**Prospectus Supplement**
**(To REMIC Prospectus dated May 1, 2002)**

# $32,273,000

FannieMae®

## Guaranteed REMIC Pass-Through Certificates
## Fannie Mae REMIC Trust 2004-62

### 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
- underlying REMIC and RCR certificates backed by 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 |
|---|---|---|---|---|---|---|---|
| DI | 1 | $111,994,146(1) | NTL | (2) | FLT/IO | 31394AQR0 | July 2033 |
| TP | 1 | 96,850,000(1) | NTL | (2) | INV/IO | 31394AQS8 | July 2033 |
| TC | 1 | 15,144,146(1) | NTL | (2) | INV/IO | 31394AQT6 | July 2033 |
| CO | 2 | 2,689,417 | SC/PT | (3) | PO | 31394AQU3 | June 2034 |
| CA | 2 | 5,700,000 | SC/SEQ | 6.0% | FIX | 31394AQV1 | June 2034 |
| CB | 2 | 3,300,000 | SC/SEQ | 6.0 | FIX | 31394AQW9 | June 2034 |
| CD | 2 | 1,500,000 | SC/SEQ | 6.0 | FIX | 31394AQX7 | June 2034 |
| CE | 2 | 19,083,583 | SC/SEQ | 6.0 | FIX | 31394AQY5 | June 2034 |
| R | | 0 | NPR | 0 | NPR | 31394AQZ2 | August 2034 |
| RM | | 0 | NPR | 0 | NPR | 31394AVR4 | August 2034 |
| RL | | 0 | NPR | 0 | NPR | 31394ARA6 | August 2034 |

(1) Notional balances. These classes are interest only classes.
(2) Based on LIBOR.
(3) Principal only class.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be July 30, 2004.

**Carefully consider the risk factors starting on page S-7 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.

Banc of America Securities LLC

The date of this Prospectus Supplement is June 25, 2004

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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 April 1, 2003 (the "MBS Prospectus");
- the disclosure documents relating to the applicable underlying REMIC or RCR certificates (the "Underlying REMIC Disclosure Documents");
- if you are purchasing any Group 1 Class or the R, RM or RL Class, our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated May 1, 2002 (the "SMBS Prospectus"); and
- any Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K that we file with the SEC during the period specified in the final paragraph of this page.

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).

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at www.fanniemae.com.

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

Banc of America Securities LLC
Capital Markets Operations
100 W. 33rd Street, 3rd Floor
New York, New York 10001
(telephone 646-733-4166).

In the first quarter of 2003, we began filing periodic reports with the SEC under the Securities Exchange Act of 1934. These filings include the Form 10-Ks, Form 10-Qs and Form 8-Ks. Our SEC filings are available at the SEC's Web site at www.sec.gov. You may also read and copy any document we file with the SEC by visiting the SEC's Public Reference Room at 450 Fifth Street, NW, Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 for further information about the operation of the Public Reference Room. We are providing the address of the SEC's Web site solely for the information of prospective investors. We do not intend the Web address to be an active link.

Information contained in any Form 10-K, Form 10-Q and Form 8-K that we file with the SEC prior to the termination of the offering of the certificates is hereby incorporated by reference in this prospectus supplement. In cases where we "furnish" information to the SEC on Form 8-K, as provided under the Securities Exchange Act of 1934, that information is not incorporated by reference in this prospectus supplement.

## 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<br>Class 2003-64-IQ REMIC Certificate |
| 2 | Class 2004-47-CT RCR Certificate |

### Assumed Characteristics of the Mortgage Loans Underlying the Group 1 SMBS (as of July 1, 2004)

| | 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 |
|---|---|---|---|---|---|
| 339-8 SMBS | $82,362,930* | 360 | 339 | 16 | 6.02% |

* Notional principal balance.

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.

### Characteristics of the Group 1 Underlying REMIC Certificate and Group 2 Underlying RCR Certificate

Exhibit A describes the Group 1 Underlying REMIC Certificate and Group 2 Underlying RCR Certificate, including certain information about the related mortgage loans. To learn more about the Group 1 Underlying REMIC Certificate and Group 2 Underlying RCR Certificate, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

### 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 July 30, 2004.

### 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 | Physical |
|---|---|
| All classes of certificates other than the R, RM and RL Classes | R, RM and RL Classes |

## 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.

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:

| Class | Initial Interest Rate | Maximum Interest Rate | Minimum Interest Rate | Formula for Calculation of Interest Rate (1) |
|---|---|---|---|---|
| DI | 0.00% | 5.50% | 0.00% | (5.5 × LIBOR) − 33% |
| TP | 5.50% | 5.50% | 0.00% | 38.5% − (5.5 × LIBOR) |
| TC | 5.50% | 5.50% | 0.00% | 38.5% − (5.5 × LIBOR) |

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

## 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:

| Classes | |
|---|---|
| DI | 100% of the Group 1 SMBS and the Group 1 Underlying REMIC Certificate |
| TP and TC (1) | 100% of the Group 1 SMBS and the Group 1 Underlying REMIC Certificate |

(1) The sum of these notional principal balances will equal the applicable percentage of the specified balances. On each distribution date, reductions in the notional principal balances of the Group 1 SMBS and Group 1 Underlying REMIC Certificate will be allocated in reduction of the notional principal balances of the TP and TC Classes as follows:
*first,* to the TP Class, until its notional principal balance is reduced to its Scheduled Balance for that distribution date;
*second,* to the TC Class, until its notional principal balance is reduced to zero; and
*third,* to the TP Class, without regard to its Scheduled Balance and until its notional principal balance is reduced to zero.

## Distributions of Principal

*Group 2 Principal Distribution Amount*

(a) 8.3333343662% of such amount to the CO Class to zero, and

(b) 91.6666656338% of such amount, sequentially, to the CA, CB, CD and CE Classes, in that order, until their principal balances are reduced to zero.

## Weighted Average Lives (years)*

| Group 1 Classes | PSA Prepayment Assumption 0% | 100% | 130% | 160% | 200% | 400% |
|---|---|---|---|---|---|---|
| DI | 20.3 | 10.4 | 9.0 | 7.9 | 6.8 | 3.7 |
| TP | 18.9 | 8.4 | 7.5 | 7.4 | 7.4 | 4.2 |
| TC | 29.0 | 22.8 | 18.9 | 10.9 | 2.5 | 0.6 |

| Group 2 Classes | PSA Prepayment Assumption | | | | |
|---|---|---|---|---|---|
| | 0% | 100% | 205% | 300% | 400% |
| CO | 29.3 | 25.6 | 12.6 | 2.1 | 1.5 |
| CA | 28.8 | 22.8 | 3.5 | 1.5 | 1.1 |
| CB | 29.0 | 23.8 | 5.4 | 1.7 | 1.2 |
| CD | 29.1 | 24.3 | 7.5 | 1.8 | 1.3 |
| CE | 29.5 | 26.8 | 16.9 | 2.4 | 1.6 |

* 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.

