

\$983,208,662



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2006-116**

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 (except in the case of the accrual classes), and
- principal to the extent available for payment on your class.

We will pay principal at rates that may 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 available for distribution to investors on time.

The Trust and its Assets

The trust will own Fannie Mae MBS.

The mortgage loans underlying the 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
F	1	\$185,714,285	PT	(1)	FLT	31396LZC7	December 2036
SI	1	14,857,143 (2)	NTL	(1)	INV/IO	31396LZD5	December 2036
S	1	185,714,285 (2)	NTL	(1)	INV/IO	31396LZE3	December 2036
PO(3) ...	1	8,475,457	PAC	(4)	PO	31396LZF0	December 2036
TO(3) ...	1	5,810,258	SUP	(4)	PO	31396LZG8	December 2036
FG	2	50,000,000	TAC/AD	(1)	FLT	31396LZH6	December 2036
FZ	2	308,662	SUP	(1)	FLT/Z (5)	31396L Z J 2	December 2036
SG	2	50,308,662 (2)	NTL	(1)	INV/IO	31396LZK9	December 2036
JO(3) ...	2	5,002,820	PAC	(4)	PO	31396LZL7	December 2036
KO(3) ...	2	3,381,957	SUP	(4)	PO	31396LZM5	December 2036
LF	3	35,000,000	PT	(1)	FLT	31396LZN3	December 2036
LS	3	35,000,000 (2)	NTL	(1)	INV/IO	31396LZP8	December 2036
MO(3) ...	3	3,479,736	PAC	(4)	PO	31396LZQ6	December 2036
LO(3) ...	3	2,353,598	SUP	(4)	PO	31396LZR4	December 2036
A	4	464,000,000	SEQ	5.75%	FIX	31396LZS2	November 2034
IO	4	19,333,333 (2)	NTL	6.00	FIX/IO	31396LZT0	November 2034
VC(3) ...	4	25,347,000	SEQ/AD	6.00	FIX	31396LZU7	February 2016
VE(3) ...	4	39,653,000	SEQ/AD	6.00	FIX	31396LZV5	July 2024
Z(3)	4	35,000,000	SEQ	6.00	FIX/Z	31396LZW3	December 2036
NO(3) ...	5	12,500,000	PT	(4)	PO	31396LZX1	December 2036
TF	5	50,000,000	PT	(6)	T	31396LZY9	December 2036
IX(3) ...	5	50,000,000 (2)	NTL	(6)	T/IO	31396LZZ6	December 2036
TS	5	50,000,000 (2)	NTL	(1)	INV/IO	31396LA26	December 2036
JF(3) ...	6	57,181,889	PT	(1)	FLT	31396LA34	December 2036
JT(3) ...	6	11,436,377 (2)	NTL	(1)	INV/IO	31396LA42	December 2036
ES	6	57,181,889 (2)	NTL	(1)	INV/IO	31396LA59	December 2036
R		0	NPR	0	NPR	31396LA67	December 2036
RL		0	NPR	0	NPR	31394V7K0	December 2036

- (1) Based on LIBOR. (4) Principal only class.
(2) Notional balances. These classes are interest only (5) Floating rate/accrual class.
classes. See page S-8 for a description of how their (6) These classes are toggle classes. See pages S-7
notional balances are calculated. and S-8 for a description of their interest rates.
(3) Exchangeable classes.

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 OC, OG, OL, OD, B, XF and EF 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 November 30, 2006.

Carefully consider the risk factors starting on page S-11 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 November 1, 2006.

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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 January 1, 2006 (the “MBS Prospectus”); and
- any information incorporated by reference in this prospectus supplement as discussed below under the heading “Incorporation by Reference.”

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 REMIC Prospectus and the MBS Prospectus 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).

INCORPORATION BY REFERENCE

In this prospectus supplement, we are incorporating by reference the MBS Prospectus described above. In addition, we are incorporating by reference the documents listed below. This means that we are disclosing information to you by referring you to these documents. These documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with these documents.

You should rely only on the information provided or incorporated by reference in this prospectus supplement, the REMIC Prospectus, the MBS Prospectus and any applicable supplements or amendments.

We incorporate by reference the following documents we have filed, or may file, with the Securities and Exchange Commission (“SEC”):

- our Annual Report on Form 10-K for the fiscal year ended December 31, 2003 (“Form 10-K”);
- all other reports we have filed pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 since the end of the fiscal year covered by the Form 10-K until the date of this prospectus supplement, excluding any information “furnished” to the SEC on Form 8-K; and
- all proxy statements that we file with the SEC and all documents that we file with the SEC pursuant to Section 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934 subsequent to the date of this prospectus supplement and prior to the completion of the offering of the certificates, excluding any information we “furnish” to the SEC on Form 8-K.

Any information incorporated by reference in this prospectus supplement is deemed to be modified or superseded for purposes of this prospectus supplement to the extent information contained or incorporated by reference in this prospectus supplement modifies or supersedes such information. In such case, the information will constitute a part of this prospectus supplement only as so modified or superseded.

We file annual, quarterly and current reports, proxy statements and other information with the SEC. You can obtain copies of the periodic reports we file with the SEC without charge by calling or writing our Office of Investor Relations, Fannie Mae, 3900 Wisconsin Avenue, NW, Washington, DC 20016, telephone: (202) 752-7115. The periodic and current reports that we file with the SEC are also available on our Web site. Information appearing on our Web site is not incorporated in this prospectus supplement except as specifically stated in this prospectus supplement.

In addition, you may read our SEC filings and other information about Fannie Mae at the offices of the New York Stock Exchange, the Chicago Stock Exchange and the Pacific Exchange. Our SEC filings are also available at the SEC's Web site at www.sec.gov. We are providing the address of the SEC's Web site solely for the information of prospective investors. Information appearing on the SEC's Web site is not incorporated in this prospectus supplement except as specifically stated in this prospectus supplement.

RECENT DEVELOPMENTS

Our safety and soundness regulator, the Office of Federal Housing Enterprise Oversight ("OFHEO"), announced in July 2003 that it was conducting a special examination of our accounting policies and practices, and in September 2004 issued a preliminary report of its findings to date. OFHEO subsequently identified additional accounting and internal control issues in February 2005, and issued its Report of the Special Examination of Fannie Mae (the "OFHEO Report") on May 23, 2006.

On December 22, 2004, we reported that the Audit Committee of our Board of Directors (the "Board") had determined that our previously filed interim and audited financial statements and the independent auditor's reports thereon for the period from January 2001 through the second quarter of 2004 should no longer be relied upon because such financial statements were prepared using accounting principles that did not comply with U.S. generally accepted accounting principles ("GAAP"). We have subsequently initiated an extensive restatement and re-audit of our financial statements with our new independent auditor, Deloitte & Touche LLP. We anticipate that the impact of the restatement will be material to Fannie Mae's financial statements for many, if not all, of the periods involved.

Our Board and management have initiated numerous internal and external reviews of our accounting processes and controls, our financial reporting processes, and our application of GAAP. See "Risk Factors—There are numerous ongoing internal reviews and external investigations of Fannie Mae" in the MBS Prospectus. One of these external investigations was conducted by the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul Weiss"), under the direction of former U.S. Senator Warren Rudman. On February 23, 2006, the Paul Weiss report to the Special Committee of the Board was publicly released, and included numerous findings about Fannie Mae's accounting policies, practices and systems, compensation practices, corporate governance, and internal controls. On February 24, 2006, we filed a Form 8-K with the U.S. Securities and Exchange Commission (the "SEC") that includes the Paul Weiss report.

The OFHEO Report presents OFHEO's findings about Fannie Mae's corporate culture, executive compensation programs, accounting policies and internal controls, internal and external auditors, senior management, and the Board. In conjunction with the release of the OFHEO Report, Fannie Mae entered into settlement agreements with both OFHEO and the SEC on May 23, 2006. The settlement agreements require Fannie Mae to pay civil penalties totaling \$400 million. In addition, the

settlement agreement with OFHEO requires Fannie Mae to undertake certain remedial actions within a specified time frame to address the recommendations contained in the OFHEO Report, including an undertaking by Fannie Mae not to increase its “mortgage portfolio” assets except as permitted by a plan to be submitted by Fannie Mae for approval by OFHEO. The settlement agreements constitute comprehensive settlements between Fannie Mae and both OFHEO and the SEC relating to the activities of Fannie Mae during the time period in question. Please refer to our Form 8-K filed with the SEC on May 30, 2006 for further information about the OFHEO Report and the settlement agreements. A complete copy of the OFHEO Report is available on OFHEO’s website at www.ofheo.gov.

On July 20, 2006, the Federal Reserve Board implemented revisions to its payment systems risk policy requiring all government sponsored enterprises, including Fannie Mae, to fully fund their accounts with the Federal Reserve Banks before making payments to debt and mortgage-backed securities investors. Fannie Mae complied with this policy by entering into various funding agreements with market participants. In connection with this policy change, Fannie Mae also entered into a new fiscal agency agreement with the Federal Reserve Bank of New York. In addition, Fannie Mae, as trustee for its mortgage-backed securities, invests collections on mortgage loans underlying our mortgage-backed securities in highly rated financial instruments, which may include Fannie Mae’s senior debt securities or other debt securities if certain rating requirements are satisfied.

On August 24, 2006, we announced that we had been advised by the United States Attorney’s Office for the District of Columbia that it was discontinuing its investigation of Fannie Mae’s accounting policies and practices, and did not plan to file charges against Fannie Mae. Please refer to our Form 8-K filed with the SEC on August 24, 2006 for further information.

We have not filed Quarterly Reports on Form 10-Q for the third quarter of 2004, the first, second and third quarters of 2005, or the first, second and third quarters of 2006, nor have we filed our Annual Reports on Form 10-K for the years ended December 31, 2004 and December 31, 2005. As we most recently reported in the Current Report on Form 8-K filed with the SEC on November 8, 2006, we currently estimate that we will complete our financial restatement and file our Annual Report on Form 10-K for the year ended December 31, 2004 by the end of 2006. See “Risk Factors—There is a lack of financial information about us available in the market” in the MBS Prospectus.

Forms 8-K that we file with the SEC prior to the completion of the offering of the certificates are incorporated by reference in this prospectus supplement. This means that we are disclosing information to you by referring you to those documents. You should refer to “Incorporation by Reference” above for further details on the information that we incorporate by reference in this prospectus supplement and where to find it.

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

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 MBS

Assumed Characteristics of the Mortgage Loans Underlying the MBS (as of November 1, 2006)

	<u>Approximate Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Approximate Weighted Average Remaining Term to Maturity (in months)</u>	<u>Approximate Weighted Average Loan Age (in months)</u>	<u>Approximate Weighted Average Coupon</u>
Group 1 MBS	\$200,000,000	360	355	4	7.000%
Group 2 MBS	\$ 58,693,439	360	359	1	6.620%
Group 3 MBS	\$ 40,833,334	360	356	3	6.590%
Group 4 MBS	\$564,000,000	360	348	10	6.520%
Group 5 MBS	\$ 62,500,000	360	357	2	6.580%
Group 6 MBS	\$ 57,181,889	360	357	3	7.613%

The actual remaining terms to maturity, 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 November 30, 2006.

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:

<u>Fed Book-Entry</u>	<u>Physical</u>
All classes of certificates other than the R and RL Classes	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, inverse floating rate and toggle classes will bear interest at the initial interest rates listed below. During subsequent interest accrual periods, the floating rate, inverse floating rate and toggle 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>
F	5.71%	7.00%	0.38%	LIBOR + 38 basis points
SI	0.25%	0.25%	0.00%	82.75% – (12.5 × LIBOR)
S	1.27%	6.60%	0.00%	6.6% – LIBOR
FG	5.68%	7.00%	0.36%	LIBOR + 36 basis points
FZ	5.68%	7.00%	0.36%	LIBOR + 36 basis points
SG	1.32%	6.64%	0.00%	6.64% – LIBOR
LF	5.67%	7.00%	0.35%	LIBOR + 35 basis points
LS	1.33%	6.65%	0.00%	6.65% – LIBOR
TF	6.42%	7.50%	0.00%	(2)
IX	0.00%	7.50%	0.00%	(3)
TS	1.08%	6.40%	0.00%	6.4% – LIBOR
JF	5.62%	7.00%	0.30%	LIBOR + 30 basis points
JT	0.25%	0.25%	0.00%	33.5% – (5 x LIBOR)
ES	1.33%	6.65%	0.00%	6.65% – LIBOR
XF	0.00%	30.00%	0.00%	(4)
EF	5.67%	7.00%	0.35%	LIBOR + 35 basis points

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

(2) The applicable interest rate for the TF Class during each interest accrual period will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Formula or Rate</u>
Less than 7.25%	LIBOR + 110 basis points
Greater than or equal to 7.25%	0.00%

(3) The applicable interest rate for the IX Class during each interest accrual period will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Rate</u>
Less than to 7.25%	0.00%
Greater than or equal to 7.25%	7.50%

(4) The applicable interest rate for the XF Class during each interest accrual period will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Rate</u>
Less than 7.25%	0.00%
Greater than or equal to 7.25%	30.00%

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>	
SI	8.0000001077% of the F Class
S	100% of the F Class
SG	100% of the <i>sum</i> of the FG and FZ Classes
LS	100% of the LF Class
IO	4.1666666667% of the A Class
IX	100% of the TF Class
TS	100% of the TF Class
JT	19.9999986010% of the JF Class
ES	100% of the JF Class

Distributions of Principal

Group 1 Principal Distribution Amount

- (a) 92.8571425% of such amount to the F Class to zero, and
- (b) 7.1428575% of such amount in the following priority:
 - first*, to the PO Class to its Planned Balance;
 - second*, to the TO Class to zero; and
 - third*, to the PO Class to zero.

Group 2 Principal Distribution Amount

FZ Accrual Amount

To the FG Class to its Targeted Balance, and thereafter to the FZ Class.

