

\$207,542,300



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2009-79**

The Certificates

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

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 class), 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.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
HJ(2)	1	\$160,000,000	TAC/AD	6.00%	FIX	31398FNQ0	October 2039
HZ(2)	1	83,376	TAC	6.00	FIX/Z	31398FNR8	October 2039
FH	1	5,717,263	SUP	(3)	FLT	31398FNS6	October 2039
SH	1	952,878	SUP	(3)	INV	31398FNT4	October 2039
CN(2)	2	10,000,000	PAC	3.50	FIX	31398FNU1	July 2038
CI(2)	2	3,000,000(4)	NTL	5.00	FIX/IO	31398FNV9	July 2038
CB	2	1,119,323	PAC	5.00	FIX	31398FNW7	October 2039
Q	2	340,504	PAC	5.00	FIX	31398FNX5	October 2039
WE	2	1,350,344	SUP	5.25	FIX	31398FNY3	March 2039
WD	2	1,350,344	SUP	4.75	FIX	31398FNZ0	March 2039
WB	2	806,700	SUP	5.00	FIX	31398FPA3	October 2039
UA	3	25,821,568	SC/PT	7.00	FIX	31398FPB1	March 2038
R		0	NPR	0	NPR	31398FPC9	October 2039
RL		0	NPR	0	NPR	31398FPD7	October 2039

- (1) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC prospectus.
(2) Exchangeable classes.
(3) Based on LIBOR.
(4) Notional balance. This class is an interest only class. See page S-7 for a description of how its notional balance is calculated.

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 and
- underlying REMIC and RCR certificates backed by Fannie Mae MBS.

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

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The HT, CA and CJ Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and “Description of the Certificates—Combination and Recombination” in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be September 30, 2009.

Carefully consider the risk factors on page S-9 of this prospectus supplement and starting 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.



**Amherst® Securities
Group, L.P.**

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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 August 1, 2007 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - June 1, 2009, for all MBS issued on or after January 1, 2009,
 - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
 - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”);
- if you are purchasing the Group 3 Class or the R or RL Class, the disclosure document relating to the underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Document”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus dated June 1, 2009.

The MBS Prospectus and the Underlying REMIC Disclosure Document are incorporated by reference in this prospectus supplement. This means that we are disclosing information in those documents by referring you to them. Those documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with those documents.

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, the MBS Prospectus and the Underlying REMIC Disclosure Document by writing or calling the dealer at:

Amherst Securities Group, L.P.
c/o Broadridge Financial Solutions
Prospectus Department
1155 Long Island Avenue
Edgewood, New York 11717
(631) 274-2806
amherstprospectus@broadridge.com

RECENT DEVELOPMENTS

The Regulatory Reform Act, which became effective on July 30, 2008, established the Federal Housing Finance Agency, or FHFA, as an independent agency with general supervisory and regulatory authority over Fannie Mae, Freddie Mac and the 12 Federal Home Loan Banks. FHFA assumed the duties of our former regulators, the Office of Federal Housing Enterprise Oversight and the U.S. Department of Housing and Urban Development, or HUD, with respect to safety, soundness and mission oversight of Fannie Mae and Freddie Mac. HUD remains our regulator with respect to fair lending matters.

On September 6, 2008, the Director of FHFA placed Fannie Mae into conservatorship and appointed FHFA as the conservator. Upon its appointment, FHFA immediately succeeded to all of our rights, titles, powers and privileges and those of any stockholder, officer, or director of Fannie Mae with respect to us and our assets. The conservator has the authority to take over our assets and operate our business with all the powers of our stockholders, directors and officers, and to conduct all business of the company. Under the Regulatory Reform Act, FHFA, as conservator, may take “such action as may be necessary to put the regulated entity in a sound and solvent condition.” We have no control over FHFA’s actions or the actions it may direct us to take. The conservatorship has no specified termination date; we do not know when or how it will be terminated. In addition, our board of directors does not have any duties to any person or entity except to the conservator. Accordingly, our board of directors is not obligated to consider the interests of Fannie Mae or the holders of the Certificates unless specifically directed to do so by the conservator.

On September 7, 2008, Fannie Mae, through our conservator, entered into two agreements with Treasury. The first agreement is the Stock Purchase Agreement, which provided us with Treasury’s commitment (the “Commitment”) to provide up to \$100 billion in funding under specified conditions. This agreement was amended and restated on September 26, 2008 and was further amended on May 6, 2009 to increase the size of Treasury’s Commitment from \$100 billion to \$200 billion. We issued 1,000,000 shares of Senior Preferred Stock pursuant to the Stock Purchase Agreement. The other agreement is the Warrant, which allows Treasury to purchase, for a nominal price, shares of common stock equal to 79.9% of the outstanding common stock of Fannie Mae. The Senior Preferred Stock and the Warrant were issued to Treasury as an initial commitment fee for Treasury’s Commitment. Additional information about the conservatorship, the Stock Purchase Agreement, the Warrant and the Commitment is included in our Annual Report on Form 10-K for the year ended December 31, 2008 (the “2008 Form 10-K”) and our quarterly report on Form 10-Q for the quarter ended March 31, 2009 (the “First Quarter 2009 Form 10-Q”), which are incorporated by reference into this prospectus supplement.