*Payments on the certificates also will be affected by the payment priorities governing the related underlying REMIC and RCR certificates.* The rate at which you receive payments also will be affected by the priority sequences governing payments on the related underlying REMIC and RCR certificates.

In particular, as described in the related disclosure document, the Group 2 Underlying RCR Certificate is a Support class. A Support class is entitled to receive principal payments on any distribution date only if scheduled payments have been made on other securities in the related underlying REMIC trust. Accordingly, a Support class may receive no principal payments for extended periods or may receive principal payments that vary widely from period to period.

You may obtain additional information about the underlying REMIC and RCR certificates by reviewing their current class factors in light of other information available in the related disclosure documents. You may obtain these documents from us as described on page S-3.

*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 Group 1 SMBS 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 the interest-bearing classes do not receive interest immediately following each interest accrual period, they 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 certificates 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.

*Terrorist activities and related military and political actions by the U.S. government could cause reductions in investor confidence and substantial market volatility in real estate and securities markets.* It is impossible to predict the extent to which terrorist activities may occur or, if they do occur, the extent of the effect on the certificates. Moreover, it is uncertain what effects any past or future terrorist activities or any related military or political actions on the part of the United States government and others will have on the United States and world financial markets, local, regional and national economies, real estate markets across the United States, or particular business sectors, including those affecting the performance of mortgage loan borrowers. Among other things, reduced investor confidence could result in substantial volatility in securities markets and a decline in real estate-related investments. In addition, defaults on the mortgage loans could increase, causing early payments of principal to you and, regardless of the performance of the underlying mortgage loans, the liquidity and market value of the certificates may be impaired.

## 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 two separate trusts (the "Lower Tier REMIC" and the "Middle Tier REMIC") pursuant to a trust agreement dated as of July 1, 2004 (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, the Middle Tier REMIC 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, RM 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 Middle Tier REMIC other than the RM Class (the "Middle Tier Regular Interests") will be the "regular interests" in the Middle Tier REMIC.
- The RM Class will be the "residual interest" in the Middle Tier REMIC.
- 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 Middle Tier Regular Interests.

The assets of the Middle Tier REMIC will consist of the Lower Tier Regular Interests.

The assets of the Lower Tier REMIC will consist of

- certain Fannie Mae Stripped Mortgage-Backed Securities (the "Group 1 SMBS"), and
- two groups of previously issued REMIC and RCR certificates (the "Group 1 Underlying REMIC Certificate" and "Group 2 Underlying RCR Certificate" and, together, the "Underlying REMIC Certificates") evidencing beneficial ownership interests in the related Fannie Mae trusts (the "Underlying Trusts") as further described in Exhibit A.

The Group 1 SMBS represent beneficial ownership interests in certain interest distributions on certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Underlying REMIC Certificates, the "MBS").

The assets of the Underlying Trusts evidence direct or indirect beneficial ownership interests in certain 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 guaranty obligations with respect to the Underlying REMIC Certificates are described in the Underlying REMIC Disclosure Documents. 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, "Description of the Certificates—General—*Fannie Mae Guaranty*" in the Underlying REMIC Disclosure Documents and "The SMBS Certificates—Fannie Mae Obligations" in the SMBS Prospectus.

*Characteristics of Certificates.* We will issue the Certificates (except the R, RM 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, RM and RL Certificates in fully registered, certificated form. The "Holder" or "Certificateholder" of the R, RM or RL Certificate is its registered owner. The R, RM 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. U.S. Bank National Association ("US Bank") in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of the R, RM or RL Certificate and may require payment to cover any tax or other governmental charge. See also "—Characteristics of the R, RM and RL Classes" below.

The Holder of the R Class will receive the proceeds of any remaining assets of the Trust, the Holder of the RM Class will receive the proceeds of any remaining assets of the Middle Tier REMIC, 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. US Bank will be the initial Paying Agent.

*Authorized Denominations.* We will issue the Certificates in the following denominations:

| Classes | Denomination |
|---|---|
| The Interest Only, Principal Only and Inverse Floating Rate Classes | $100,000 minimum plus whole dollar increments |
| All other Classes (except the R, RM and RL Classes) | $1,000 minimum plus whole dollar increments |

We will issue the R, RM 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 applicable class 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, the Middle 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 Group 1 SMBS and the Underlying REMIC Certificates.* Holders of the Underlying REMIC Certificates may be asked to vote on issues arising under the related trust agreements. If so, the Trustee will vote the Group 1 SMBS, the Underlying REMIC Certificate or the Underlying RCR Certificate, as applicable, as instructed by Holders of Certificates of the related Classes. 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.

**The Group 1 SMBS**

The general characteristics of the Group 1 SMBS are described in the SMBS Prospectus. The Group 1 SMBS provide that certain 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, fixed-rate, fully amortizing Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties, as described under ''The Mortgage Pools'' and ''Yield, Maturity, and Prepayment Considerations'' in the MBS Prospectus.

The Group 1 SMBS represent ownership of interest payments at a pass-through rate of 5.5% on an initial notional principal amount of $82,362,930 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) | 5.75% to 8.00% |
| Approximate Weighted Average WAM | 339 months |
| Approximate Weighted Average WALA | 16 months |

**The Underlying REMIC Certificates**

The Group 1 Underlying REMIC Certificate and Group 2 Underlying RCR Certificate represent beneficial ownership interests in the related Underlying Trusts. The assets of those trusts evidence direct or indirect beneficial ownership interests in certain MBS having the general characteristics set forth in the MBS Prospectus. Distributions on the Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying REMIC Certificates are described in the related Underlying REMIC Disclosure Documents. See Exhibit A for additional information about the Underlying REMIC Certificates.

Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under ''The Mortgage Pools'' and ''Yield, Maturity, and Prepayment Considerations'' in the MBS Prospectus.