Group 2 Cash Flow Distribution Amount

- (a) 85.7142857143% of such amount as follows:
 - first*, to the FG Class to its Targeted Balance;
 - second*, to the FZ Class to zero; and

third, to the FG Class to zero, and

(b) 14.2857142857% of such amount as follows:

first, to the JO Class to its Planned Balance;

second, to the KO Class to zero; and

third, to the JO Class to zero.

Group 3 Principal Distribution Amount

(a) 85.7142843149% of such amount to the LF Class to zero, and

(b) 14.2857156851% of such amount as follows:

first, to the MO Class to its Planned Balance;

second, to the LO Class to zero; and

third, to the MO Class to zero.

Group 4 Principal Distribution Amount

Z Accrual Amount

To the VC and VE Classes, in that order, to zero, and thereafter to the Z Class.

Group 4 Cash Flow Distribution Amount

To the A, VC, VE and Z Classes, in that order, to zero.

Group 5 Principal Distribution Amount

To the NO and TF Classes, pro rata, to zero.

Group 6 Principal Distribution Amount

To the JF 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) *

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>320%</u>	<u>350%</u>	<u>700%</u>
F, SI and S	21.1	11.3	5.2	4.8	2.7
PO	16.6	6.3	6.3	6.3	3.6
TO	27.6	18.6	3.6	2.7	1.4
OC	21.1	11.3	5.2	4.8	2.7

		PSA Prepayment Assumption							
<u>Group 2 Classes</u>		<u>LIBOR</u>	<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
FG	1.32%	20.7	11.3	5.9	5.8	5.1	3.8	2.9	
	3.32%	20.6	11.2	5.9	5.8	5.1	3.8	2.9	
	5.32%	20.4	11.1	5.8	5.7	5.1	3.8	2.9	
	6.64%	20.3	11.0	5.8	5.7	5.1	3.8	2.9	
FZ	1.32%	30.0	29.6	25.3	25.1	0.5	0.3	0.2	
	3.32%	29.9	29.3	24.2	24.0	0.5	0.3	0.2	
	5.32%	29.8	28.8	23.2	23.0	0.5	0.3	0.2	
	6.64%	29.8	28.5	23.0	23.0	0.5	0.3	0.2	
SG		20.8	11.4	6.1	6.0	5.0	3.8	2.9	
JO		16.3	6.5	6.5	6.5	6.5	5.0	3.8	
KO		27.5	18.8	5.5	5.3	2.9	2.0	1.6	
		PSA Prepayment Assumption							
<u>Group 3 Classes</u>		<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>	
LF and LS		20.8	11.3	5.9	5.8	4.9	3.6	2.8	
MO		16.3	6.3	6.3	6.3	6.3	4.9	3.7	
LO		27.5	18.6	5.4	5.2	2.8	1.9	1.4	
		PSA Prepayment Assumption							
<u>Group 4 Classes</u>		<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>		
A and IO		19.0	8.1	3.7	3.0	2.2	1.7		
VC		5.0	5.0	5.0	4.8	4.1	3.2		
VE		13.7	13.7	10.2	8.4	6.2	4.5		
Z		29.0	23.6	15.5	13.0	9.6	6.8		
B		29.0	23.6	13.8	11.2	7.9	5.5		
		PSA Prepayment Assumption							
<u>Group 5 Classes</u>		<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>		
NO, TF, IX, TS and XF		20.8	11.3	6.0	5.0	3.7	2.8		
		PSA Prepayment Assumption							
<u>Group 6 Classes</u>		<u>0%</u>	<u>100%</u>	<u>350%</u>	<u>715%</u>	<u>1100%</u>	<u>1500%</u>		
JF, JT, ES and EF		21.3	11.5	4.9	2.7	1.9	1.5		
		PSA Prepayment Assumption							
<u>Group 2 /Group 3 Classes</u>		<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>	
OG†		16.3	6.4	6.4	6.4	6.4	4.9	3.8	
OL††		27.5	18.7	5.5	5.2	2.9	1.9	1.5	
OD†††		20.8	11.4	6.0	5.9	5.0	3.7	2.8	

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

† The OG Class is formed from a combination of the JO Class in Group 2 and the MO Class in Group 3.

†† The OL Class is formed from a combination of the KO Class in Group 2 and the LO Class in Group 3.

††† The OD Class is formed from a combination of the JO and KO Classes in Group 2 and the MO and LO Classes in Group 3.

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.

The rates of principal payments on the FZ and FG Classes also may be sensitive to LIBOR. The rates of principal payments on the FZ and FG Classes in Group 2 will depend in part on the rate at which interest accrues on the FZ Class, which in turn will depend on the level of LIBOR in effect from time to time. In particular, during periods when the level of LIBOR is relatively high, principal of the FZ and FG Classes will be paid more rapidly than would otherwise be the case. Conversely, during periods when the level of LIBOR is relatively low, principal of the FZ and FG Classes will be paid more slowly than would otherwise be the case.

Hurricanes in the Gulf Coast region may present risk of increased mortgage loan prepayments. In August and September 2005, Hurricane Katrina and Hurricane Rita resulted in catastrophic damage to the Gulf Coast of the United States, including portions of coastal and inland Alabama, Florida, Louisiana, Mississippi and Texas. Hundreds of thousands of people were displaced and interruptions in the regional economy remain significant. A prolonged economic downturn in the Gulf Coast region could lead to increased borrower defaults on mortgage loans in the affected areas, in turn resulting in early payments of principal of the certificates backed by those mortgage loans. Additionally, casualty losses on mortgage properties with hurricane or flood damage may result in early payments of principal of the related certificates.

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 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, inverse floating rate or toggle 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.

Slight changes in LIBOR may significantly affect the interest rates of the toggle classes. The toggle classes may be extremely sensitive to certain changes in monthly LIBOR values. In

particular, they may experience dramatic declines in their respective interest rates and yields as a result of certain changes in LIBOR, even if those changes are slight. For an illustration of this sensitivity, see the related yield tables in this prospectus supplement.

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 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 a separate trust (the “Lower Tier REMIC”) pursuant to a

trust agreement dated as of September 1, 2006 and a supplement thereto dated as of November 1, 2006 (the “Issue Date”). We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC Certificates”) pursuant to that trust agreement and supplement. 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 September 1, 2006 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement 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 consist of six groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS,” “Group 5 MBS” and “Group 6 MBS” and, together, 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 the following amounts will be available for distribution 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 the following amounts will be available for distribution 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 and “Description of the Certificates—Fannie Mae Guaranty” in the MBS 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. 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 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. US Bank will be the initial Paying Agent.

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

<u>Classes</u>	<u>Denominations</u>
The Interest Only, Principal Only, Inverse Floating Rate and Toggle Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus 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 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 (as well as any addition to principal in the case of the Accrual Classes).

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.

Combination and Recombination

General. You are permitted to exchange all or a portion of the PO, TO, JO, KO, MO, LO, VC, VE, Z, NO, IX, JF and JT 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 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.
- If, as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange.
- 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 MBS

The following table contains certain information about the MBS. The 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 MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. The Mortgage Loans have original maturities of up to 30 years. See “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

We expect the characteristics of the MBS and the related Mortgage Loans as of the Issue Date to be as follows:

Group 1 MBS

Aggregate Unpaid Principal Balance	\$200,000,000
MBS Pass-Through Rate	6.50%
Range of WACs (annual percentages)	6.75% to 9.00%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	355 months
Approximate Weighted Average WALA (weighted average loan age)	4 months

Group 2 MBS

Aggregate Unpaid Principal Balance	\$58,693,439
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	359 months
Approximate Weighted Average WALA	1 month

Group 3 MBS

Aggregate Unpaid Principal Balance	\$40,833,334
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

Group 4 MBS

Aggregate Unpaid Principal Balance	\$564,000,000
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	348 months
Approximate Weighted Average WALA	10 months

Group 5 MBS

Aggregate Unpaid Principal Balance	\$62,500,000
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	357 months
Approximate Weighted Average WALA	2 months

Group 6 MBS

Aggregate Unpaid Principal Balance	\$57,181,889
MBS Pass-Through Rate	7.00%
Range of WACs (annual percentages)	7.25% to 9.50%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	357 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 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 MBS 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:

<u>Interest Type*</u>	<u>Classes</u>
Group 1 Classes	
Floating Rate	F
Inverse Floating Rate	SI and S
Interest Only	SI and S
Principal Only	PO and TO
RCR**	OC
Group 2 Classes	
Floating Rate	FG and FZ
Inverse Floating Rate	SG
Accrual	FZ
Interest Only	SG
Principal Only	JO and KO
RCR**	OG(1), OL(2) and OD(3)
Group 3 Classes	
Floating Rate	LF
Inverse Floating Rate	LS
Interest Only	LS
Principal Only	MO and LO
RCR**	OG(1), OL(2) and OD(3)
Group 4 Classes	
Fixed Rate	A, IO, VC, VE and Z
Accrual	Z
Interest Only	IO
RCR**	B
Group 5 Classes	
Inverse Floating Rate	TS
Toggle†	TF and IX
Interest Only	IX and TS
Principal Only	NO
RCR**	XF
Group 6 Classes	
Floating Rate	JF
Inverse Floating Rate	JT and ES
Interest Only	JT and ES
RCR**	EF
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.

- † The “Toggle” or “T” designation refers to a class whose interest rate changes significantly if the designated index meets one or more thresholds. For example, when the index meets a threshold, the interest rate may shift from a predetermined rate or formula to a different predetermined rate or formula. Accordingly, the change in interest rate may not be a continuous function of changes in the index.
- (1) The OG Class is formed from a combination of the JO Class in Group 2 and the MO Class in Group 3.
 - (2) The OL Class is formed from a combination of the KO Class in Group 2 and the LO Class in Group 3.
 - (3) The OD Class is formed from a combination of the JO and KO Classes in Group 2 and the MO and LO Classes in Group 3.

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 (except in the case of the Accrual Classes) on each Distribution Date, beginning in the month after the Settlement Date specified in the Reference Sheet.

Interest to be paid on each Certificate (or added to principal, in the case of the Accrual Classes) on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Classes, see “—*Accrual Classes*” below.

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
The Floating Rate, Inverse Floating Rate and Toggle 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 Principal Only Classes as Delay Classes, for the sole purpose of facilitating trading.

Accrual Classes. The FZ and Z Classes are Accrual Classes. Interest will accrue on the Accrual Classes at the applicable annual rates specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on the Accrual Classes will be added as principal to their respective principal balances on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principal” below.

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, Inverse Floating Rate and Toggle Classes. During each Interest Accrual Period, the Floating Rate, Inverse Floating Rate and Toggle 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 (“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 equal to 5.33% in the case of the F, SI and S Classes, and 5.32% in the case of all other Floating Rate, Inverse Floating Rate and Toggle 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	F
PAC	PO
Support	TO
Notional	SI and S
RCR**	OC
Group 2 Classes	
PAC	JO
TAC	FG
Support	FZ and KO
Accretion Directed	FG
Notional	SG
RCR**	OG(1), OL(2) and OD(3)
Group 3 Classes	
Pass-Through	LF
PAC	MO
Support	LO
Notional	LS
RCR**	OG(1), OL(2) and OD(3)
Group 4 Classes	
Sequential Pay	A, VC, VE and Z
Accretion Directed	VC and VE
Notional	IO
RCR**	B

<u>Principal Type*</u>	<u>Classes</u>
Group 5 Classes	
Pass-Through	NO and TF
Notional	IX and TS
RCR**	XF
Group 6 Classes	
Pass-Through	JF
Notional	JT and ES
RCR**	EF
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.

(1) The OG Class is formed from a combination of the JO Class in Group 2 and the MO Class in Group 3.

(2) The OL Class is formed from a combination of the KO Class in Group 2 and the LO Class in Group 3.

(3) The OD Class is formed from a combination of the JO and KO Classes in Group 2 and the MO and LO Classes in Group 3.

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 MBS (the “Group 1 Principal Distribution Amount”),
- the principal then paid on the Group 2 MBS (the “Group 2 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balance of the FZ Class (the “FZ Accrual Amount,” and together with the Group 2 Cash Flow Distribution Amount, the “Group 2 Principal Distribution Amount”),
- the principal then paid on the Group 3 MBS (the “Group 3 Principal Distribution Amount”),
- the principal then paid on the Group 4 MBS (the “Group 4 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balance of the Z Class (the “Z Accrual Amount,” and together with the Group 4 Cash Flow Distribution Amount, 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 MBS (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 Group 1 Classes as follows:

(a) 92.8571425% of such amount to the F Class, until its principal balance is reduced to zero, and } Pass-Through Class

(b) 7.1428575% of such amount in the following priority:

first, to the PO Class, until its principal balance is reduced to its Planned Balance for that Distribution Date; } PAC Class

second, to the TO Class, until its principal balance is reduced to zero; and } Support Class

third, to the PO Class, without regard to its Planned Balance and until its principal balance is reduced to zero. } PAC Class

Group 2 Principal Distribution Amount

FZ Accrual Amount

On each Distribution Date, we will pay the FZ Accrual Amount as principal of the FG Class, until its principal balance is reduced to its Targeted Balance for that Distribution Date. Thereafter, we will pay the FZ Accrual Amount as principal of the FZ Class. }
 } Accretion
 } Directed/TAC
 } Class and
 } Accrual
 } Class

Group 2 Cash Flow Distribution Amount

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

(a) 85.7142857143% of such amount as follows:

first, to the FG Class, until its principal balance is reduced to its Targeted Balance for that Distribution Date; }
 } TAC
 } Class

second, to the FZ Class, until its principal balance is reduced to zero; and }
 } Support
 } Class

third, to the FG Class, without regard to its Targeted Balance and until its principal balance is reduced to zero, and }
 } TAC
 } Class

(b) 14.2857142857% of such amount in the following priority:

first, to the JO Class, until its principal balance is reduced to its Planned Balance for that Distribution Date; }
 } PAC
 } Class

second, to the KO Class, until its principal balance is reduced to zero; and }
 } Support
 } Class

third, to the JO Class, without regard to its Planned Balance and until its principal balance is reduced to zero, and }
 } PAC
 } Class

Group 3 Principal Distribution Amount

On each Distribution Date, we will pay the Group 3 Principal Distribution Amount as principal of the Group 3 Classes as follows:

(a) 85.7142843149% of such amount to the LF Class, until its principal balance is reduced to zero, and }
 } Pass-Through
 } Class

(b) 14.2857156851% of such amount as follows:

first, to the MO Class, until its principal balance is reduced to its Planned Balance for that Distribution Date; }
 } PAC
 } Class

second, to the LO Class, until its principal balance is reduced to zero; and }
 } Support
 } Class

third, to the MO Class, without regard to its Planned Balance and until its principal balance is reduced to zero }
 } PAC
 } Class

Group 4 Principal Distribution Amount

Z Accrual Amount

On each Distribution Date, we will pay the Z Accrual Amount, sequentially, as principal of the VC and VE Classes, in that order, until their principal balances are reduced to zero. Thereafter, we will pay the Z Accrual Amount as principal of the Z Class.