We generally may draw funds under the Commitment on a quarterly basis when our total liabilities exceed our total assets on our consolidated balance sheet prepared in accordance with GAAP as of the end of the preceding quarter. On March 31, 2009, we received \$15.2 billion from Treasury under the Commitment, which eliminated our net worth deficit as of December 31, 2008. We received an additional \$19.0 billion from Treasury on June 30, 2009, which eliminated our net worth deficit as of March 31, 2009. The Director of FHFA submitted a request to Treasury on August 6, 2009 for an additional \$10.7 billion on our behalf to eliminate our net worth deficit as of June 30, 2009, and requested receipt of those funds on or prior to September 30, 2009. If we have a negative net worth as of the end of future fiscal quarters, we expect that FHFA will request additional funds from Treasury under the Stock Purchase Agreement. All funds drawn on the Commitment are added to the liquidation preference on the Senior Preferred Stock, which currently has a 10% annual dividend rate. Upon receipt of the additional \$10.7 billion in funds from Treasury that have been requested, the aggregate liquidation preference of the Senior Preferred Stock will total \$45.9 billion and the annualized dividend on the Senior Preferred Stock will be \$4.6 billion, based on the 10% dividend rate.

On September 19, 2008, we entered into a lending agreement with Treasury (the “Credit Facility”) under which we may request loans from Treasury until December 31, 2009. To borrow from Treasury under the Credit Facility, we must post collateral in the form of agency mortgage-backed securities to secure all such borrowings under the facility. Treasury is not obligated under the Credit Facility to make any loan to us. To date, we have not borrowed any funds under the Credit Facility.

The Stock Purchase Agreement, the Warrant, and the Credit Facility contain covenants that significantly restrict our business activities. These covenants, which are summarized in our 2008 Form 10-K, include a prohibition on the issuance of equity securities (except in limited instances), a prohibition on the payment of dividends or other distributions on our equity securities (other than the Senior Preferred Stock or the Warrant), a prohibition on our issuance of subordinated debt securities, and a limitation on the amount of debt securities we may have outstanding.

Certain rights provided to certificateholders under the trust documents may not be enforced against FHFA, or enforcement of such rights may be delayed, during the conservatorship or if we are placed into receivership. The trust documents provide that upon the occurrence of a guarantor event of default, which includes the appointment of a conservator or receiver, certificateholders have the right to replace Fannie Mae as trustee if the requisite percentage of certificateholders consent. The Regulatory Reform Act prevents certificateholders from enforcing their rights to replace Fannie Mae as trustee if the event of default arises solely because a conservator or receiver has been appointed.

We are continuing to operate as a going concern while in conservatorship and remain liable for all of our obligations, including our guaranty obligations, associated with mortgage-backed securities issued by us. The Stock Purchase Agreement and the Credit Facility are intended to enhance our ability to meet our obligations. However, certificateholders have certain limited rights to bring proceedings against Treasury if we fail to pay under our guaranty.

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of September 1, 2009. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Class 2008-17-UF RCR Certificate Class 2008-17-US REMIC Certificate

Group 1 and Group 2

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$166,753,517	6.00%	6.25% to 8.50%	224 to 360
Group 2 MBS	\$ 14,967,215	5.00%	5.25% to 7.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$166,753,517	360	250	92	6.581%
Group 2 MBS	\$ 14,967,215	360	280	71	5.500%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Trust MBS will differ from those shown above, perhaps significantly.

Group 3

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

Settlement Date

We expect to issue the certificates on September 30, 2009.

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.

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.

Book-Entry and Physical Certificates

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

<u>Fed Book-Entry</u>	<u>Physical</u>
All classes other than the R and RL Classes	R and RL Classes

Exchanging Certificates Through Combination and Recombination

If you own certificates of a class designated as “exchangeable” on the cover of this prospectus supplement, you will be able to exchange them for a proportionate interest in the related RCR certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates. You can exchange your certificates by notifying us and paying an exchange fee. We will deliver the RCR certificates upon such exchange.

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
FH	1.66900%	7.00000%	1.40%	LIBOR + 140 basis points
SH	31.98597%	33.59997%	0.00%	33.59997% – (5.99999475 × LIBOR)

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

Notional Class

The notional principal balance of the notional class will equal the percentage of the outstanding balance specified below immediately before the related distribution date:

<u>Class</u>
CI 30% of the CN Class

Distributions of Principal

For a description of the principal payment priorities, see “Description of the Certificates—Distributions of Principal” in this prospectus supplement.