For further information about the Underlying REMIC Certificates, telephone us at 1-800-237-8627. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

**Final Data Statement**

After issuing the Certificates, we will prepare a Final Data Statement containing certain information, including the principal and notional principal balances of the Underlying REMIC Certificates as of the Issue Date and, with respect to the Group 1 SMBS, 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 Group 1 SMBS 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 Group 1 SMBS as of the Issue Date. You may obtain the Final Data Statement by telephoning us at 1-800-237-8627. In addition, the Final Data Statement is available on our corporate Web site at www.fanniemae.com.

**Distributions of Interest**

*Categories of Classes*

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

| Interest Type* | Classes |
|---|---|
| **Group 1 Classes** | |
| Floating Rate | DI |
| Inverse Floating Rate | TP and TC |
| Interest Only | DI, TP and TC |
| **Group 2 Classes** | |
| Fixed Rate | CA, CB, CD and CE |
| Principal Only | CO |
| **No Payment Residual** | R, RM and RL |

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

*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.

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

| Classes | Interest Accrual Periods |
|---|---|
| All interest-bearing Classes (collectively, the "Delay Classes") | Calendar 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 CO Class as a 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.

**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 1.38%.

**Distributions of Principal**

*Categories of Classes*

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

| Principal Type* | Classes |
|---|---|
| **Group 1 Classes** | |
| Notional | DI, TP and TC |
| **Group 2 Classes** | |
| Structured Collateral/Pass Through | CO |
| Structured Collateral/Sequential Pay | CA, CB, CD and CE |
| **No Payment Residual** | R, RM and RL |

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

*Principal Distribution Amount*

On the Distribution Date in each month, we will pay principal on the Group 2 Certificates in an aggregate amount equal to the principal then paid on the Group 2 Underlying RCR Certificate (the "Group 2 Principal Distribution Amount").

*Group 2 Principal Distribution Amount*

On each Distribution Date, we will pay the Group 2 Principal Distribution Amount as principal of the Group 2 Classes as follows:

| | | |
|---|---|---|
| (a) 8.3333343662% of such amount to the CO Class, until its principal balance is reduced to zero, and | Pass Through Class | Structured Collateral |
| (b) 91.6666656338% of such amount, sequentially, to the CA, CB, CD and CE Classes, in that order, until their principal balances are reduced to zero. | Sequential Pay Classes | |

**Structuring Assumptions**

*Pricing Assumptions.* Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Underlying REMIC Certificates, the priority sequences affecting principal payments or notional balance reductions on the Underlying REMIC Certificates, and the following assumptions (such characteristics and assumptions, collectively, the "Pricing Assumptions"):

- the Mortgage Loans underlying the Group 1 SMBS have the original term to maturity, remaining term to maturity, WALA and interest rate specified under "Reference Sheet—

Assumed Characteristics of the Mortgage Loans Underlying the Group 1 SMBS" in this prospectus supplement;

- the Mortgage Loans prepay at the constant percentages of PSA specified in the related table;
- the settlement date for the sale of the Certificates is July 30, 2004; 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 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.

It is highly unlikely that prepayments will occur at any *constant* PSA rate or at any other *constant* rate.

*Structuring Range.* The Principal Balance Schedule for the TP Class is found beginning on page B-1 of this prospectus supplement. The Principal Balance Schedule has been prepared on the basis of the Pricing Assumptions and the assumption that the related Mortgage Loans will prepay at a constant PSA rate within the Structuring Range set forth below.

| Principal Balance Schedule References | Related Class | Structuring Range |
|---|---|---|
| Scheduled Balances | TP Class | (1) |

(1) The Scheduled Balances for the TP Class have been structured at a range between 130% and 200% PSA, but will have an Initial Effective Range between 136% and 197% PSA.

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

*Initial Effective Range.* The Effective Range for the TP Class is the range of prepayment rates (measured by *constant* PSA rates) which would reduce that 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.

| Class | Initial Effective Range |
|---|---|
| TP Class | Between 136% and 197% PSA |

The actual Effective Range 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 Range calculated on the basis of the actual characteristics is likely to differ from the Initial Effective Range. As a result, the TP Class might not be reduced to its scheduled balances even if prepayments were to occur at a *constant* PSA rate within the Initial

Effective Range. This is so particularly if the rate were at the lower or higher end of this range. In addition, even if prepayments occur at a rate falling within the actual Effective Range, notional balance reductions may be insufficient to reduce the TP Class to its 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 Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.

The stability in notional balance reduction of the TP Class will be supported by the corresponding supporting Class as indicated in the following table:

| Class | Supporting Class |
|---|---|
| **Group 1** | |
| TP | TC |

When the TC Class is retired, the TP Class, if still outstanding, may no longer have an Effective Range 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 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. Moreover, it is unlikely that

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

*The DI Class and the Inverse Floating Rate Classes.* **The yields on the DI Class and 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 applicable tables below, it is possible that investors in the DI Class and the Inverse Floating Rate 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 DI Class and 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:

| Class | Price* |
|---|---|
| DI | 7.50% |
| TP | 23.50% |
| TC | 11.75% |

* 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 DI Class to Prepayments and LIBOR (Pre-Tax Yields to Maturity)**

| | PSA Prepayment Assumption | | | | | |
|---|---|---|---|---|---|---|
| LIBOR | 50% | 100% | 130% | 160% | 200% | 400% |
| 6.0% | * | * | * | * | * | * |
| 6.5% | 33.4% | 30.1% | 28.2% | 26.2% | 23.5% | 9.6% |
| 7.0% | 75.5% | 72.0% | 69.9% | 67.8% | 64.9% | 50.0% |

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

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

| | PSA Prepayment Assumption | | | | | |
|---|---|---|---|---|---|---|
| LIBOR | 50% | 100% | 130% | 160% | 200% | 400% |
| 6.0% | 17.7% | 13.6% | 11.3% | 11.2% | 11.2% | (1.0)% |
| 6.5% | 4.0% | (0.3)% | (2.2)% | (2.3)% | (2.3)% | (15.0)% |
| 7.0% | * | * | * | * | * | * |

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

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

| | PSA Prepayment Assumption | | | | | |
|---|---|---|---|---|---|---|
| LIBOR | 50% | 100% | 130% | 160% | 200% | 400% |
| 6.0% | 49.9% | 49.9% | 49.8% | 38.5% | 7.1% | * |
| 6.5% | 24.1% | 24.0% | 23.5% | 14.7% | (24.7)% | * |
| 7.0% | * | * | * | * | * | * |

* 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 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:

| Class | Price |
|---|---|
| CO | 63.0% |

**Sensitivity of the CO Class to Prepayments**

| | PSA Prepayment Assumption | | | | |
|---|---|---|---|---|---|
| | 50% | 100% | 205% | 300% | 400% |
| Pre-Tax Yields to Maturity | 1.7% | 1.8% | 4.0% | 23.2% | 34.7% |

**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 the Classes,
- in the case of the Group 1 Classes, the payment of the TP Class in accordance with the Principal Balance Schedule, and
- the priority sequences affecting principal payments (or notional balance reductions) on the Underlying REMIC Certificates.