} Accretion
Directed
Classes and
Accrual Class

Group 4 Cash Flow Distribution Amount

On each Distribution Date, we will pay the Group 4 Cash Flow Distribution Amount, sequentially, as principal of the A, VC, VE and Z Classes, in that order, until their principal balances are reduced to zero.

} Sequential Pay
Classes

Group 5 Principal Distribution Amount

On each Distribution Date, we will pay the Group 5 Principal Distribution Amount, concurrently, as principal of the NO and TF Classes, pro rata (or 20% and 80%, respectively), until their principal balances are reduced to zero.

} Pass-Through
Classes

Group 6 Principal Distribution Amount

On each Distribution Date, we will pay the Group 6 Principal Distribution Amount as principal of the JF 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 (the “Pricing Assumptions”):

- the Mortgage Loans underlying the 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 MBS” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the sale of the Certificates is November 30, 2006; 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 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 rate within the applicable Structuring Ranges or at the applicable PSA rate set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Classes</u>	<u>Structuring Ranges and Rate</u>
Planned Balances	PO Class	Between 100% and 350% PSA
Targeted Balances	FG Class	280% PSA
Planned Balances	JO Class	Between 100% and 350% PSA
Planned Balances	MO Class	Between 100% and 350% PSA

We cannot assure you that the balance of any 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 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 Class to its scheduled balance on a Distribution Date. Accordingly, the ability to reduce a 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 applicable Classes to their 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 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 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 Ranges shown in the table below are based upon the assumed characteristics of the related Mortgage Loans specified in the Pricing Assumptions.

<u>Classes</u>	<u>Initial Effective Ranges</u>
PO Class	Between 100% and 350% PSA
JO Class	Between 100% and 350% PSA
MO Class	Between 100% and 350% PSA

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 applicable Classes 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 applicable Classes 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 Classes specified below will be supported by the corresponding supporting Classes as indicated in the following table:

<u>Classes</u>	<u>Supporting Classes</u>
Group 1	
PAC	Support
Group 2	
PAC	KO
Group 3	
PAC	Support

When the supporting Classes are retired, the Classes they support, 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 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 Inverse Floating Rate and Toggle Classes. **The yields on the Inverse Floating Rate and Toggle 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 SI, S, SG, LS, IX, TS, JT and ES 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 and Toggle 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>
SI	0.625000%
S	4.265625%
SG	5.125000%
LS	5.828125%
TF	100.000000%
IX	2.942188%
TS	3.543750%
JT	0.515625%
ES	4.125000%
XF	92.659375%

* 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 SI 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>320%</u>	<u>350%</u>	<u>700%</u>
6.60% and below	39.4%	36.8%	25.1%	23.5%	3.8%
6.61%	16.6%	13.8%	1.3%	(0.4)%	(22.0)%
6.62%	*	*	*	*	*

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

Sensitivity of the S 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>320%</u>	<u>350%</u>	<u>700%</u>
1.33%	144.7%	142.4%	132.0%	130.6%	113.3%
3.33%	82.9%	80.5%	69.7%	68.2%	50.3%
5.33%	27.4%	24.8%	12.7%	11.0%	(9.6)%
6.60% and above	*	*	*	*	*

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

**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>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
1.32%	117.9%	115.9%	109.1%	108.9%	106.2%	100.2%	92.1%
3.32%	68.3%	66.2%	58.6%	58.4%	55.3%	48.7%	39.7%
5.32%	22.9%	20.4%	11.3%	11.0%	7.3%	(0.8)%	(11.9)%
6.64%	*	*	*	*	*	*	*

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

**Sensitivity of the LS 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>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
1.32%	101.2%	98.9%	91.0%	90.8%	87.5%	80.5%	71.0%
3.32%	58.8%	56.4%	47.9%	47.6%	44.2%	36.6%	26.3%
5.32%	19.4%	16.7%	7.1%	6.9%	2.9%	(5.8)%	(17.9)%
6.65%	*	*	*	*	*	*	*

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

**Sensitivity of the TF 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>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
1.32%	2.5%	2.5%	2.5%	2.5%	2.5%	2.5%
3.32%	4.5%	4.5%	4.5%	4.5%	4.5%	4.5%
5.32%	6.5%	6.5%	6.5%	6.5%	6.5%	6.5%
7.24%	7.6%	7.6%	7.6%	7.6%	7.6%	7.6%
7.25% and above	0.0%	0.0%	0.1%	0.1%	0.1%	0.2%

**Sensitivity of the IX 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>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Below 7.25%	*	*	*	*	*	*
7.25% and above	347.5%	345.5%	338.2%	335.1%	328.8%	320.1%

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

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	275%	350%	500%	700%
1.32%	173.2%	171.2%	164.1%	161.1%	154.9%	146.5%
3.32%	96.1%	93.9%	86.4%	83.1%	76.5%	67.5%
5.32%	28.3%	25.7%	16.7%	12.7%	4.6%	(6.6)%
6.40%	*	*	*	*	*	*

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

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	350%	715%	1100%	1500%
6.650% and below	49.9%	47.4%	34.9%	15.7%	(5.6)%	(29.3)%
6.675%	21.8%	19.1%	5.4%	(16.1)%	(40.7)%	(68.3)%
6.700%	*	*	*	*	*	*

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

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	350%	715%	1100%	1500%
1.32%	153.3%	151.1%	140.1%	123.5%	105.1%	84.7%
3.32%	88.5%	86.2%	74.6%	57.0%	37.5%	16.0%
5.32%	30.5%	27.9%	14.6%	(6.0)%	(29.3)%	(55.3)%
6.65% and above	*	*	*	*	*	*

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

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	275%	350%	500%	700%
Below 7.25%	0.5%	0.7%	1.3%	1.6%	2.1%	2.8%
7.25% and above	34.1%	34.2%	34.7%	34.8%	35.2%	35.7%

The Principal Only Classes. The Principal Only Classes will not bear interest. As indicated in the tables 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 Classes.

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 Principal Only Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price</u>
PO	81.125000%
TO	92.031250%
OC	85.562500%
JO	78.562500%
KO	84.546875%
MO	78.859375%
LO	84.875000%
OG	78.687500%
OL	84.671875%
OD	81.062500%
NO	80.890625%

Sensitivity of the PO Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>320%</u>	<u>350%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	2.5%	3.5%	3.5%	3.5%	6.0%

Sensitivity of the TO Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>320%</u>	<u>350%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	0.4%	0.4%	2.4%	3.1%	6.3%

Sensitivity of the JO Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	2.9%	4.0%	4.0%	4.0%	4.0%	5.1%	6.6%

Sensitivity of the KO Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	0.7%	0.9%	3.3%	3.4%	5.9%	8.7%	11.3%

Sensitivity of the MO Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	2.9%	4.0%	4.0%	4.0%	4.0%	5.2%	6.8%

Sensitivity of the LO Class to Prepayments

	PSA Prepayment Assumption					
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	0.7%	0.9%	3.3%	3.5%	6.1%	12.2%

Sensitivity of the NO Class to Prepayments

	PSA Prepayment Assumption					
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	1.5%	2.0%	3.8%	4.6%	6.1%	8.0%

Sensitivity of the OC Class to Prepayments

	PSA Prepayment Assumption				
	<u>50%</u>	<u>100%</u>	<u>320%</u>	<u>350%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	1.1%	1.4%	3.2%	3.4%	6.1%

Sensitivity of the OG Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	2.9%	4.0%	4.0%	4.0%	4.0%	5.1%	6.7%

Sensitivity of the OL Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	0.7%	0.9%	3.3%	3.5%	6.0%	8.9%	11.6%

Sensitivity of the OD Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>280%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	1.5%	2.0%	3.8%	3.8%	4.5%	6.0%	7.9%

The Fixed Rate Interest Only Class. The yield to investors in the Fixed Rate Interest Only Class 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 yield to maturity on the Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rate:

<u>Class</u>	<u>% PSA</u>
IO	462% PSA

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 Fixed Rate Interest Only Class would lose money on their initial investments.

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

<u>Class</u>	<u>Price*</u>
IO	13.890625%

* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table below.

Sensitivity of the IO Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	40.0%	36.1%	20.2%	12.4%	(4.3)%	(27.2)%

Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by

- 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,
- summing the results, and
- 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 1, Group 2, Group 3 and Group 4 Classes, and
- in the case of the Group 1, Group 2 and Group 3 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 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.

<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 MBS	360 months	360 months	9.00%
Group 2 MBS	360 months	360 months	8.50%
Group 3 MBS	360 months	360 months	8.50%
Group 4 MBS	360 months	360 months	8.50%
Group 5 MBS	360 months	360 months	8.50%
Group 6 MBS	360 months	360 months	9.50%

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 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, even if the weighted average remaining term to maturity and the weighted average loan age of the Mortgage Loans are identical to the weighted averages specified in the Pricing Assumptions. This is the case because pools of loans with identical weighted averages are nonetheless likely to reflect differing dispersions of the related characteristics.

Percent of Original Principal Balances Outstanding

Date	F, SI† and S† Classes					PO Class					TO Class					OC Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	320%	350%	700%	0%	100%	320%	350%	700%	0%	100%	320%	350%	700%	0%	100%	320%	350%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	92	92	84	99	95	95	95	95	100	100	89	87	69	99	97	92	92	84
November 2008	99	91	78	76	57	98	86	86	86	86	100	100	67	63	15	99	91	78	76	57
November 2009	98	85	62	60	33	96	75	75	75	55	100	100	44	38	0	98	85	62	60	33
November 2010	97	79	50	46	19	95	64	64	64	32	100	100	29	21	0	97	79	50	46	19
November 2011	96	73	40	36	11	93	54	54	54	18	100	100	18	10	0	96	73	40	36	11
November 2012	95	67	31	28	6	91	45	45	45	10	100	100	11	3	0	95	67	31	28	6
November 2013	94	62	25	22	3	89	37	37	37	6	100	100	8	*	0	94	62	25	22	3
November 2014	92	57	20	17	2	87	29	29	29	3	100	100	7	*	0	92	57	20	17	2
November 2015	91	53	16	13	1	85	22	22	22	2	100	98	6	*	0	91	53	16	13	1
November 2016	89	49	12	10	1	82	17	17	17	1	100	95	6	*	0	89	49	12	10	1
November 2017	88	45	10	8	*	79	13	13	13	1	100	90	5	*	0	88	45	10	8	*
November 2018	86	41	8	6	*	76	10	10	10	*	100	86	4	*	0	86	41	8	6	*
November 2019	84	37	6	5	*	73	8	8	8	*	100	80	4	*	0	84	37	6	5	*
November 2020	82	34	5	4	*	69	6	6	6	*	100	74	3	*	0	82	34	5	4	*
November 2021	79	31	4	3	*	65	4	4	4	*	100	69	2	*	0	79	31	4	3	*
November 2022	77	28	3	2	*	61	3	3	3	*	100	63	2	*	0	77	28	3	2	*
November 2023	74	25	2	2	*	56	3	3	3	*	100	57	2	*	0	74	25	2	2	*
November 2024	71	22	2	1	*	51	2	2	2	*	100	51	1	*	0	71	22	2	1	*
November 2025	67	20	1	1	*	45	1	1	1	*	100	46	1	*	0	67	20	1	1	*
November 2026	64	17	1	1	*	39	1	1	1	*	100	41	1	*	0	64	17	1	1	*
November 2027	59	15	1	*	*	32	1	1	1	*	100	35	1	*	0	59	15	1	*	*
November 2028	55	13	1	*	*	24	1	1	1	*	100	31	*	*	0	55	13	1	*	*
November 2029	50	11	*	*	*	16	*	*	*	*	100	26	*	*	0	50	11	*	*	*
November 2030	45	9	*	*	*	7	*	*	*	*	100	21	*	*	0	45	9	*	*	*
November 2031	39	7	*	*	*	*	*	*	*	*	95	17	*	*	0	39	7	*	*	*
November 2032	32	5	*	*	*	*	*	*	*	*	79	13	*	*	0	32	5	*	*	*
November 2033	25	4	*	*	*	*	*	*	*	*	62	9	*	*	0	25	4	*	*	*
November 2034	18	2	*	*	*	*	*	*	*	*	43	5	*	*	0	18	2	*	*	*
November 2035	9	1	*	*	*	*	*	*	*	*	23	2	*	*	0	9	1	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)**	21.1	11.3	5.2	4.8	2.7	16.6	6.3	6.3	6.3	3.6	27.6	18.6	3.6	2.7	1.4	21.1	11.3	5.2	4.8	2.7

