 2030	874,910.53	April 2031	293,451.60
December 2028	1,640,201.84	March 2030	827,767.92	May 2031	257,921.57
January 2029	1,578,518.57	April 2030	781,544.73	June 2031	223,124.15
February 2029	1,517,984.58	May 2030	736,226.29	July 2031	189,047.46
March 2029	1,458,581.81	June 2030	691,798.15	August 2031	155,679.74
April 2029	1,400,292.51	July 2030	648,246.06	September 2031	123,009.46
May 2029	1,343,099.15	August 2030	605,555.99	October 2031	91,025.20
June 2029	1,286,984.48	September 2030	563,714.12	November 2031	59,715.77
July 2029	1,231,931.49	October 2030	522,706.84	December 2031	29,070.11
August 2029	1,177,923.42	November 2030	482,520.72	January 2032 and thereafter	0.00
September 2029	1,124,943.77	December 2030	443,142.54		
October 2029	1,072,976.26				

DY Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$29,440,000.00	May 2005	\$17,046,130.38	January 2008	\$ 5,640,142.44
September 2002	29,318,127.41	June 2005	16,589,729.18	February 2008	5,380,136.74
October 2002	29,176,215.92	July 2005	16,140,380.36	March 2008	5,125,373.91
November 2002	29,014,393.06	August 2005	15,698,020.09	April 2008	4,875,804.57
December 2002	28,832,809.72	September 2005	15,262,585.06	May 2008	4,631,379.71
January 2003	28,631,640.10	October 2005	14,834,012.45	June 2008	4,392,050.73
February 2003	28,411,081.51	November 2005	14,412,239.95	July 2008	4,157,769.42
March 2003	28,171,354.25	December 2005	13,997,205.73	August 2008	3,928,487.95
April 2003	27,912,701.39	January 2006	13,588,848.46	September 2008	3,704,158.89
May 2003	27,635,388.49	February 2006	13,187,107.29	October 2008	3,484,735.19
June 2003	27,339,703.37	March 2006	12,791,921.86	November 2008	3,270,170.16
July 2003	27,025,955.77	April 2006	12,403,232.27	December 2008	3,060,417.52
August 2003	26,694,477.03	May 2006	12,020,979.13	January 2009	2,855,431.34
September 2003	26,345,619.69	June 2006	11,645,103.49	February 2009	2,655,166.07
October 2003	25,979,757.11	July 2006	11,275,546.88	March 2009	2,459,576.52
November 2003	25,597,283.00	August 2006	10,912,251.30	April 2009	2,268,617.89
December 2003	25,198,610.97	September 2006	10,555,159.20	May 2009	2,082,245.72
January 2004	24,784,174.02	October 2006	10,204,213.51	June 2009	1,900,415.91
February 2004	24,354,424.01	November 2006	9,859,357.59	July 2009	1,723,084.73
March 2004	23,909,831.11	December 2006	9,520,535.27	August 2009	1,550,208.81
April 2004	23,450,883.19	January 2007	9,187,690.81	September 2009	1,381,745.11
May 2004	22,978,085.21	February 2007	8,860,768.93	October 2009	1,217,650.96
June 2004	22,491,958.60	March 2007	8,539,714.79	November 2009	1,057,884.03
July 2004	21,993,040.54	April 2007	8,224,473.98	December 2009	902,402.32
August 2004	21,481,883.33	May 2007	7,914,992.53	January 2010	751,164.21
September 2004	20,959,053.62	June 2007	7,611,216.90	February 2010	604,128.38
October 2004	20,443,874.03	July 2007	7,313,093.98	March 2010	461,253.87
November 2004	19,936,276.01	August 2007	7,020,571.09	April 2010	322,500.05
December 2004	19,436,191.57	September 2007	6,733,595.97	May 2010	187,826.61
January 2005	18,943,553.24	October 2007	6,452,116.76	June 2010	57,193.58
February 2005	18,458,294.10	November 2007	6,176,082.04	July 2010 and thereafter	0.00
March 2005	17,980,347.74	December 2007	5,905,440.80		
April 2005	17,509,648.29				

AB Class Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$30,000,000.00	December 2002	\$12,992,855.30	March 2003	\$ 1,918,634.35
September 2002	25,504,393.04	January 2003	9,143,469.92	April 2003 and thereafter	0.00
October 2002	21,172,097.31	February 2003	5,452,518.05		
November 2002	17,001,981.46				

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in this Prospectus Supplement and the additional Disclosure Documents. You must not rely on any unauthorized information or representation. This Prospectus Supplement and the additional Disclosure Documents do not constitute an offer or solicitation with regard to the Certificates if it is illegal to make such an offer or solicitation to you under state law. By delivering this Prospectus Supplement and the additional Disclosure Documents at any time, no one implies that the information contained herein or therein is correct after the date hereof or thereof.

The Securities and Exchange Commission has not approved or disapproved the Certificates or determined if this Prospectus Supplement is truthful and complete. Any representation to the contrary is a criminal offense.

\$879,119,934



**Guaranteed
REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2002-53**

PROSPECTUS SUPPLEMENT

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JPMorgan

July 11, 2002