See "—Distributions of Principal" above and "Description of the Certificates—Distributions of Principal" in the Underlying REMIC Disclosure Documents.

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 rates, and the corresponding weighted average lives of those 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.

| Mortgage Loans Relating to Trust Assets Specified Below | Original Terms to Maturity | Remaining Terms to Maturity | Interest Rates |
|---|---|---|---|
| Group 1 SMBS | 360 months | 360 months | 8.00% |
| Group 1 Underlying REMIC Certificate | 360 months | 347 months | 8.00% |
| Group 2 Underlying RCR Certificate | 360 months | 358 months | 8.00% |

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 level.

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 rates. 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

| | DI† Class | | | | | |
|---|---|---|---|---|---|---|
| | PSA Prepayment Assumption | | | | | |
| Date | 0% | 100% | 130% | 160% | 200% | 400% |
| Initial Percent | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2005 | 99 | 94 | 93 | 92 | 90 | 81 |
| July 2006 | 98 | 87 | 84 | 82 | 78 | 61 |
| July 2007 | 97 | 81 | 77 | 73 | 68 | 46 |
| July 2008 | 96 | 75 | 69 | 65 | 58 | 34 |
| July 2009 | 95 | 69 | 63 | 57 | 50 | 25 |
| July 2010 | 94 | 63 | 57 | 51 | 43 | 19 |
| July 2011 | 92 | 58 | 51 | 45 | 37 | 14 |
| July 2012 | 91 | 53 | 46 | 40 | 32 | 10 |
| July 2013 | 89 | 49 | 41 | 35 | 28 | 8 |
| July 2014 | 87 | 45 | 37 | 31 | 24 | 6 |
| July 2015 | 85 | 41 | 33 | 27 | 20 | 4 |
| July 2016 | 83 | 37 | 29 | 23 | 17 | 3 |
| July 2017 | 81 | 33 | 26 | 20 | 14 | 2 |
| July 2018 | 79 | 30 | 23 | 18 | 12 | 2 |
| July 2019 | 76 | 27 | 20 | 15 | 10 | 1 |
| July 2020 | 73 | 24 | 18 | 13 | 9 | 1 |
| July 2021 | 70 | 21 | 15 | 11 | 7 | 1 |
| July 2022 | 67 | 19 | 13 | 9 | 6 | * |
| July 2023 | 63 | 16 | 11 | 8 | 5 | * |
| July 2024 | 59 | 14 | 10 | 7 | 4 | * |
| July 2025 | 55 | 12 | 8 | 5 | 3 | * |
| July 2026 | 51 | 10 | 7 | 4 | 2 | * |
| July 2027 | 46 | 8 | 5 | 3 | 2 | * |
| July 2028 | 40 | 6 | 4 | 3 | 1 | * |
| July 2029 | 34 | 5 | 3 | 2 | 1 | * |
| July 2030 | 28 | 3 | 2 | 1 | 1 | * |
| July 2031 | 21 | 2 | 1 | 1 | * | * |
| July 2032 | 14 | * | * | * | * | * |
| July 2033 | 6 | 0 | 0 | 0 | 0 | 0 |
| July 2034 | 0 | 0 | 0 | 0 | 0 | 0 |
| Weighted Average Life (years)** | 20.3 | 10.4 | 9.0 | 7.9 | 6.8 | 3.7 |

| | TP† Class | | | | | |
|---|---|---|---|---|---|---|
| | PSA Prepayment Assumption | | | | | |
| Date | 0% | 100% | 130% | 160% | 200% | 400% |
| Initial Percent | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2005 | 99 | 93 | 92 | 92 | 92 | 92 |
| July 2006 | 98 | 85 | 82 | 82 | 82 | 70 |
| July 2007 | 97 | 78 | 73 | 73 | 73 | 53 |
| July 2008 | 96 | 71 | 65 | 64 | 64 | 39 |
| July 2009 | 94 | 64 | 57 | 57 | 57 | 29 |
| July 2010 | 93 | 58 | 50 | 50 | 50 | 22 |
| July 2011 | 91 | 52 | 43 | 43 | 43 | 16 |
| July 2012 | 89 | 46 | 38 | 37 | 37 | 12 |
| July 2013 | 87 | 41 | 32 | 32 | 32 | 9 |
| July 2014 | 85 | 36 | 28 | 28 | 27 | 7 |
| July 2015 | 83 | 31 | 24 | 24 | 23 | 5 |
| July 2016 | 81 | 27 | 20 | 20 | 20 | 4 |
| July 2017 | 78 | 23 | 17 | 17 | 17 | 3 |
| July 2018 | 75 | 19 | 14 | 14 | 14 | 2 |
| July 2019 | 72 | 16 | 12 | 12 | 12 | 1 |
| July 2020 | 69 | 12 | 10 | 10 | 10 | 1 |
| July 2021 | 66 | 9 | 8 | 8 | 8 | 1 |
| July 2022 | 62 | 7 | 7 | 7 | 7 | 1 |
| July 2023 | 58 | 6 | 6 | 6 | 6 | * |
| July 2024 | 53 | 5 | 5 | 5 | 4 | * |
| July 2025 | 48 | 4 | 4 | 4 | 4 | * |
| July 2026 | 43 | 3 | 3 | 3 | 3 | * |
| July 2027 | 37 | 2 | 2 | 2 | 2 | * |
| July 2028 | 31 | 2 | 2 | 2 | 2 | * |
| July 2029 | 24 | 1 | 1 | 1 | 1 | * |
| July 2030 | 17 | 1 | 1 | 1 | 1 | * |
| July 2031 | 9 | * | * | * | * | * |
| July 2032 | 1 | 0 | 0 | 0 | * | * |
| July 2033 | 0 | 0 | 0 | 0 | 0 | 0 |
| July 2034 | 0 | 0 | 0 | 0 | 0 | 0 |
| Weighted Average Life (years)** | 18.9 | 8.4 | 7.5 | 7.4 | 7.4 | 4.2 |