* 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	FG Class							FG Class						
	LIBOR = 1.32%							LIBOR = 3.32%						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	95	95	94	92	89	99	97	95	95	94	92	89
November 2008	98	92	83	83	80	73	64	98	92	83	83	80	73	64
November 2009	97	86	69	69	63	51	37	97	86	69	69	63	51	37
November 2010	96	80	57	56	49	35	21	96	79	57	56	49	35	21
November 2011	95	74	47	46	38	24	12	95	74	46	46	38	24	12
November 2012	94	68	38	37	30	17	7	94	68	38	37	30	17	7
November 2013	93	63	31	30	23	12	4	93	63	31	30	23	12	4
November 2014	92	58	25	25	18	8	2	91	58	25	25	18	8	2
November 2015	90	53	21	20	14	5	1	90	53	20	20	14	5	1
November 2016	88	49	17	16	11	4	1	88	49	16	16	11	4	1
November 2017	87	45	13	13	8	3	*	86	44	13	13	8	3	*
November 2018	85	41	11	10	6	2	*	84	40	11	10	6	2	*
November 2019	83	37	9	8	5	1	*	82	37	8	8	5	1	*
November 2020	80	34	7	6	4	1	*	80	33	6	6	4	1	*
November 2021	78	30	5	5	3	1	*	77	30	5	5	3	1	*
November 2022	75	27	4	4	2	*	*	75	27	4	3	2	*	*
November 2023	72	24	3	3	2	*	*	72	24	3	2	2	*	*
November 2024	69	22	2	2	1	*	*	68	21	2	2	1	*	*
November 2025	65	19	2	1	1	*	*	65	19	1	1	1	*	*
November 2026	62	17	1	1	1	*	*	61	16	1	*	1	*	*
November 2027	57	14	1	*	*	*	*	57	14	*	*	*	*	*
November 2028	53	12	*	*	*	*	*	52	12	0	0	*	*	*
November 2029	48	10	0	0	*	*	*	47	10	0	0	*	*	*
November 2030	43	8	0	0	*	*	*	42	8	0	0	*	*	*
November 2031	37	6	0	0	*	*	*	36	6	0	0	*	*	*
November 2032	30	5	0	0	*	*	*	30	4	0	0	*	*	*
November 2033	24	3	0	0	*	*	*	23	2	0	0	*	*	*
November 2034	16	2	0	0	*	*	*	15	1	0	0	*	*	*
November 2035	8	*	0	0	*	*	*	7	0	0	0	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	20.7	11.3	5.9	5.8	5.1	3.8	2.9	20.6	11.2	5.9	5.8	5.1	3.8	2.9

Date	FG Class							FG Class						
	LIBOR = 5.32%							LIBOR = 6.64%						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	95	95	94	92	89	99	97	95	95	94	92	89
November 2008	98	92	83	83	80	73	64	98	92	83	83	80	73	64
November 2009	97	86	69	69	63	51	37	97	86	69	69	63	51	37
November 2010	96	79	57	56	49	35	21	96	79	57	56	49	35	21
November 2011	95	73	46	46	38	24	12	95	73	46	46	38	24	12
November 2012	94	68	38	37	30	17	7	94	68	38	37	30	17	7
November 2013	93	62	31	30	23	12	4	93	62	31	30	23	12	4
November 2014	91	57	25	24	18	8	2	91	57	25	24	18	8	2
November 2015	90	53	20	20	14	5	1	90	53	20	20	14	5	1
November 2016	88	48	16	16	11	4	1	88	48	16	16	11	4	1
November 2017	86	44	13	13	8	3	*	86	44	13	13	8	3	*
November 2018	84	40	10	10	6	2	*	84	40	10	10	6	2	*
November 2019	82	36	8	8	5	1	*	82	36	8	8	5	1	*
November 2020	80	33	6	6	4	1	*	79	33	6	6	4	1	*
November 2021	77	30	5	4	3	1	*	77	29	4	4	3	1	*
November 2022	74	26	3	3	2	*	*	74	26	3	3	2	*	*
November 2023	71	24	2	2	2	*	*	71	23	2	2	2	*	*
November 2024	68	21	1	1	1	*	*	68	20	1	1	1	*	*
November 2025	64	18	1	*	1	*	*	64	18	*	*	1	*	*
November 2026	60	16	0	0	1	*	*	60	15	0	0	1	*	*
November 2027	56	13	0	0	*	*	*	56	13	0	0	*	*	*
November 2028	52	11	0	0	*	*	*	51	10	0	0	*	*	*
November 2029	47	9	0	0	*	*	*	46	8	0	0	*	*	*
November 2030	41	7	0	0	*	*	*	40	6	0	0	*	*	*
November 2031	35	5	0	0	*	*	*	34	4	0	0	*	*	*
November 2032	29	3	0	0	*	*	*	28	2	0	0	*	*	*
November 2033	22	1	0	0	*	*	*	20	*	0	0	*	*	*
November 2034	14	0	0	0	*	*	*	13	0	0	0	*	*	*
November 2035	6	0	0	0	*	*	*	4	0	0	0	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	20.4	11.1	5.8	5.7	5.1	3.8	2.9	20.3	11.0	5.8	5.7	5.1	3.8	2.9

* 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	FZ Class							FZ Class						
	LIBOR = 1.32%							LIBOR = 3.32%						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	102	102	102	102	0	0	0	104	104	104	104	0	0	0
November 2008	104	104	104	104	0	0	0	108	108	108	108	0	0	0
November 2009	106	106	106	106	0	0	0	112	112	112	112	0	0	0
November 2010	107	107	107	107	0	0	0	116	116	116	116	0	0	0
November 2011	109	109	109	109	0	0	0	120	120	120	120	0	0	0
November 2012	111	111	111	111	0	0	0	125	125	125	125	0	0	0
November 2013	113	113	113	113	0	0	0	130	130	130	130	0	0	0
November 2014	115	115	115	115	0	0	0	134	134	134	134	0	0	0
November 2015	117	117	117	117	0	0	0	139	139	139	139	0	0	0
November 2016	119	119	119	119	0	0	0	145	145	145	145	0	0	0
November 2017	121	121	121	121	0	0	0	150	150	150	150	0	0	0
November 2018	123	123	123	123	0	0	0	156	156	156	156	0	0	0
November 2019	125	125	125	125	0	0	0	161	161	161	161	0	0	0
November 2020	127	127	127	127	0	0	0	168	168	168	168	0	0	0
November 2021	129	129	129	129	0	0	0	174	174	174	174	0	0	0
November 2022	131	131	131	131	0	0	0	180	180	180	180	0	0	0
November 2023	133	133	133	133	0	0	0	187	187	187	187	0	0	0
November 2024	136	136	136	136	0	0	0	194	194	194	194	0	0	0
November 2025	138	138	138	138	0	0	0	201	201	201	201	0	0	0
November 2026	140	140	140	140	0	0	0	209	209	209	209	0	0	0
November 2027	143	143	143	143	0	0	0	217	217	217	217	0	0	0
November 2028	145	145	145	145	0	0	0	225	225	180	167	0	0	0
November 2029	148	148	135	125	0	0	0	233	233	135	125	0	0	0
November 2030	150	150	100	92	0	0	0	242	242	100	92	0	0	0
November 2031	153	153	71	65	0	0	0	251	251	71	65	0	0	0
November 2032	155	155	49	45	0	0	0	260	260	49	45	0	0	0
November 2033	158	158	31	29	0	0	0	270	270	31	29	0	0	0
November 2034	161	161	18	16	0	0	0	280	280	18	16	0	0	0
November 2035	163	163	7	7	0	0	0	291	198	7	7	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	30.0	29.6	25.3	25.1	0.5	0.3	0.2	29.9	29.3	24.2	24.0	0.5	0.3	0.2

Date	FZ Class							FZ Class						
	LIBOR = 5.32%							LIBOR = 6.64%						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	106	106	106	106	0	0	0	107	107	107	106	0	0	0
November 2008	112	112	112	112	0	0	0	115	115	115	112	0	0	0
November 2009	119	119	119	119	0	0	0	123	123	123	119	0	0	0
November 2010	125	125	125	125	0	0	0	132	132	132	125	0	0	0
November 2011	133	133	133	133	0	0	0	142	142	142	133	0	0	0
November 2012	140	140	140	140	0	0	0	152	152	152	140	0	0	0
November 2013	149	149	149	149	0	0	0	163	163	163	149	0	0	0
November 2014	157	157	157	157	0	0	0	175	175	175	157	0	0	0
November 2015	167	167	167	167	0	0	0	187	187	187	167	0	0	0
November 2016	176	176	176	176	0	0	0	201	201	201	176	0	0	0
November 2017	187	187	187	187	0	0	0	215	215	215	187	0	0	0
November 2018	197	197	197	197	0	0	0	231	231	231	197	0	0	0
November 2019	209	209	209	209	0	0	0	248	248	248	209	0	0	0
November 2020	221	221	221	221	0	0	0	265	265	265	221	0	0	0
November 2021	234	234	234	234	0	0	0	285	285	281	234	0	0	0
November 2022	248	248	248	248	0	0	0	305	305	288	248	0	0	0
November 2023	262	262	262	262	0	0	0	327	327	297	262	0	0	0
November 2024	277	277	277	277	0	0	0	351	351	306	277	0	0	0
November 2025	293	293	293	293	0	0	0	376	376	318	293	0	0	0
November 2026	311	311	305	285	0	0	0	403	403	305	285	0	0	0
November 2027	329	329	235	219	0	0	0	433	433	235	219	0	0	0
November 2028	348	348	180	167	0	0	0	464	464	180	167	0	0	0
November 2029	368	368	135	125	0	0	0	497	497	135	125	0	0	0
November 2030	390	390	100	92	0	0	0	533	533	100	92	0	0	0
November 2031	412	412	71	65	0	0	0	572	572	71	65	0	0	0
November 2032	436	436	49	45	0	0	0	613	613	49	45	0	0	0
November 2033	462	462	31	29	0	0	0	658	658	31	29	0	0	0
November 2034	489	427	18	16	0	0	0	705	427	18	16	0	0	0
November 2035	517	198	7	7	0	0	0	756	198	7	7	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	29.8	28.8	23.2	23.0	0.5	0.3	0.2	29.8	28.5	23.0	23.0	0.5	0.3	0.2

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

Date	SG† Class							JO Class							KO Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	95	95	94	91	88	99	96	96	96	96	96	96	100	100	94	93	91	85	78
November 2008	98	93	84	83	80	73	63	97	87	87	87	87	87	87	100	100	78	77	69	51	28
November 2009	98	86	69	69	63	51	37	96	77	77	77	77	77	62	100	100	59	58	42	13	0
November 2010	97	80	57	56	49	35	21	94	66	66	66	66	59	35	100	100	44	42	24	0	0
November 2011	95	74	47	46	38	24	12	92	56	56	56	56	41	20	100	100	33	32	11	0	0
November 2012	94	68	39	38	30	17	7	91	47	47	47	47	28	12	100	100	26	25	4	0	0
November 2013	93	63	32	31	23	11	4	88	38	38	38	38	19	7	100	100	22	21	1	0	0
November 2014	92	58	26	25	18	8	2	86	30	30	30	30	13	4	100	100	20	19	*	0	0
November 2015	90	53	21	21	14	5	1	84	23	23	23	23	9	2	100	98	18	17	*	0	0
November 2016	89	49	17	17	11	4	1	81	18	18	18	18	6	1	100	95	16	15	*	0	0
November 2017	87	45	14	14	8	3	*	78	14	14	14	14	4	1	100	91	15	13	*	0	0
November 2018	85	41	11	11	6	2	*	75	11	11	11	11	3	*	100	86	13	12	*	0	0
November 2019	83	37	9	9	5	1	*	71	8	8	8	8	2	*	100	81	11	10	*	0	0
November 2020	81	34	7	7	4	1	*	67	6	6	6	6	1	*	100	75	9	9	*	0	0
November 2021	78	31	6	6	3	1	*	63	5	5	5	5	1	*	100	70	8	7	*	0	0
November 2022	75	28	5	5	2	*	*	59	4	4	4	4	1	*	100	64	7	6	*	0	0
November 2023	72	25	4	4	2	*	*	54	3	3	3	3	*	*	100	58	6	5	*	0	0
November 2024	69	22	3	3	1	*	*	48	2	2	2	2	*	*	100	52	5	4	*	0	0
November 2025	66	20	2	2	1	*	*	43	1	1	1	1	*	*	100	47	4	3	*	0	0
November 2026	62	17	2	2	1	*	*	36	1	1	1	1	*	*	100	41	3	3	*	0	0
November 2027	58	15	1	1	*	*	*	29	1	1	1	1	*	*	100	36	2	2	*	0	0
November 2028	53	13	1	1	*	*	*	22	1	1	1	1	*	*	100	31	2	2	*	0	0
November 2029	49	11	1	1	*	*	*	14	*	*	*	*	*	*	100	27	1	1	*	0	0
November 2030	43	9	1	1	*	*	*	5	*	*	*	*	*	*	100	22	1	1	*	0	0
November 2031	37	7	*	*	*	*	*	*	*	*	*	*	*	*	93	18	1	1	*	0	0
November 2032	31	6	*	*	*	*	*	*	*	*	*	*	*	*	77	14	1	*	*	0	0
November 2033	24	4	*	*	*	*	*	*	*	*	*	*	*	*	60	10	*	*	*	0	0
November 2034	17	3	*	*	*	*	*	*	*	*	*	*	*	*	42	6	*	*	*	0	0
November 2035	9	1	*	*	*	*	*	*	*	*	*	*	*	*	22	3	*	*	*	0	0
November 2036	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)**	20.8	11.4	6.1	6.0	5.0	3.8	2.9	16.3	6.5	6.5	6.5	6.5	5.0	3.8	27.5	18.8	5.5	5.3	2.9	2.0	1.6