| | TC† Class | | | | | |
|---|---|---|---|---|---|---|
| | PSA Prepayment Assumption | | | | | |
| Date | 0% | 100% | 130% | 160% | 200% | 400% |
| Initial Percent | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2005 | 100 | 100 | 100 | 92 | 79 | 15 |
| July 2006 | 100 | 100 | 100 | 81 | 54 | 0 |
| July 2007 | 100 | 100 | 100 | 72 | 34 | 0 |
| July 2008 | 100 | 100 | 100 | 65 | 20 | 0 |
| July 2009 | 100 | 100 | 100 | 60 | 9 | 0 |
| July 2010 | 100 | 100 | 100 | 56 | 3 | 0 |
| July 2011 | 100 | 100 | 100 | 54 | 0 | 0 |
| July 2012 | 100 | 100 | 100 | 53 | 0 | 0 |
| July 2013 | 100 | 100 | 100 | 52 | 0 | 0 |
| July 2014 | 100 | 100 | 97 | 50 | 0 | 0 |
| July 2015 | 100 | 100 | 94 | 48 | 0 | 0 |
| July 2016 | 100 | 100 | 90 | 45 | 0 | 0 |
| July 2017 | 100 | 100 | 85 | 42 | 0 | 0 |
| July 2018 | 100 | 100 | 79 | 39 | 0 | 0 |
| July 2019 | 100 | 100 | 73 | 35 | 0 | 0 |
| July 2020 | 100 | 100 | 67 | 32 | 0 | 0 |
| July 2021 | 100 | 100 | 61 | 29 | 0 | 0 |
| July 2022 | 100 | 95 | 55 | 26 | 0 | 0 |
| July 2023 | 100 | 86 | 49 | 23 | 0 | 0 |
| July 2024 | 100 | 76 | 43 | 20 | 0 | 0 |
| July 2025 | 100 | 66 | 37 | 17 | 0 | 0 |
| July 2026 | 100 | 57 | 31 | 14 | 0 | 0 |
| July 2027 | 100 | 47 | 26 | 12 | 0 | 0 |
| July 2028 | 100 | 38 | 20 | 9 | 0 | 0 |
| July 2029 | 100 | 29 | 16 | 7 | 0 | 0 |
| July 2030 | 100 | 20 | 11 | 5 | 0 | 0 |
| July 2031 | 100 | 12 | 6 | 3 | 0 | 0 |
| July 2032 | 100 | 3 | 2 | 1 | 0 | 0 |
| July 2033 | 46 | 0 | 0 | 0 | 0 | 0 |
| July 2034 | 0 | 0 | 0 | 0 | 0 | 0 |
| Weighted Average Life (years)** | 29.0 | 22.8 | 18.9 | 10.9 | 2.5 | 0.6 |

* 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.

| | CO Class | | | | | CA Class | | | | | CB Class | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | PSA Prepayment Assumption | | | | | PSA Prepayment Assumption | | | | | PSA Prepayment Assumption | | | | |
| **Date** | **0%** | **100%** | **205%** | **300%** | **400%** | **0%** | **100%** | **205%** | **300%** | **400%** | **0%** | **100%** | **205%** | **300%** | **400%** |
| Initial Percent | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2005 | 100 | 100 | 100 | 100 | 92 | 100 | 100 | 100 | 100 | 60 | 100 | 100 | 100 | 100 | 100 |
| July 2006 | 100 | 100 | 100 | 55 | 0 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2007 | 100 | 100 | 98 | 0 | 0 | 100 | 100 | 88 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2008 | 100 | 100 | 83 | 0 | 0 | 100 | 100 | 14 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2009 | 100 | 100 | 75 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 52 | 0 | 0 |
| July 2010 | 100 | 100 | 72 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 25 | 0 | 0 |
| July 2011 | 100 | 100 | 71 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 10 | 0 | 0 |
| July 2012 | 100 | 100 | 64 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2013 | 100 | 100 | 62 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2014 | 100 | 100 | 59 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2015 | 100 | 100 | 55 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2016 | 100 | 100 | 51 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2017 | 100 | 100 | 47 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2018 | 100 | 100 | 42 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2019 | 100 | 100 | 38 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2020 | 100 | 100 | 33 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2021 | 100 | 100 | 29 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2022 | 100 | 100 | 25 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2023 | 100 | 100 | 22 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2024 | 100 | 100 | 18 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2025 | 100 | 100 | 15 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2026 | 100 | 100 | 13 | 0 | 0 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2027 | 100 | 87 | 10 | 0 | 0 | 100 | 31 | 0 | 0 | 0 | 100 | 100 | 0 | 0 | 0 |
| July 2028 | 100 | 71 | 8 | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 100 | 16 | 0 | 0 | 0 |
| July 2029 | 100 | 57 | 6 | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 100 | 0 | 0 | 0 | 0 |
| July 2030 | 100 | 42 | 4 | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 100 | 0 | 0 | 0 | 0 |
| July 2031 | 100 | 29 | 3 | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 100 | 0 | 0 | 0 | 0 |
| July 2032 | 100 | 16 | 1 | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 100 | 0 | 0 | 0 | 0 |
| July 2033 | 72 | 4 | * | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 18 | 0 | 0 | 0 | 0 |
| July 2034 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Weighted Average Life (years)** | 29.3 | 25.6 | 12.6 | 2.1 | 1.5 | 28.8 | 22.8 | 3.5 | 1.5 | 1.1 | 29.0 | 23.8 | 5.4 | 1.7 | 1.2 |

| | CD Class | | | | | CE Class | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | PSA Prepayment Assumption | | | | | PSA Prepayment Assumption | | | | |
| **Date** | **0%** | **100%** | **205%** | **300%** | **400%** | **0%** | **100%** | **205%** | **300%** | **400%** |
| Initial Percent | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2005 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 |
| July 2006 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 85 | 0 |
| July 2007 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2008 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2009 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2010 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2011 | 100 | 100 | 100 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2012 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 100 | 0 | 0 |
| July 2013 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 96 | 0 | 0 |
| July 2014 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 91 | 0 | 0 |
| July 2015 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 86 | 0 | 0 |
| July 2016 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 79 | 0 | 0 |
| July 2017 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 72 | 0 | 0 |
| July 2018 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 65 | 0 | 0 |
| July 2019 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 58 | 0 | 0 |
| July 2020 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 52 | 0 | 0 |
| July 2021 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 45 | 0 | 0 |
| July 2022 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 39 | 0 | 0 |
| July 2023 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 34 | 0 | 0 |
| July 2024 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 29 | 0 | 0 |
| July 2025 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 24 | 0 | 0 |
| July 2026 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 20 | 0 | 0 |
| July 2027 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 16 | 0 | 0 |
| July 2028 | 100 | 100 | 0 | 0 | 0 | 100 | 100 | 12 | 0 | 0 |
| July 2029 | 100 | 0 | 0 | 0 | 0 | 100 | 88 | 9 | 0 | 0 |
| July 2030 | 100 | 0 | 0 | 0 | 0 | 100 | 66 | 7 | 0 | 0 |
| July 2031 | 100 | 0 | 0 | 0 | 0 | 100 | 45 | 4 | 0 | 0 |
| July 2032 | 100 | 0 | 0 | 0 | 0 | 100 | 25 | 2 | 0 | 0 |
| July 2033 | 100 | 0 | 0 | 0 | 0 | 100 | 6 | 1 | 0 | 0 |
| July 2034 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Weighted Average Life (years)** | 29.1 | 24.3 | 7.5 | 1.8 | 1.3 | 29.5 | 26.8 | 16.9 | 2.4 | 1.6 |

* 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.

## Characteristics of the R, RM and RL Classes

The R, RM 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 Middle Tier REMIC remain after the principal balances of the Middle Tier Regular Interests are reduced to zero, we will pay the Holder of the RM 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 any of those cases.

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, RM 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 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 advisor 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, the Holder of the RM Class will be considered to be the holder of the "residual interest" in the REMIC constituted by the Middle Tier REMIC, 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, RM 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, the Middle Tier REMIC and the Trust as REMICs for federal income tax purposes. The Certificates, other than the R, RM 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 Middle Tier Regular Interests will be designated as the "regular interests" and the RM Class will be designated as the "residual interest" in the Middle Tier REMIC. 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, the Middle Tier REMIC and the Trust will qualify as REMICs, the 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, RM 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 and the Principal Only Class will be issued with original issue discount ("OID"), and certain other Classes of 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 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:

| Group | Prepayment Assumption |
|---|---|
| 1 | 160% PSA |
| 2 | 205% PSA |

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, the Middle Tier REMIC and the Lower Tier REMIC that generally will not be treated as excess inclusions, the rate to be used is 6.27% (which is 120% of the "federal long-term rate"). 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.

The Treasury Department recently issued Regulations providing that, to clearly reflect income, an inducement fee paid to a transferee of a noneconomic residual interest in a REMIC must be included in income over a period that is reasonably related to the period during which the applicable REMIC is expected to generate taxable income or net loss allocable to the transferee. The Regulations set forth two safe harbor methods under which a taxpayer's accounting for the inducement fee will be considered to clearly reflect income for these purposes. In addition, under the Regulations an inducement fee shall be treated as income from sources within the United States. The Regulations, which are effective for taxable years ending on or after May 11, 2004, contain additional details regarding their application. You should consult your own tax advisor regarding the application of the Regulations to the transfer of a Residual Certificate.

### Tax Return Disclosure Requirements

The Treasury Department recently issued Regulations directed at "tax shelters" that could be read to apply to transactions generally not considered to be tax shelters. These Regulations require that taxpayers that participate in a "reportable transaction" disclose such transaction on their tax returns by attaching IRS Form 8886 and retain information related to the transaction. A transaction may be a "reportable transaction" based upon any of several indicia, one or more of which may be present with respect to the Certificates. You should consult your own tax advisor concerning any possible disclosure obligation with respect to your investment in the Certificates.

## PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Banc of America Securities LLC (the "Dealer") in exchange for the Group 1 SMBS and the Underlying REMIC Certificates. 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.

## LEGAL MATTERS

Sidley Austin Brown & Wood LLP will provide legal representation for Fannie Mae. Kennedy Covington Lobdell & Hickman, L.L.P. will provide legal representation for the Dealer.

Exhibit A

## Group 1 Underlying REMIC Certificate and Group 2 Underlying RCR Certificate

| | Underlying Trust | Class | Date of Issue | CUSIP Number | Interest Rate | Interest Type(1) | Final Distribution Date | Principal Type(1) | Original Principal or Notional Principal Balance of Class | July 2004 Class Factor | Principal Balance or Notional Principal Balance in the Lower Tier REMIC | Approximate Weighted Average WAC | Approximate Weighted Average WAM (in months) | Approximate Weighted Average WALA (in months) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Group 1** | 2003-064 | IQ | June 2003 | 31393DKP5 | 5.5% | FIX/IO | July 2033 | NTL | $36,363,636 | 0.81485845 | $29,631,216 | 5.75% | 344 | 14 |
| **Group 2** | 2004-047 | CT | May 2004 | 31393YE35 | 5.5 | FIX | June 2034 | SUP | 32,273,000 | 1.00000000 | 32,273,000 | 5.98 | 352 | 6 |

(1) See "Description of the Certificates — Definitions and Abbreviations" in the REMIC Prospectus.