Date	LF and LS† Classes							MO Class							LO Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	94	94	92	89	86	99	95	95	95	95	95	95	100	100	92	92	88	81	72
November 2008	98	92	82	81	77	69	59	97	86	86	86	86	86	86	100	100	75	74	65	44	19
November 2009	98	85	67	67	60	48	34	96	75	75	75	75	75	57	100	100	56	55	39	8	0
November 2010	97	79	55	55	47	33	19	94	65	65	65	65	56	33	100	100	42	40	21	0	0
November 2011	95	73	46	45	37	23	11	92	55	55	55	55	38	19	100	100	32	30	10	0	0
November 2012	94	67	37	37	28	16	6	91	45	45	45	45	26	11	100	100	26	24	3	0	0
November 2013	93	62	31	30	22	11	4	88	37	37	37	37	18	6	100	100	22	20	*	0	0
November 2014	92	57	25	24	17	7	2	86	29	29	29	29	12	3	100	100	20	18	*	0	0
November 2015	90	53	21	20	13	5	1	84	22	22	22	22	9	2	100	98	18	17	*	0	0
November 2016	89	48	17	16	10	3	1	81	17	17	17	17	6	1	100	95	16	15	*	0	0
November 2017	87	44	14	13	8	2	*	78	13	13	13	13	4	1	100	90	14	13	*	0	0
November 2018	85	41	11	11	6	2	*	75	10	10	10	10	3	*	100	85	12	11	*	0	0
November 2019	83	37	9	9	5	1	*	71	8	8	8	8	2	*	100	80	11	10	*	0	0
November 2020	81	34	7	7	4	1	*	67	6	6	6	6	1	*	100	74	9	8	*	0	0
November 2021	78	30	6	6	3	*	*	63	4	4	4	4	1	*	100	68	8	7	*	0	0
November 2022	75	27	5	4	2	*	*	59	3	3	3	3	1	*	100	63	6	6	*	0	0
November 2023	72	24	4	3	2	*	*	54	3	3	3	3	*	*	100	57	5	5	*	0	0
November 2024	69	22	3	3	1	*	*	48	2	2	2	2	*	*	100	51	4	4	*	0	0
November 2025	66	19	2	2	1	*	*	43	1	1	1	1	*	*	100	46	4	3	*	0	0
November 2026	62	17	2	2	1	*	*	36	1	1	1	1	*	*	100	40	3	3	*	0	0
November 2027	58	15	1	1	*	*	*	29	1	1	1	1	*	*	100	35	2	2	*	0	0
November 2028	53	13	1	1	*	*	*	22	1	1	1	1	*	*	100	30	2	2	*	0	0
November 2029	49	11	1	1	*	*	*	14	*	*	*	*	*	*	100	26	1	1	*	0	0
November 2030	43	9	1	1	*	*	*	5	*	*	*	*	*	*	100	21	1	1	*	0	0
November 2031	37	7	*	*	*	*	*	*	*	*	*	*	*	*	93	17	1	1	*	0	0
November 2032	31	5	*	*	*	*	*	*	*	*	*	*	*	*	77	13	1	*	*	0	0
November 2033	24	4	*	*	*	*	*	*	*	*	*	*	*	*	60	9	*	*	*	0	0
November 2034	17	2	*	*	*	*	*	*	*	*	*	*	*	*	42	6	*	*	*	0	0
November 2035	9	1	*	*	*	*	*	*	*	*	*	*	*	*	22	2	*	*	*	0	0
November 2036	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)**	20.8	11.3	5.9	5.8	4.9	3.6	2.8	16.3	6.3	6.3	6.3	6.3	4.9	3.7	27.5	18.6	5.4	5.2	2.8	1.9	1.4

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

Date	A and IO† Classes						VC Class						VE Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	275%	350%	500%	700%	0%	100%	275%	350%	500%	700%	0%	100%	275%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	95	88	85	79	71	91	91	91	91	91	91	100	100	100	100	100	100
November 2008	98	87	70	63	50	34	82	82	82	82	82	82	100	100	100	100	100	100
November 2009	97	79	54	44	28	10	73	73	73	73	73	73	100	100	100	100	100	100
November 2010	96	71	40	30	12	0	63	63	63	63	63	1	100	100	100	100	100	100
November 2011	95	64	29	18	2	0	52	52	52	52	52	0	100	100	100	100	100	2
November 2012	93	58	20	9	0	0	40	40	40	40	0	0	100	100	100	100	62	0
November 2013	92	52	13	2	0	0	28	28	28	28	0	0	100	100	100	100	0	0
November 2014	90	46	6	0	0	0	15	15	15	0	0	0	100	100	100	74	0	0
November 2015	88	40	1	0	0	0	1	1	1	0	0	0	100	100	100	16	0	0
November 2016	86	35	0	0	0	0	0	0	0	0	0	0	92	92	56	0	0	0
November 2017	84	30	0	0	0	0	0	0	0	0	0	0	82	82	5	0	0	0
November 2018	82	26	0	0	0	0	0	0	0	0	0	0	71	71	0	0	0	0
November 2019	79	21	0	0	0	0	0	0	0	0	0	0	60	60	0	0	0	0
November 2020	76	17	0	0	0	0	0	0	0	0	0	0	48	48	0	0	0	0
November 2021	73	13	0	0	0	0	0	0	0	0	0	0	36	36	0	0	0	0
November 2022	70	10	0	0	0	0	0	0	0	0	0	0	22	22	0	0	0	0
November 2023	67	6	0	0	0	0	0	0	0	0	0	0	8	8	0	0	0	0
November 2024	63	3	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2025	58	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2026	54	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2027	49	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2028	43	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2029	37	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2030	31	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2031	24	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2032	16	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2033	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.0	8.1	3.7	3.0	2.2	1.7	5.0	5.0	5.0	4.8	4.1	3.2	13.7	13.7	10.2	8.4	6.2	4.5

Date	Z Class						B Class						NO, TF, IX†, TS† and XF Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	275%	350%	500%	700%	0%	100%	275%	350%	500%	700%	0%	100%	275%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	106	106	106	106	106	106	100	100	100	100	100	100	99	97	94	93	90	87
November 2008	113	113	113	113	113	113	100	100	100	100	100	100	98	92	83	79	71	61
November 2009	120	120	120	120	120	120	100	100	100	100	100	100	98	86	68	62	49	35
November 2010	127	127	127	127	127	127	100	100	100	100	100	84	97	79	56	48	34	20
November 2011	135	135	135	135	135	135	100	100	100	100	100	48	95	73	46	37	23	12
November 2012	143	143	143	143	143	78	100	100	100	100	75	27	94	68	38	29	16	7
November 2013	152	152	152	152	147	45	100	100	100	100	51	16	93	63	31	22	11	4
November 2014	161	161	161	161	100	25	100	100	100	86	35	9	92	58	25	17	8	2
November 2015	171	171	171	171	69	14	100	100	100	66	24	5	90	53	21	13	5	1
November 2016	182	182	182	146	47	8	100	100	86	51	16	3	89	49	17	10	4	1
November 2017	193	193	193	112	32	5	100	100	70	39	11	2	87	45	14	8	2	*
November 2018	205	205	161	86	22	3	100	100	56	30	8	1	85	41	11	6	2	*
November 2019	218	218	130	65	15	1	100	100	46	23	5	1	83	37	9	5	1	*
November 2020	231	231	105	50	10	1	100	100	37	17	3	*	81	34	7	4	1	*
November 2021	245	245	84	38	7	*	100	100	29	13	2	*	78	31	6	3	1	*
November 2022	261	261	67	28	4	*	100	100	23	10	2	*	75	27	5	2	*	*
November 2023	277	277	53	21	3	*	100	100	19	7	1	*	72	25	4	2	*	*
November 2024	286	286	42	16	2	*	100	100	15	6	1	*	69	22	3	1	*	*
November 2025	286	286	33	12	1	*	100	100	11	4	*	*	66	19	2	1	*	*
November 2026	286	252	25	9	1	*	100	88	9	3	*	*	62	17	2	1	*	*
November 2027	286	217	19	6	1	*	100	76	7	2	*	*	58	15	1	*	*	*
November 2028	286	184	15	4	*	*	100	64	5	2	*	*	53	13	1	*	*	*
November 2029	286	153	11	3	*	*	100	54	4	1	*	*	49	11	1	*	*	*
November 2030	286	123	8	2	*	*	100	43	3	1	*	*	43	9	1	*	*	*
November 2031	286	96	5	1	*	*	100	34	2	*	*	*	37	7	*	*	*	*
November 2032	286	70	3	1	*	*	100	24	1	*	*	*	31	5	*	*	*	*
November 2033	286	45	2	*	*	*	100	16	1	*	*	*	24	4	*	*	*	*
November 2034	273	22	1	*	*	*	95	8	*	*	*	*	17	2	*	*	*	*
November 2035	142	0	0	0	0	0	50	0	0	0	0	0	9	1	*	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.0	23.6	15.5	13.0	9.6	6.8	29.0	23.6	13.8	11.2	7.9	5.5	20.8	11.3	6.0	5.0	3.7	2.8

* 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	JF, JT†, ES† and EF Classes						OG Class						
	PSA Prepayment Assumption						PSA Prepayment Assumption						
	0%	100%	350%	715%	1100%	1500%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	99	97	92	85	78	70	99	95	95	95	95	95	95
November 2008	99	92	78	58	40	24	97	87	87	87	87	87	87
November 2009	98	86	61	33	14	2	96	76	76	76	76	76	60
November 2010	97	80	48	19	5	*	94	65	65	65	65	57	34
November 2011	96	74	37	11	2	*	92	56	56	56	56	40	20
November 2012	95	68	29	6	1	*	91	46	46	46	46	27	11
November 2013	94	63	22	3	*	*	88	37	37	37	37	19	6
November 2014	93	58	17	2	*	*	86	29	29	29	29	13	4
November 2015	92	54	14	1	*	*	84	23	23	23	23	9	2
November 2016	90	50	10	1	*	0	81	17	17	17	17	6	1
November 2017	89	46	8	*	*	0	78	13	13	13	13	4	1
November 2018	87	42	6	*	*	0	75	10	10	10	10	3	*
November 2019	85	38	5	*	*	0	71	8	8	8	8	2	*
November 2020	83	35	4	*	*	0	67	6	6	6	6	1	*
November 2021	81	32	3	*	*	0	63	5	5	5	5	1	*
November 2022	78	29	2	*	*	0	59	3	3	3	3	1	*
November 2023	75	26	2	*	*	0	54	3	3	3	3	*	*
November 2024	72	23	1	*	0	0	48	2	2	2	2	*	*
November 2025	69	20	1	*	0	0	43	1	1	1	1	*	*
November 2026	65	18	1	*	0	0	36	1	1	1	1	*	*
November 2027	61	16	*	*	0	0	29	1	1	1	1	*	*
November 2028	56	14	*	*	0	0	22	1	1	1	1	*	*
November 2029	51	11	*	*	0	0	14	*	*	*	*	*	*
November 2030	46	10	*	*	0	0	5	*	*	*	*	*	*
November 2031	40	8	*	*	0	0	*	*	*	*	*	*	*
November 2032	33	6	*	*	0	0	*	*	*	*	*	*	*
November 2033	26	4	*	*	0	0	*	*	*	*	*	*	*
November 2034	18	3	*	*	0	0	*	*	*	*	*	*	*
November 2035	10	1	*	0	0	0	*	*	*	*	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.3	11.5	4.9	2.7	1.9	1.5	16.3	6.4	6.4	6.4	6.4	4.9	3.8

Date	OL Class							OD Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	275%	280%	350%	500%	700%	0%	100%	275%	280%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2007	100	100	93	93	90	84	75	99	97	94	94	93	91	87
November 2008	100	100	77	76	67	48	24	98	92	83	83	79	71	62
November 2009	100	100	58	56	41	11	0	98	86	68	68	62	50	36
November 2010	100	100	43	42	23	0	0	97	79	56	56	48	34	20
November 2011	100	100	33	31	11	0	0	95	73	46	46	37	24	12
November 2012	100	100	26	24	4	0	0	94	68	38	37	29	16	7
November 2013	100	100	22	20	1	0	0	93	63	31	31	23	11	4
November 2014	100	100	20	18	*	0	0	92	58	26	25	17	8	2
November 2015	100	98	18	17	*	0	0	90	53	21	20	14	5	1
November 2016	100	95	16	15	*	0	0	89	49	17	17	10	4	1
November 2017	100	91	14	13	*	0	0	87	45	14	13	8	2	*
November 2018	100	86	13	12	*	0	0	85	41	11	11	6	2	*
November 2019	100	81	11	10	*	0	0	83	37	9	9	5	1	*
November 2020	100	75	9	8	*	0	0	81	34	7	7	4	1	*
November 2021	100	69	8	7	*	0	0	78	31	6	6	3	1	*
November 2022	100	63	7	6	*	0	0	75	28	5	4	2	*	*
November 2023	100	57	5	5	*	0	0	72	25	4	4	2	*	*
November 2024	100	52	4	4	*	0	0	69	22	3	3	1	*	*
November 2025	100	46	4	3	*	0	0	66	20	2	2	1	*	*
November 2026	100	41	3	3	*	0	0	62	17	2	2	1	*	*
November 2027	100	36	2	2	*	0	0	58	15	1	1	*	*	*
November 2028	100	31	2	2	*	0	0	53	13	1	1	*	*	*
November 2029	100	26	1	1	*	0	0	49	11	1	1	*	*	*
November 2030	100	22	1	1	*	0	0	43	9	1	1	*	*	*
November 2031	93	18	1	1	*	0	0	37	7	*	*	*	*	*
November 2032	77	14	1	*	*	0	0	31	6	*	*	*	*	*
November 2033	60	10	*	*	*	0	0	24	4	*	*	*	*	*
November 2034	42	6	*	*	*	0	0	17	2	*	*	*	*	*
November 2035	22	3	*	*	*	0	0	9	1	*	*	*	*	*
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.5	18.7	5.5	5.2	2.9	1.9	1.5	20.8	11.4	6.0	5.9	5.0	3.7	2.8

* 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 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, 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.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled “Certain Federal Income Tax Consequences” and “ERISA Considerations”) and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

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 Classes and the Accrual Classes 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>Group</u>	<u>Prepayment Assumption</u>
1	320% PSA
2	275% PSA
3	275% PSA
4	275% PSA
5	275% PSA
6	715% 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

Effective generally for Residual Certificates first held on or after August 1, 2006, Temporary Regulations issued by the Treasury Department have modified the general rule that the taxable income of the Trust (or the Lower Tier REMIC) is not includible in the income of a foreign person (or, if excess inclusions, subject to withholding tax) until paid or distributed. 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. Under the Temporary Regulations, the amount of taxable income allocable to a foreign partner in a domestic partnership that is the beneficial owner of a Residual Certificate must be taken into account by the foreign partner on the last day of the partnership’s taxable year, except to the extent that some or all of that amount is required to be taken into account at an earlier time as a result of a distribution to the foreign partner or a disposition of the foreign partner’s indirect interest in the Residual Certificate. Similar rules apply to excess inclusions allocable to a foreign person that holds an interest in a real estate investment trust, regulated investment company, common trust fund or certain cooperatives.