## Principal Balance Schedule

### *TP Class Scheduled Balances*

| Distribution Date | Scheduled Balance | Distribution Date | Scheduled Balance | Distribution Date | Scheduled Balance |
|---|---|---|---|---|---|
| Initial Balance | $96,850,000.00 | October 2008 | $60,539,172.07 | January 2013 | $33,658,748.75 |
| August 2004 | 96,297,882.15 | November 2008 | 59,912,094.89 | February 2013 | 33,233,006.75 |
| September 2004 | 95,722,549.90 | December 2008 | 59,289,459.61 | March 2013 | 32,812,109.37 |
| October 2004 | 95,124,317.69 | January 2009 | 58,671,235.87 | April 2013 | 32,396,003.83 |
| November 2004 | 94,503,515.11 | February 2009 | 58,057,393.55 | May 2013 | 31,984,637.96 |
| December 2004 | 93,860,486.61 | March 2009 | 57,447,902.70 | June 2013 | 31,577,960.10 |
| January 2005 | 93,195,591.22 | April 2009 | 56,842,733.58 | July 2013 | 31,175,919.18 |
| February 2005 | 92,509,202.20 | May 2009 | 56,241,856.66 | August 2013 | 30,778,464.65 |
| March 2005 | 91,801,706.69 | June 2009 | 55,645,242.61 | September 2013 | 30,385,546.50 |
| April 2005 | 91,073,505.37 | July 2009 | 55,052,862.30 | October 2013 | 29,997,115.28 |
| May 2005 | 90,325,012.06 | August 2009 | 54,464,686.78 | November 2013 | 29,613,122.04 |
| June 2005 | 89,556,653.37 | September 2009 | 53,880,687.30 | December 2013 | 29,233,518.36 |
| July 2005 | 88,768,868.23 | October 2009 | 53,300,835.33 | January 2014 | 28,858,256.34 |
| August 2005 | 87,962,107.54 | November 2009 | 52,725,102.51 | February 2014 | 28,487,288.58 |
| September 2005 | 87,154,493.52 | December 2009 | 52,153,460.68 | March 2014 | 28,120,568.21 |
| October 2005 | 86,346,115.30 | January 2010 | 51,585,881.86 | April 2014 | 27,758,048.83 |
| November 2005 | 85,537,065.23 | February 2010 | 51,022,338.27 | May 2014 | 27,399,684.56 |
| December 2005 | 84,733,698.87 | March 2010 | 50,462,802.31 | June 2014 | 27,045,430.00 |
| January 2006 | 83,935,977.47 | April 2010 | 49,907,246.59 | July 2014 | 26,695,240.23 |
| February 2006 | 83,143,862.53 | May 2010 | 49,355,643.86 | August 2014 | 26,349,070.82 |
| March 2006 | 82,357,315.84 | June 2010 | 48,807,967.11 | September 2014 | 26,006,877.81 |
| April 2006 | 81,576,299.42 | July 2010 | 48,264,189.47 | October 2014 | 25,668,617.71 |
| May 2006 | 80,800,775.57 | August 2010 | 47,724,284.27 | November 2014 | 25,334,247.49 |
| June 2006 | 80,030,706.82 | September 2010 | 47,188,225.02 | December 2014 | 25,003,724.59 |
| July 2006 | 79,266,055.97 | October 2010 | 46,655,985.40 | January 2015 | 24,677,006.90 |
| August 2006 | 78,506,786.07 | November 2010 | 46,127,539.28 | February 2015 | 24,354,052.75 |
| September 2006 | 77,752,860.43 | December 2010 | 45,602,860.70 | March 2015 | 24,034,820.93 |
| October 2006 | 77,004,242.58 | January 2011 | 45,081,923.88 | April 2015 | 23,719,270.66 |
| November 2006 | 76,260,896.32 | February 2011 | 44,564,703.21 | May 2015 | 23,407,361.61 |
| December 2006 | 75,522,785.69 | March 2011 | 44,051,173.25 | June 2015 | 23,099,053.87 |
| January 2007 | 74,789,874.97 | April 2011 | 43,541,308.75 | July 2015 | 22,794,307.96 |
| February 2007 | 74,062,128.69 | May 2011 | 43,035,084.62 | August 2015 | 22,493,084.82 |
| March 2007 | 73,339,511.60 | June 2011 | 42,532,475.92 | September 2015 | 22,195,345.80 |
| April 2007 | 72,621,988.71 | July 2011 | 42,033,457.92 | October 2015 | 21,901,052.70 |
| May 2007 | 71,909,525.26 | August 2011 | 41,538,006.02 | November 2015 | 21,610,167.67 |
| June 2007 | 71,202,086.72 | September 2011 | 41,046,095.80 | December 2015 | 21,322,653.32 |
| July 2007 | 70,499,638.80 | October 2011 | 40,557,703.02 | January 2016 | 21,038,472.63 |
| August 2007 | 69,802,147.44 | November 2011 | 40,072,803.59 | February 2016 | 20,757,588.98 |
| September 2007 | 69,109,578.81 | December 2011 | 39,591,373.57 | March 2016 | 20,479,966.15 |
| October 2007 | 68,421,899.30 | January 2012 | 39,113,389.21 | April 2016 | 20,205,568.31 |
| November 2007 | 67,739,075.55 | February 2012 | 38,638,826.91 | May 2016 | 19,934,359.99 |
| December 2007 | 67,061,074.40 | March 2012 | 38,167,663.21 | June 2016 | 19,666,306.13 |
| January 2008 | 66,387,862.93 | April 2012 | 37,699,874.84 | July 2016 | 19,401,372.04 |
| February 2008 | 65,719,408.45 | May 2012 | 37,235,438.67 | August 2016 | 19,139,523.38 |
| March 2008 | 65,055,678.46 | June 2012 | 36,774,331.74 | September 2016 | 18,880,726.20 |
| April 2008 | 64,396,640.72 | July 2012 | 36,316,531.22 | October 2016 | 18,624,946.91 |
| May 2008 | 63,742,263.17 | August 2012 | 35,862,014.45 | November 2016 | 18,372,152.26 |
| June 2008 | 63,092,514.00 | September 2012 | 35,411,237.96 | December 2016 | 18,122,309.40 |
| July 2008 | 62,447,361.59 | October 2012 | 34,965,578.51 | January 2017 | 17,875,385.78 |
| August 2008 | 61,806,774.56 | November 2012 | 34,524,980.44 | February 2017 | 17,631,349.24 |
| September 2008 | 61,170,721.71 | December 2012 | 34,089,388.68 | March 2017 | 17,390,167.94 |