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 5.77% (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 has 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. You should consult your own tax advisor regarding the application of the Regulations to the transfer of a Residual Certificate.

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.

Tax Return Disclosure Requirements

Treasury Department Regulations that are directed at "tax shelters" 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

General. We are obligated to deliver the Certificates to Banc of America Securities LLC (the “Dealer”) in exchange for the 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 MBS in principal balance, but we expect that all these additional MBS will have the same characteristics as described under “Description of the Certificates—The 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 LLP will provide legal representation for Fannie Mae. Kennedy Covington Lobdell & Hickman, L.L.P. will provide legal representation for the Dealer.

Available Recombinations (1) (2)

REMIC Certificates		RCR Certificates						
Classes	Original Principal or Notional Principal Balances	RCR Classes	Original Principal Balance	Interest Rate	Interest Type (3)	Principal Type (3)	CUSIP Number	Final Distribution Date
Recombination 1								
PO	\$ 8,475,457	OC	\$ 14,285,715	(4)	PO	PT	31396LA75	December 2036
TO	5,810,258							
Recombination 2								
JO	5,002,820	OG (5)	8,482,556	(4)	PO	PAC	31396LA83	December 2036
MO	3,479,736							
Recombination 3								
KO	3,381,957	OL (6)	5,735,555	(4)	PO	SUP	31396LA91	December 2036
LO	2,353,598							
Recombination 4								
JO	5,002,820	OD (7)	14,218,111	(4)	PO	PT	31396LB25	December 2036
KO	3,381,957							
MO	3,479,736							
LO	2,353,598							
Recombination 5								
Z	35,000,000	B (8)	100,000,000	6.0%	FIX	SEQ	31396LB33	December 2036
VC	25,347,000							
VE	39,653,000							
Recombination 6								
NO	12,500,000	XF	12,500,000	(9)	T	PT	31396LB41	December 2036
IX	50,000,000(10)							
Recombination 7								
JF	57,181,889	EF	57,181,889	(11)	FLT	PT	31396LB58	December 2036
JT	11,436,377(10)							

(1) In any exchange under Recombination 1, 2, 3, 4 or 5, the relative proportions of the REMIC Certificates to be delivered (or if applicable, received) in such exchange will equal the proportions reflected by the outstanding principal or notional principal balances of the related REMIC Classes at the time of exchange. REMIC Certificates and RCR Certificates in Recombinations 6 and 7 may be exchanged only in the proportions shown in this Schedule 1.

(2) If, as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See "Description of the Certificates—General—Authorized Denominations" in this prospectus supplement.

(3) 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.

(4) Principal Only Classes.

(5) The OG Class is formed from a combination of the JO Class in Group 2 and the MO Class in Group 3.

(6) The OL Class is formed from a combination of the KO Class in Group 2 and the LO Class in Group 3.

(7) The OD Class is formed from a combination of the JO and KO Classes in Group 2 and the MO and LO Classes in Group 3.

(8) Principal payments on the REMIC Certificates in Recombination 5 from the Z Accrual Amount will be paid on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.

(9) This Class is a Toggle Class. See page S-8 for a description of its interest rate.

(10) Notional balances. These classes are Interest Only Classes. See page S-8 for a description of how their notional balances are calculated.

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

Principal Balance Schedules

PO 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	\$8,475,457.00	February 2011	\$5,228,720.45	May 2015	\$2,125,816.94
December 2006	8,451,401.83	March 2011	5,158,765.68	June 2015	2,080,842.64
January 2007	8,424,907.32	April 2011	5,089,161.99	July 2015	2,036,792.92
February 2007	8,395,981.74	May 2011	5,019,907.56	August 2015	1,993,649.12
March 2007	8,364,634.66	June 2011	4,951,000.59	September 2015	1,951,392.94
April 2007	8,330,876.89	July 2011	4,882,439.30	October 2015	1,910,006.46
May 2007	8,294,720.50	August 2011	4,814,221.88	November 2015	1,869,472.10
June 2007	8,256,178.80	September 2011	4,746,346.58	December 2015	1,829,772.64
July 2007	8,215,266.36	October 2011	4,678,811.62	January 2016	1,790,891.20
August 2007	8,171,998.97	November 2011	4,611,615.25	February 2016	1,752,811.23
September 2007	8,126,393.64	December 2011	4,544,755.73	March 2016	1,715,516.54
October 2007	8,078,468.60	January 2012	4,478,231.30	April 2016	1,678,991.23
November 2007	8,028,243.29	February 2012	4,412,040.26	May 2016	1,643,219.74
December 2007	7,975,738.34	March 2012	4,346,180.86	June 2016	1,608,186.80
January 2008	7,920,975.54	April 2012	4,280,651.41	July 2016	1,573,877.46
February 2008	7,863,977.86	May 2012	4,215,450.20	August 2016	1,540,277.07
March 2008	7,804,769.42	June 2012	4,150,575.53	September 2016	1,507,371.27
April 2008	7,743,375.47	July 2012	4,086,025.73	October 2016	1,475,145.98
May 2008	7,679,822.36	August 2012	4,021,799.11	November 2016	1,443,587.41
June 2008	7,614,137.54	September 2012	3,957,894.01	December 2016	1,412,682.05
July 2008	7,546,349.57	October 2012	3,894,308.76	January 2017	1,382,416.64
August 2008	7,476,488.01	November 2012	3,831,041.72	February 2017	1,352,778.22
September 2008	7,404,583.50	December 2012	3,768,091.24	March 2017	1,323,754.04
October 2008	7,330,667.68	January 2013	3,705,455.69	April 2017	1,295,331.66
November 2008	7,254,773.17	February 2013	3,643,133.45	May 2017	1,267,498.85
December 2008	7,176,933.57	March 2013	3,581,122.89	June 2017	1,240,243.64
January 2009	7,097,183.42	April 2013	3,519,422.42	July 2017	1,213,554.29
February 2009	7,017,834.86	May 2013	3,458,030.42	August 2017	1,187,419.32
March 2009	6,938,885.83	June 2013	3,396,945.30	September 2017	1,161,827.45
April 2009	6,860,334.27	July 2013	3,336,165.49	October 2017	1,136,767.64
May 2009	6,782,178.13	August 2013	3,275,689.40	November 2017	1,112,229.07
June 2009	6,704,415.37	September 2013	3,215,515.47	December 2017	1,088,201.15
July 2009	6,627,043.97	October 2013	3,155,642.14	January 2018	1,064,673.47
August 2009	6,550,061.89	November 2013	3,096,067.85	February 2018	1,041,635.85
September 2009	6,473,467.14	December 2013	3,036,791.07	March 2018	1,019,078.33
October 2009	6,397,257.71	January 2014	2,977,810.25	April 2018	996,991.11
November 2009	6,321,431.63	February 2014	2,919,123.86	May 2018	975,364.63
December 2009	6,245,986.90	March 2014	2,860,730.40	June 2018	954,189.48
January 2010	6,170,921.58	April 2014	2,802,628.34	July 2018	933,456.48
February 2010	6,096,233.69	May 2014	2,744,816.18	August 2018	913,156.60
March 2010	6,021,921.29	June 2014	2,687,292.43	September 2018	893,281.01
April 2010	5,947,982.44	July 2014	2,630,801.18	October 2018	873,821.06
May 2010	5,874,415.23	August 2014	2,575,466.72	November 2018	854,768.25
June 2010	5,801,217.72	September 2014	2,521,265.75	December 2018	836,114.28
July 2010	5,728,388.02	October 2014	2,468,175.43	January 2019	817,851.00
August 2010	5,655,924.22	November 2014	2,416,173.40	February 2019	799,970.43
September 2010	5,583,824.44	December 2014	2,365,237.71	March 2019	782,464.74
October 2010	5,512,086.81	January 2015	2,315,346.87	April 2019	765,326.28
November 2010	5,440,709.44	February 2015	2,266,479.81	May 2019	748,547.54
December 2010	5,369,690.49	March 2015	2,218,615.90	June 2019	732,121.15
January 2011	5,299,028.11	April 2015	2,171,734.88	July 2019	716,039.90

PO Class (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 2019	\$ 700,296.73	January 2024	\$ 207,356.41	June 2028	\$ 54,039.54
September 2019	684,884.72	February 2024	202,462.79	July 2028	52,575.03
October 2019	669,797.07	March 2024	197,676.17	August 2028	51,144.68
November 2019	655,027.16	April 2024	192,994.31	September 2028	49,747.75
December 2019	640,568.45	May 2024	188,415.01	October 2028	48,383.51
January 2020	626,414.57	June 2024	183,936.12	November 2028	47,051.25
February 2020	612,559.27	July 2024	179,555.53	December 2028	45,750.28
March 2020	598,996.42	August 2024	175,271.17	January 2029	44,479.92
April 2020	585,720.01	September 2024	171,081.02	February 2029	43,239.48
May 2020	572,724.17	October 2024	166,983.10	March 2029	42,028.33
June 2020	560,003.12	November 2024	162,975.46	April 2029	40,845.82
July 2020	547,551.22	December 2024	159,056.21	May 2029	39,691.33
August 2020	535,362.95	January 2025	155,223.48	June 2029	38,564.23
September 2020	523,432.86	February 2025	151,475.46	July 2029	37,463.93
October 2020	511,755.67	March 2025	147,810.34	August 2029	36,389.85
November 2020	500,326.15	April 2025	144,226.38	September 2029	35,341.40
December 2020	489,139.21	May 2025	140,721.87	October 2029	34,318.02
January 2021	478,189.85	June 2025	137,295.13	November 2029	33,319.16
February 2021	467,473.17	July 2025	133,944.52	December 2029	32,344.28
March 2021	456,984.39	August 2025	130,668.41	January 2030	31,392.84
April 2021	446,718.80	September 2025	127,465.25	February 2030	30,464.35
May 2021	436,671.79	October 2025	124,333.47	March 2030	29,558.27
June 2021	426,838.86	November 2025	121,271.56	April 2030	28,674.13
July 2021	417,215.58	December 2025	118,278.06	May 2030	27,811.43
August 2021	407,797.62	January 2026	115,351.49	June 2030	26,969.70
September 2021	398,580.74	February 2026	112,490.45	July 2030	26,148.47
October 2021	389,560.79	March 2026	109,693.53	August 2030	25,347.29
November 2021	380,733.69	April 2026	106,959.38	September 2030	24,565.71
December 2021	372,095.45	May 2026	104,286.66	October 2030	23,803.29
January 2022	363,642.16	June 2026	101,674.06	November 2030	23,059.61
February 2022	355,369.99	July 2026	99,120.30	December 2030	22,334.26
March 2022	347,275.18	August 2026	96,624.12	January 2031	21,626.81
April 2022	339,354.08	September 2026	94,184.30	February 2031	20,936.87
May 2022	331,603.06	October 2026	91,799.64	March 2031	20,264.05
June 2022	324,018.60	November 2026	89,468.94	April 2031	19,607.97
July 2022	316,597.25	December 2026	87,191.07	May 2031	18,968.24
August 2022	309,335.62	January 2027	84,964.89	June 2031	18,344.51
September 2022	302,230.40	February 2027	82,789.29	July 2031	17,736.40
October 2022	295,278.32	March 2027	80,663.19	August 2031	17,143.58
November 2022	288,476.21	April 2027	78,585.53	September 2031	16,565.69
December 2022	281,820.95	May 2027	76,555.27	October 2031	16,002.39
January 2023	275,309.47	June 2027	74,571.38	November 2031	15,453.37
February 2023	268,938.80	July 2027	72,632.89	December 2031	14,918.28
March 2023	262,705.99	August 2027	70,738.79	January 2032	14,396.83
April 2023	256,608.17	September 2027	68,888.16	February 2032	13,888.69
May 2023	250,642.53	October 2027	67,080.03	March 2032	13,393.57
June 2023	244,806.31	November 2027	65,313.51	April 2032	12,911.17
July 2023	239,096.81	December 2027	63,587.69	May 2032	12,441.20
August 2023	233,511.38	January 2028	61,901.69	June 2032	11,983.38
September 2023	228,047.42	February 2028	60,254.65	July 2032	11,537.43
October 2023	222,702.41	March 2028	58,645.74	August 2032	11,103.07
November 2023	217,473.86	April 2028	57,074.12	September 2032	10,680.05
December 2023	212,359.32	May 2028	55,538.98	October 2032	10,268.09

PO Class (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>
November 2032	\$ 9,866.96	February 2034	\$ 4,990.84	May 2035	\$ 1,800.80
December 2032	9,476.39	March 2034	4,732.33	June 2035	1,634.58
January 2033	9,096.15	April 2034	4,481.06	July 2035	1,473.39
February 2033	8,725.99	May 2034	4,236.86	August 2035	1,317.11
March 2033	8,365.69	June 2034	3,999.58	September 2035	1,165.62
April 2033	8,015.01	July 2034	3,769.03	October 2035	1,018.81
May 2033	7,673.73	August 2034	3,545.07	November 2035	876.56
June 2033	7,341.64	September 2034	3,327.53	December 2035	738.76
July 2033	7,018.52	October 2034	3,116.26	January 2036	605.29
August 2033	6,704.16	November 2034	2,911.11	February 2036	476.06
September 2033	6,398.36	December 2034	2,711.94	March 2036	350.95
October 2033	6,100.91	January 2035	2,518.60	April 2036	229.87
November 2033	5,811.62	February 2035	2,330.96	May 2036	112.71
December 2033	5,530.31	March 2035	2,148.86	June 2036 and thereafter	0.00
January 2034	5,256.77	April 2035	1,972.19		