*TP Class (Continued)*

| Distribution Date | Scheduled Balance | Distribution Date | Scheduled Balance | Distribution Date | Scheduled Balance |
|---|---|---|---|---|---|
| April 2017 | $17,151,810.41 | September 2021 | $ 7,845,102.17 | February 2026 | $ 2,998,296.56 |
| May 2017 | 16,916,245.47 | October 2021 | 7,720,649.57 | March 2026 | 2,934,871.49 |
| June 2017 | 16,683,442.32 | November 2021 | 7,597,722.41 | April 2026 | 2,872,277.56 |
| July 2017 | 16,453,370.48 | December 2021 | 7,476,303.53 | May 2026 | 2,810,505.17 |
| August 2017 | 16,225,999.77 | January 2022 | 7,356,375.94 | June 2026 | 2,749,544.82 |
| September 2017 | 16,001,300.38 | February 2022 | 7,237,922.87 | July 2026 | 2,689,387.11 |
| October 2017 | 15,779,242.77 | March 2022 | 7,120,927.68 | August 2026 | 2,630,022.75 |
| November 2017 | 15,559,797.77 | April 2022 | 7,005,373.96 | September 2026 | 2,571,442.56 |
| December 2017 | 15,342,936.47 | May 2022 | 6,891,245.44 | October 2026 | 2,513,637.43 |
| January 2018 | 15,128,630.30 | June 2022 | 6,778,526.05 | November 2026 | 2,456,598.39 |
| February 2018 | 14,916,851.01 | July 2022 | 6,667,199.89 | December 2026 | 2,400,316.55 |
| March 2018 | 14,707,570.62 | August 2022 | 6,557,251.22 | January 2027 | 2,344,783.10 |
| April 2018 | 14,500,761.47 | September 2022 | 6,448,664.47 | February 2027 | 2,289,989.36 |
| May 2018 | 14,296,396.20 | October 2022 | 6,341,424.27 | March 2027 | 2,235,926.72 |
| June 2018 | 14,094,447.74 | November 2022 | 6,235,515.39 | April 2027 | 2,182,586.68 |
| July 2018 | 13,894,889.30 | December 2022 | 6,130,922.76 | May 2027 | 2,129,960.82 |
| August 2018 | 13,697,694.39 | January 2023 | 6,027,631.49 | June 2027 | 2,078,040.83 |
| September 2018 | 13,502,836.81 | February 2023 | 5,925,626.84 | July 2027 | 2,026,818.47 |
| October 2018 | 13,310,290.63 | March 2023 | 5,824,894.25 | August 2027 | 1,976,285.62 |
| November 2018 | 13,120,030.20 | April 2023 | 5,725,419.29 | September 2027 | 1,926,434.21 |
| December 2018 | 12,932,030.16 | May 2023 | 5,627,187.72 | October 2027 | 1,877,256.30 |
| January 2019 | 12,746,265.40 | June 2023 | 5,530,185.41 | November 2027 | 1,828,744.01 |
| February 2019 | 12,562,711.10 | July 2023 | 5,434,398.43 | December 2027 | 1,780,889.55 |
| March 2019 | 12,381,342.70 | August 2023 | 5,339,812.97 | January 2028 | 1,733,685.23 |
| April 2019 | 12,202,135.89 | September 2023 | 5,246,415.39 | February 2028 | 1,687,123.43 |
| May 2019 | 12,025,066.66 | October 2023 | 5,154,192.18 | March 2028 | 1,641,196.62 |
| June 2019 | 11,850,111.22 | November 2023 | 5,063,129.99 | April 2028 | 1,595,897.36 |
| July 2019 | 11,677,246.06 | December 2023 | 4,973,215.62 | May 2028 | 1,551,218.28 |
| August 2019 | 11,506,447.90 | January 2024 | 4,884,436.00 | June 2028 | 1,507,152.09 |
| September 2019 | 11,337,693.73 | February 2024 | 4,796,778.21 | July 2028 | 1,463,691.60 |
| October 2019 | 11,170,960.80 | March 2024 | 4,710,229.46 | August 2028 | 1,420,829.68 |
| November 2019 | 11,006,226.56 | April 2024 | 4,624,777.12 | September 2028 | 1,378,559.28 |
| December 2019 | 10,843,468.76 | May 2024 | 4,540,408.68 | October 2028 | 1,336,873.45 |
| January 2020 | 10,682,665.34 | June 2024 | 4,457,111.77 | November 2028 | 1,295,765.28 |
| February 2020 | 10,523,794.51 | July 2024 | 4,374,874.17 | December 2028 | 1,255,227.97 |
| March 2020 | 10,366,834.70 | August 2024 | 4,293,683.76 | January 2029 | 1,215,254.77 |
| April 2020 | 10,211,764.59 | September 2024 | 4,213,528.59 | February 2029 | 1,175,839.03 |
| May 2020 | 10,058,563.06 | October 2024 | 4,134,396.81 | March 2029 | 1,136,974.16 |
| June 2020 | 9,907,209.24 | November 2024 | 4,056,276.73 | April 2029 | 1,098,653.63 |
| July 2020 | 9,757,682.48 | December 2024 | 3,979,156.75 | May 2029 | 1,060,871.01 |
| August 2020 | 9,609,962.36 | January 2025 | 3,903,025.43 | June 2029 | 1,023,619.92 |
| September 2020 | 9,464,028.68 | February 2025 | 3,827,871.44 | July 2029 | 986,894.06 |
| October 2020 | 9,319,861.43 | March 2025 | 3,753,683.57 | August 2029 | 950,687.19 |
| November 2020 | 9,177,440.86 | April 2025 | 3,680,450.73 | September 2029 | 914,993.15 |
| December 2020 | 9,036,747.40 | May 2025 | 3,608,161.98 | October 2029 | 879,805.85 |
| January 2021 | 8,897,761.71 | June 2025 | 3,536,806.47 | November 2029 | 845,119.27 |
| February 2021 | 8,760,464.64 | July 2025 | 3,466,373.48 | December 2029 | 810,927.43 |
| March 2021 | 8,624,837.28 | August 2025 | 3,396,852.39 | January 2030 | 777,224.45 |
| April 2021 | 8,490,860.89 | September 2025 | 3,328,232.72 | February 2030 | 744,004.50 |
| May 2021 | 8,358,516.94 | October 2025 | 3,260,504.11 | March 2030 | 711,261.82 |
| June 2021 | 8,227,787.13 | November 2025 | 3,193,656.27 | April 2030 | 678,990.69 |
| July 2021 | 8,098,653.32 | December 2025 | 3,127,679.08 | May 2030 | 647,185.50 |
| August 2021 | 7,971,097.58 | January 2026 | 3,062,562.48 | June 2030 | 615,840.67 |

***TP Class (Continued)***

| Distribution Date | Scheduled Balance |
|---|---|
| July 2030 | $ 584,950.67 |
| August 2030 | 554,510.08 |
| September 2030 | 524,513.48 |
| October 2030 | 494,955.57 |
| November 2030 | 465,831.06 |
| December 2030 | 437,134.75 |
| January 2031 | 408,861.48 |
| February 2031 | 381,006.16 |
| March 2031 | 353,563.75 |
| April 2031 | $ 326,529.27 |
| May 2031 | 299,897.79 |
| June 2031 | 273,664.44 |
| July 2031 | 247,824.40 |
| August 2031 | 222,372.92 |
| September 2031 | 197,305.27 |
| October 2031 | 172,616.82 |
| November 2031 | 148,302.94 |
| December 2031 | $ 124,359.09 |
| January 2032 | 100,780.77 |
| February 2032 | 77,563.52 |
| March 2032 | 54,702.94 |
| April 2032 | 32,194.68 |
| May 2032 | 10,034.45 |
| June 2032 and thereafter | 0.00 |

**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.**

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**TABLE OF CONTENTS**



# $32,273,000

FannieMae®

**Guaranteed REMIC**
**Pass-Through Certificates**

**Fannie Mae REMIC Trust 2004-62**

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## PROSPECTUS SUPPLEMENT

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Banc of America Securities LLC

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**June 25, 2004**