FG 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	\$50,000,000.00	August 2009	\$36,026,146.03	May 2012	\$20,649,021.28
December 2006	49,906,669.38	September 2009	35,431,538.81	June 2012	20,298,013.43
January 2007	49,789,495.57	October 2009	34,846,327.29	July 2012	19,952,583.57
February 2007	49,648,507.01	November 2009	34,270,364.63	August 2012	19,612,643.93
March 2007	49,483,765.88	December 2009	33,703,506.26	September 2012	19,278,108.13
April 2007	49,295,368.31	January 2010	33,145,609.85	October 2012	18,948,891.09
May 2007	49,083,444.47	February 2010	32,596,535.26	November 2012	18,624,909.09
June 2007	48,848,158.56	March 2010	32,056,144.51	December 2012	18,306,079.69
July 2007	48,589,708.77	April 2010	31,524,301.77	January 2013	17,992,321.72
August 2007	48,308,327.14	May 2010	31,000,873.31	February 2013	17,683,555.28
September 2007	48,004,279.31	June 2010	30,485,727.44	March 2013	17,379,701.72
October 2007	47,677,864.22	July 2010	29,978,734.55	April 2013	17,080,683.59
November 2007	47,329,413.73	August 2010	29,479,767.00	May 2013	16,786,424.65
December 2007	46,959,292.16	September 2010	28,988,699.13	June 2013	16,496,849.84
January 2008	46,567,895.69	October 2010	28,505,407.25	July 2013	16,211,885.27
February 2008	46,155,651.79	November 2010	28,029,769.54	August 2013	15,931,458.20
March 2008	45,723,018.46	December 2010	27,561,666.12	September 2013	15,655,497.00
April 2008	45,270,483.46	January 2011	27,100,978.90	October 2013	15,383,931.19
May 2008	44,798,563.46	February 2011	26,647,591.68	November 2013	15,116,691.34
June 2008	44,307,803.06	March 2011	26,201,390.01	December 2013	14,853,709.12
July 2008	43,798,773.82	April 2011	25,762,261.24	January 2014	14,594,917.27
August 2008	43,272,073.14	May 2011	25,330,094.46	February 2014	14,340,249.56
September 2008	42,728,323.15	June 2011	24,904,780.46	March 2014	14,089,640.79
October 2008	42,168,169.44	July 2011	24,486,211.74	April 2014	13,843,026.77
November 2008	41,592,279.85	August 2011	24,074,282.46	May 2014	13,600,344.33
December 2008	41,001,343.09	September 2011	23,668,888.41	June 2014	13,361,531.25
January 2009	40,396,067.36	October 2011	23,269,927.01	July 2014	13,126,526.29
February 2009	39,777,178.92	November 2011	22,877,297.25	August 2014	12,895,269.17
March 2009	39,145,420.60	December 2011	22,490,899.69	September 2014	12,667,700.54
April 2009	38,501,550.27	January 2012	22,110,636.45	October 2014	12,443,761.98
May 2009	37,867,845.16	February 2012	21,736,411.14	November 2014	12,223,395.95
June 2009	37,244,146.53	March 2012	21,368,128.88	December 2014	12,006,545.85
July 2009	36,630,298.11	April 2012	21,005,696.25	January 2015	11,793,155.91

FG Class (Continued)

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
February 2015	\$11,583,171.27	January 2019	\$ 4,715,573.93	December 2022	\$ 1,482,330.41
March 2015	11,376,537.91	February 2019	4,618,584.95	January 2023	1,436,278.78
April 2015	11,173,202.63	March 2019	4,523,140.23	February 2023	1,390,935.21
May 2015	10,973,113.08	April 2019	4,429,214.73	March 2023	1,346,287.78
June 2015	10,776,217.73	May 2019	4,336,783.86	April 2023	1,302,324.81
July 2015	10,582,465.82	June 2019	4,245,823.39	May 2023	1,259,034.75
August 2015	10,391,807.42	July 2019	4,156,309.46	June 2023	1,216,406.28
September 2015	10,204,193.34	August 2019	4,068,218.59	July 2023	1,174,428.21
October 2015	10,019,575.19	September 2019	3,981,527.68	August 2023	1,133,089.57
November 2015	9,837,905.31	October 2019	3,896,213.98	September 2023	1,092,379.53
December 2015	9,659,136.78	November 2019	3,812,255.10	October 2023	1,052,287.45
January 2016	9,483,223.42	December 2019	3,729,629.00	November 2023	1,012,802.86
February 2016	9,310,119.78	January 2020	3,648,313.98	December 2023	973,915.43
March 2016	9,139,781.10	February 2020	3,568,288.68	January 2024	935,615.01
April 2016	8,972,163.32	March 2020	3,489,532.09	February 2024	897,891.61
May 2016	8,807,223.07	April 2020	3,412,023.51	March 2024	860,735.39
June 2016	8,644,917.65	May 2020	3,335,742.57	April 2024	824,136.68
July 2016	8,485,205.05	June 2020	3,260,669.23	May 2024	788,085.95
August 2016	8,328,043.87	July 2020	3,186,783.74	June 2024	752,573.81
September 2016	8,173,393.40	August 2020	3,114,066.69	July 2024	717,591.04
October 2016	8,021,213.53	September 2020	3,042,498.95	August 2024	683,128.54
November 2016	7,871,464.80	October 2020	2,972,061.71	September 2024	649,177.38
December 2016	7,724,108.36	November 2020	2,902,736.42	October 2024	615,728.76
January 2017	7,579,105.94	December 2020	2,834,504.87	November 2024	582,774.00
February 2017	7,436,419.91	January 2021	2,767,349.10	December 2024	550,304.59
March 2017	7,296,013.19	February 2021	2,701,251.43	January 2025	518,312.12
April 2017	7,157,849.31	March 2021	2,636,194.48	February 2025	486,788.35
May 2017	7,021,892.33	April 2021	2,572,161.14	March 2025	455,725.12
June 2017	6,888,106.91	May 2021	2,509,134.54	April 2025	425,114.45
July 2017	6,756,458.24	June 2021	2,447,098.11	May 2025	394,948.45
August 2017	6,626,912.05	July 2021	2,386,035.51	June 2025	365,219.37
September 2017	6,499,434.62	August 2021	2,325,930.68	July 2025	335,919.58
October 2017	6,373,992.75	September 2021	2,266,767.80	August 2025	307,041.57
November 2017	6,250,553.75	October 2021	2,208,531.31	September 2025	278,577.94
December 2017	6,129,085.45	November 2021	2,151,205.87	October 2025	250,521.41
January 2018	6,009,556.18	December 2021	2,094,776.40	November 2025	222,864.82
February 2018	5,891,934.76	January 2022	2,039,228.06	December 2025	195,601.13
March 2018	5,776,190.51	February 2022	1,984,546.23	January 2026	168,723.39
April 2018	5,662,293.22	March 2022	1,930,716.53	February 2026	142,224.77
May 2018	5,550,213.14	April 2022	1,877,724.79	March 2026	116,098.55
June 2018	5,439,921.01	May 2022	1,825,557.08	April 2026	90,338.11
July 2018	5,331,388.01	June 2022	1,774,199.69	May 2026	64,936.94
August 2018	5,224,585.78	July 2022	1,723,639.10	June 2026	39,888.63
September 2018	5,119,486.38	August 2022	1,673,862.04	July 2026	15,186.87
October 2018	5,016,062.35	September 2022	1,624,855.41	August 2026 and thereafter	0.00
November 2018	4,914,286.61	October 2022	1,576,606.35		
December 2018	4,814,132.54	November 2022	1,529,102.17		

JO 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	\$5,002,820.00	December 2006	\$4,992,570.09	January 2007	\$4,980,884.07

JO Class (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>
February 2007	\$4,967,764.83	July 2011	\$2,967,376.72	December 2015	\$1,128,204.70
March 2007	4,953,216.00	August 2011	2,926,610.56	January 2016	1,104,194.85
April 2007	4,937,241.94	September 2011	2,886,051.25	February 2016	1,080,681.03
May 2007	4,919,847.76	October 2011	2,845,697.75	March 2016	1,057,653.17
June 2007	4,901,039.29	November 2011	2,805,548.97	April 2016	1,035,101.43
July 2007	4,880,823.13	December 2011	2,765,603.88	May 2016	1,013,016.14
August 2007	4,859,206.57	January 2012	2,725,861.43	June 2016	991,387.84
September 2007	4,836,197.66	February 2012	2,686,320.56	July 2016	970,207.26
October 2007	4,811,805.16	March 2012	2,646,980.25	August 2016	949,465.31
November 2007	4,786,038.56	April 2012	2,607,839.46	September 2016	929,153.09
December 2007	4,758,908.06	May 2012	2,568,897.16	October 2016	909,261.86
January 2008	4,730,424.57	June 2012	2,530,152.33	November 2016	889,783.07
February 2008	4,700,599.69	July 2012	2,491,603.95	December 2016	870,708.34
March 2008	4,669,445.72	August 2012	2,453,251.02	January 2017	852,029.47
April 2008	4,636,975.67	September 2012	2,415,092.53	February 2017	833,738.39
May 2008	4,603,203.18	October 2012	2,377,127.47	March 2017	815,827.23
June 2008	4,568,142.61	November 2012	2,339,354.86	April 2017	798,288.25
July 2008	4,531,808.94	December 2012	2,301,773.69	May 2017	781,113.88
August 2008	4,494,217.81	January 2013	2,264,382.99	June 2017	764,296.71
September 2008	4,455,385.51	February 2013	2,227,181.77	July 2017	747,829.45
October 2008	4,415,328.94	March 2013	2,190,169.06	August 2017	731,704.98
November 2008	4,374,065.62	April 2013	2,153,343.89	September 2017	715,916.32
December 2008	4,331,613.66	May 2013	2,116,705.29	October 2017	700,456.62
January 2009	4,287,991.79	June 2013	2,080,252.30	November 2017	685,319.18
February 2009	4,243,219.27	July 2013	2,043,983.96	December 2017	670,497.43
March 2009	4,197,315.95	August 2013	2,007,899.34	January 2018	655,984.92
April 2009	4,150,302.22	September 2013	1,971,997.47	February 2018	641,775.36
May 2009	4,103,527.52	October 2013	1,936,277.42	March 2018	627,862.55
June 2009	4,056,990.60	November 2013	1,900,738.25	April 2018	614,240.43
July 2009	4,010,690.24	December 2013	1,865,379.04	May 2018	600,903.08
August 2009	3,964,625.23	January 2014	1,830,198.85	June 2018	587,844.68
September 2009	3,918,794.36	February 2014	1,795,196.76	July 2018	575,059.52
October 2009	3,873,196.41	March 2014	1,760,371.86	August 2018	562,542.01
November 2009	3,827,830.20	April 2014	1,725,723.23	September 2018	550,286.70
December 2009	3,782,694.53	May 2014	1,691,249.97	October 2018	538,288.21
January 2010	3,737,788.20	June 2014	1,656,951.18	November 2018	526,541.28
February 2010	3,693,110.05	July 2014	1,622,825.95	December 2018	515,040.78
March 2010	3,648,658.90	August 2014	1,588,873.39	January 2019	503,781.66
April 2010	3,604,433.57	September 2014	1,555,378.56	February 2019	492,758.96
May 2010	3,560,432.91	October 2014	1,522,571.61	March 2019	481,967.86
June 2010	3,516,655.76	November 2014	1,490,438.65	April 2019	471,403.60
July 2010	3,473,100.97	December 2014	1,458,966.07	May 2019	461,061.53
August 2010	3,429,767.40	January 2015	1,428,140.52	June 2019	450,937.09
September 2010	3,386,653.90	February 2015	1,397,948.94	July 2019	441,025.83
October 2010	3,343,759.34	March 2015	1,368,378.51	August 2019	431,323.36
November 2010	3,301,082.60	April 2015	1,339,416.66	September 2019	421,825.41
December 2010	3,258,622.55	May 2015	1,311,051.10	October 2019	412,527.76
January 2011	3,216,378.09	June 2015	1,283,269.75	November 2019	403,426.31
February 2011	3,174,348.09	July 2015	1,256,060.81	December 2019	394,517.03
March 2011	3,132,531.46	August 2015	1,229,412.69	January 2020	385,795.95
April 2011	3,090,927.10	September 2015	1,203,314.03	February 2020	377,259.23
May 2011	3,049,533.91	October 2015	1,177,753.71	March 2020	368,903.05
June 2011	3,008,350.81	November 2015	1,152,720.82	April 2020	360,723.71

JO Class (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 2020	\$ 352,717.56	October 2024	\$ 102,976.64	March 2029	\$ 26,170.54
June 2020	344,881.04	November 2024	100,512.54	April 2029	25,443.60
July 2020	337,210.65	December 2024	98,102.84	May 2029	24,733.86
August 2020	329,702.98	January 2025	95,746.39	June 2029	24,040.94
September 2020	322,354.66	February 2025	93,442.08	July 2029	23,364.48
October 2020	315,162.40	March 2025	91,188.80	August 2029	22,704.10
November 2020	308,123.00	April 2025	88,985.46	September 2029	22,059.47
December 2020	301,233.28	May 2025	86,831.02	October 2029	21,430.22
January 2021	294,490.17	June 2025	84,724.43	November 2029	20,816.03
February 2021	287,890.63	July 2025	82,664.68	December 2029	20,216.55
March 2021	281,431.70	August 2025	80,650.78	January 2030	19,631.46
April 2021	275,110.47	September 2025	78,681.75	February 2030	19,060.45
May 2021	268,924.09	October 2025	76,756.64	March 2030	18,503.21
June 2021	262,869.77	November 2025	74,874.52	April 2030	17,959.42
July 2021	256,944.78	December 2025	73,034.48	May 2030	17,428.79
August 2021	251,146.44	January 2026	71,235.61	June 2030	16,911.03
September 2021	245,472.13	February 2026	69,477.05	July 2030	16,405.85
October 2021	239,919.27	March 2026	67,757.93	August 2030	15,912.97
November 2021	234,485.35	April 2026	66,077.41	September 2030	15,432.12
December 2021	229,167.90	May 2026	64,434.68	October 2030	14,963.02
January 2022	223,964.51	June 2026	62,828.91	November 2030	14,505.43
February 2022	218,872.80	July 2026	61,259.33	December 2030	14,059.07
March 2022	213,890.46	August 2026	59,725.16	January 2031	13,623.70
April 2022	209,015.21	September 2026	58,225.65	February 2031	13,199.08
May 2022	204,244.83	October 2026	56,760.04	March 2031	12,784.95
June 2022	199,577.14	November 2026	55,327.62	April 2031	12,381.09
July 2022	195,010.00	December 2026	53,927.67	May 2031	11,987.27
August 2022	190,541.32	January 2027	52,559.50	June 2031	11,603.25
September 2022	186,169.05	February 2027	51,222.43	July 2031	11,228.82
October 2022	181,891.18	March 2027	49,915.78	August 2031	10,863.77
November 2022	177,705.73	April 2027	48,638.91	September 2031	10,507.87
December 2022	173,610.80	May 2027	47,391.17	October 2031	10,160.93
January 2023	169,604.48	June 2027	46,171.93	November 2031	9,822.74
February 2023	165,684.92	July 2027	44,980.59	December 2031	9,493.10
March 2023	161,850.32	August 2027	43,816.54	January 2032	9,171.81
April 2023	158,098.91	September 2027	42,679.19	February 2032	8,858.70
May 2023	154,428.93	October 2027	41,567.97	March 2032	8,553.57
June 2023	150,838.69	November 2027	40,482.31	April 2032	8,256.24
July 2023	147,326.52	December 2027	39,421.66	May 2032	7,966.53
August 2023	143,890.79	January 2028	38,385.48	June 2032	7,684.26
September 2023	140,529.89	February 2028	37,373.24	July 2032	7,409.28
October 2023	137,242.26	March 2028	36,384.41	August 2032	7,141.41
November 2023	134,026.36	April 2028	35,418.50	September 2032	6,880.49
December 2023	130,880.69	May 2028	34,475.00	October 2032	6,626.35
January 2024	127,803.76	June 2028	33,553.42	November 2032	6,378.85
February 2024	124,794.15	July 2028	32,653.30	December 2032	6,137.83
March 2024	121,850.43	August 2028	31,774.16	January 2033	5,903.14
April 2024	118,971.23	September 2028	30,915.55	February 2033	5,674.63
May 2024	116,155.17	October 2028	30,077.02	March 2033	5,452.16
June 2024	113,400.94	November 2028	29,258.13	April 2033	5,235.60
July 2024	110,707.24	December 2028	28,458.45	May 2033	5,024.80
August 2024	108,072.78	January 2029	27,677.57	June 2033	4,819.63
September 2024	105,496.32	February 2029	26,915.06	July 2033	4,619.96

JO Class (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 2033	\$ 4,425.66	October 2034	\$ 2,203.98	November 2035	\$ 810.44
September 2033	4,236.60	November 2034	2,076.64	December 2035	724.39
October 2033	4,052.67	December 2034	1,952.96	January 2036	641.00
November 2033	3,873.75	January 2035	1,832.85	February 2036	560.21
December 2033	3,699.71	February 2035	1,716.24	March 2036	481.94
January 2034	3,530.44	March 2035	1,603.03	April 2036	406.15
February 2034	3,365.83	April 2035	1,493.14	May 2036	332.76
March 2034	3,205.76	May 2035	1,386.49	June 2036	261.72
April 2034	3,050.14	June 2035	1,283.01	July 2036	192.97
May 2034	2,898.86	July 2035	1,182.62	August 2036	126.44
June 2034	2,751.81	August 2035	1,085.24	September 2036	62.10
July 2034	2,608.90	September 2035	990.80	October 2036 and thereafter	0.00
August 2034	2,470.02	October 2035	899.22		
September 2034	2,335.08				

MO 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	\$3,479,736.00	September 2009	\$2,673,381.87	July 2012	\$1,686,349.13
December 2006	3,470,520.67	October 2009	2,641,844.98	August 2012	1,659,826.32
January 2007	3,460,308.03	November 2009	2,610,468.47	September 2012	1,633,438.08
February 2007	3,449,101.18	December 2009	2,579,251.50	October 2012	1,607,183.72
March 2007	3,436,903.70	January 2010	2,548,193.26	November 2012	1,581,062.53
April 2007	3,423,719.70	February 2010	2,517,292.93	December 2012	1,555,073.85
May 2007	3,409,553.79	March 2010	2,486,549.70	January 2013	1,529,216.99
June 2007	3,394,411.13	April 2010	2,455,962.76	February 2013	1,503,491.26
July 2007	3,378,297.34	May 2010	2,425,531.30	March 2013	1,477,896.00
August 2007	3,361,218.57	June 2010	2,395,254.53	April 2013	1,452,430.52
September 2007	3,343,181.48	July 2010	2,365,131.64	May 2013	1,427,094.18
October 2007	3,324,193.20	August 2010	2,335,161.86	June 2013	1,401,886.29
November 2007	3,304,261.39	September 2010	2,305,344.37	July 2013	1,376,806.19
December 2007	3,283,394.17	October 2010	2,275,678.42	August 2013	1,351,853.24
January 2008	3,261,600.15	November 2010	2,246,163.21	September 2013	1,327,026.78
February 2008	3,238,888.44	December 2010	2,216,797.96	October 2013	1,302,326.14
March 2008	3,215,268.59	January 2011	2,187,581.92	November 2013	1,277,750.70
April 2008	3,190,750.64	February 2011	2,158,514.30	December 2013	1,253,299.80
May 2008	3,165,345.08	March 2011	2,129,594.35	January 2014	1,228,972.79
June 2008	3,139,062.84	April 2011	2,100,821.30	February 2014	1,204,769.05
July 2008	3,111,915.33	May 2011	2,072,194.40	March 2014	1,180,687.94
August 2008	3,083,914.36	June 2011	2,043,712.90	April 2014	1,156,728.83
September 2008	3,055,072.18	July 2011	2,015,376.04	May 2014	1,132,891.09
October 2008	3,025,401.47	August 2011	1,987,183.09	June 2014	1,109,174.09
November 2008	2,994,915.30	September 2011	1,959,133.30	July 2014	1,085,771.35
December 2008	2,963,627.15	October 2011	1,931,225.94	August 2014	1,062,849.54
January 2009	2,931,550.90	November 2011	1,903,460.27	September 2014	1,040,398.94
February 2009	2,898,700.79	December 2011	1,875,835.56	October 2014	1,018,410.04
March 2009	2,866,017.81	January 2012	1,848,351.10	November 2014	996,873.49
April 2009	2,833,501.11	February 2012	1,821,006.15	December 2014	975,780.16
May 2009	2,801,149.82	March 2012	1,793,799.99	January 2015	955,121.08
June 2009	2,768,963.10	April 2012	1,766,731.92	February 2015	934,887.46
July 2009	2,736,940.09	May 2012	1,739,801.23	March 2015	915,070.71
August 2009	2,705,079.96	June 2012	1,713,007.20	April 2015	895,662.37

MO Class (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	\$ 876,654.20	October 2019	\$ 274,988.92	March 2024	\$ 80,793.45
June 2015	858,038.07	November 2019	268,901.91	April 2024	78,873.58
July 2015	839,806.06	December 2019	262,943.69	May 2024	76,995.94
August 2015	821,950.38	January 2020	257,111.61	June 2024	75,159.66
September 2015	804,463.40	February 2020	251,403.05	July 2024	73,363.86
October 2015	787,337.66	March 2020	245,815.49	August 2024	71,607.69
November 2015	770,565.83	April 2020	240,346.43	September 2024	69,890.31
December 2015	754,140.73	May 2020	234,993.42	October 2024	68,210.90
January 2016	738,055.34	June 2020	229,754.08	November 2024	66,568.66
February 2016	722,302.75	July 2020	224,626.04	December 2024	64,962.80
March 2016	706,876.22	August 2020	219,607.03	January 2025	63,392.55
April 2016	691,769.12	September 2020	214,694.78	February 2025	61,857.16
May 2016	676,974.98	October 2020	209,887.10	March 2025	60,355.89
June 2016	662,487.43	November 2020	205,181.82	April 2025	58,888.01
July 2016	648,300.24	December 2020	200,576.82	May 2025	57,452.82
August 2016	634,407.32	January 2021	196,070.03	June 2025	56,049.62
September 2016	620,802.68	February 2021	191,659.42	July 2025	54,677.73
October 2016	607,480.46	March 2021	187,343.00	August 2025	53,336.49
November 2016	594,434.91	April 2021	183,118.81	September 2025	52,025.25
December 2016	581,660.41	May 2021	178,984.96	October 2025	50,743.36
January 2017	569,151.45	June 2021	174,939.56	November 2025	49,490.20
February 2017	556,902.61	July 2021	170,980.78	December 2025	48,265.17
March 2017	544,908.60	August 2021	167,106.82	January 2026	47,067.65
April 2017	533,164.23	September 2021	163,315.93	February 2026	45,897.07
May 2017	521,664.41	October 2021	159,606.38	March 2026	44,752.84
June 2017	510,404.17	November 2021	155,976.49	April 2026	43,634.41
July 2017	499,378.62	December 2021	152,424.59	May 2026	42,541.22
August 2017	488,582.96	January 2022	148,949.06	June 2026	41,472.73
September 2017	478,012.52	February 2022	145,548.33	July 2026	40,428.42
October 2017	467,662.70	March 2022	142,220.82	August 2026	39,407.76
November 2017	457,529.00	April 2022	138,965.03	September 2026	38,410.25
December 2017	447,607.00	May 2022	135,779.44	October 2026	37,435.40
January 2018	437,892.38	June 2022	132,662.61	November 2026	36,482.71
February 2018	428,380.90	July 2022	129,613.10	December 2026	35,551.71
March 2018	419,068.42	August 2022	126,629.51	January 2027	34,641.93
April 2018	409,950.86	September 2022	123,710.46	February 2027	33,752.92
May 2018	401,024.25	October 2022	120,854.60	March 2027	32,884.23
June 2018	392,284.66	November 2022	118,060.61	April 2027	32,035.42
July 2018	383,728.29	December 2022	115,327.20	May 2027	31,206.06
August 2018	375,351.38	January 2023	112,653.12	June 2027	30,395.74
September 2018	367,150.25	February 2023	110,037.10	July 2027	29,604.04
October 2018	359,121.31	March 2023	107,477.95	August 2027	28,830.56
November 2018	351,261.03	April 2023	104,974.47	September 2027	28,074.90
December 2018	343,565.94	May 2023	102,525.49	October 2027	27,336.69
January 2019	336,032.68	June 2023	100,129.88	November 2027	26,615.53
February 2019	328,657.90	July 2023	97,786.51	December 2027	25,911.07
March 2019	321,438.38	August 2023	95,494.28	January 2028	25,222.94
April 2019	314,370.91	September 2023	93,252.14	February 2028	24,550.78
May 2019	307,452.39	October 2023	91,059.01	March 2028	23,894.25
June 2019	300,679.74	November 2023	88,913.89	April 2028	23,253.01
July 2019	294,049.97	December 2023	86,815.74	May 2028	22,626.73
August 2019	287,560.16	January 2024	84,763.60	June 2028	22,015.07
September 2019	281,207.41	February 2024	82,756.49	July 2028	21,417.73

MO Class (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	\$ 20,834.38	May 2031	\$ 7,733.17	January 2034	\$ 2,170.31
September 2028	20,264.73	June 2031	7,479.74	February 2034	2,062.63
October 2028	19,708.47	July 2031	7,232.70	March 2034	1,957.97
November 2028	19,165.31	August 2031	6,991.89	April 2034	1,856.26
December 2028	18,634.96	September 2031	6,757.17	May 2034	1,757.41
January 2029	18,117.14	October 2031	6,528.40	June 2034	1,661.38
February 2029	17,611.59	November 2031	6,305.45	July 2034	1,568.08
March 2029	17,118.02	December 2031	6,088.20	August 2034	1,477.45
April 2029	16,636.17	January 2032	5,876.49	September 2034	1,389.43
May 2029	16,165.80	February 2032	5,670.22	October 2034	1,303.96
June 2029	15,706.63	March 2032	5,469.25	November 2034	1,220.98
July 2029	15,258.44	April 2032	5,273.47	December 2034	1,140.41
August 2029	14,820.97	May 2032	5,082.75	January 2035	1,062.22
September 2029	14,393.98	June 2032	4,896.99	February 2035	986.33
October 2029	13,977.26	July 2032	4,716.06	March 2035	912.69
November 2029	13,570.56	August 2032	4,539.85	April 2035	841.26
December 2029	13,173.67	September 2032	4,368.26	May 2035	771.97
January 2030	12,786.37	October 2032	4,201.18	June 2035	704.77
February 2030	12,408.45	November 2032	4,038.50	July 2035	639.61
March 2030	12,039.70	December 2032	3,880.13	August 2035	576.44
April 2030	11,679.91	January 2033	3,725.96	September 2035	515.22
May 2030	11,328.88	February 2033	3,575.89	October 2035	455.89
June 2030	10,986.43	March 2033	3,429.84	November 2035	398.40
July 2030	10,652.35	April 2033	3,287.70	December 2035	342.72
August 2030	10,326.47	May 2033	3,149.39	January 2036	288.80
September 2030	10,008.60	June 2033	3,014.82	February 2036	236.59
October 2030	9,698.55	July 2033	2,883.89	March 2036	186.05
November 2030	9,396.16	August 2033	2,756.53	April 2036	137.14
December 2030	9,101.25	September 2033	2,632.65	May 2036	89.82
January 2031	8,813.65	October 2033	2,512.16	June 2036	44.05
February 2031	8,533.20	November 2033	2,395.00	July 2036 and thereafter	0.00
March 2031	8,259.75	December 2033	2,281.07		
April 2031	7,993.12				

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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\$983,208,662



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2006-116

PROSPECTUS SUPPLEMENT

Banc of America Securities LLC

November 1, 2006