Weighted Average Lives (years)*

Group 1 Classes		PSA Prepayment Assumption							
		0%	100%	300%	350%	575%	800%		
HJ		20.4	7.8	3.8	3.8	2.3	1.6		
HZ		29.6	19.2	13.1	19.9	15.9	11.5		
FH and SH		29.8	20.1	15.7	0.7	0.1	0.1		
HT		20.4	7.8	3.8	3.9	2.3	1.6		
		PSA Prepayment Assumption							
Group 2 Classes	0%	75%	105%	113%	175%	230%	250%	450%	600%
CN, CI, CA and CJ . . .	16.4	5.9	5.0	5.0	5.0	5.0	5.0	3.0	2.2
CB	25.9	16.3	16.3	16.3	16.3	16.3	16.3	10.3	7.6
Q	26.7	13.5	8.9	3.7	3.7	3.7	3.2	1.2	0.8
WE and WD	28.2	17.6	15.1	14.3	5.1	1.6	1.3	0.4	0.3
WB	29.7	22.3	21.7	21.4	18.5	9.1	4.0	1.1	0.7
		PSA Prepayment Assumption							
Group 3 Class	0%	100%	325%	650%	975%	1300%			
UA	14.4	6.9	3.1	2.3	1.4	0.9			

* Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

ADDITIONAL RISK FACTOR

Payments on the Group 3 Class also will be affected by the applicable payment priority governing the Group 3 Underlying REMIC and RCR Certificates. If you invest in the Group 3 Class, the rate at which you receive payments also will be affected by the applicable priority sequence governing principal payments (or notional balance reduction) on the Group 3 Underlying REMIC and RCR Certificates.

As described in the Underlying REMIC Disclosure Document, the Group 3 Underlying REMIC and RCR Certificates are governed by a principal balance schedule. As a result, the Group 3 Underlying REMIC and RCR Certificates may receive principal payments (or notional balance reduction) faster or slower than would otherwise have been the case. In some cases, they may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule on principal payments over

time may be eliminated. In such a case, the Group 3 Underlying REMIC and RCR Certificates will receive principal payments (or notional balance reduction) at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the Group 3 Underlying REMIC and RCR Certificates have adhered to the applicable principal balance schedule,
- any related support classes remain outstanding, or
- the Group 3 Underlying REMIC and RCR Certificates otherwise have performed as originally anticipated.

You may obtain additional information about the Group 3 Underlying REMIC and RCR Certificates by reviewing their current class factors in light of other information available in the Underlying REMIC Disclosure Document. You may obtain that document from us as described on page S-3.

DESCRIPTION OF THE CERTIFICATES

The material under this heading describes the principal 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”) pursuant to a trust agreement dated as of August 1, 2007 and a supplement thereto dated as of September 1, 2009 (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 August 1, 2007 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 assets of the Trust will include:

- two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS” and “Group 2 MBS” and together, the “Trust MBS”), and

- certain previously issued REMIC and RCR certificates (the “Group 3 Underlying REMIC and RCR Certificates”) issued from the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”) as further described in Exhibit A.

The Group 3 Underlying REMIC and RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the “MBS”).

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

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

The following chart contains information about the assets, the “regular interests” and the “residual interests” of each REMIC. The REMIC Certificates other than the R and RL Classes are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R and RL Classes are collectively referred to as the “Residual Classes” or “Residual Certificates.”

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	Trust MBS and Group 3 Underlying REMIC and RCR Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Group 3 Underlying REMIC and RCR Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Document. Our guaranties are not backed by the full faith and credit of the United States.

Characteristics of Certificates. Except as specified below, we will issue the Certificates 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.”

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual 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 a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

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

<u>Classes</u>	<u>Denominations</u>
Interest Only and Inverse Floating Rate Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years.

For additional information, see “Summary—Group 1 and Group 2—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

The Group 3 Underlying REMIC and RCR Certificates

The Group 3 Underlying REMIC and RCR Certificates represent beneficial ownership interests in the Underlying REMIC Trust. The assets of that trust consists of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

Distributions on the Group 3 Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 3 Underlying REMIC and RCR Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 3 Underlying REMIC and RCR Certificates.

For further information about the Group 3 Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 3 Underlying REMIC and RCR Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in that document may be limited.

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement on a 30/360 basis. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual Class) 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 Class, see “—*Accrual Class*” below.

Delay Classes and No-Delay Classes. The “delay” Classes and “no-delay” Classes are set forth in the following table:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
All Classes other than the R and RL Classes	—

See “Description of the Certificates—Distributions on Certificates—*Interest Distributions*” in the REMIC Prospectus.

Accrual Class. The HZ Class is an Accrual Class. Interest will accrue on the Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Class. Instead, interest accrued on the Accrual Class will be added as

principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Class as described under “—Distributions of Principal” below.

Distributions of Principal

On the Distribution Date in each month, we will make payments of principal on the Certificates as described below.

- *Group 1*

The HZ Accrual Amount to HJ until retired, and thereafter to HZ.

} Accretion
Directed
Class and
Accrual Class

The Group 1 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group I to its Targeted Balance.

} TAC Group

2. To FH and SH, pro rata, until retired.

} Support
Classes

3. To Aggregate Group I to zero.

} TAC Group

The “HZ Accrual Amount” is any interest then accrued and added to the principal balance of the HZ Class.

The “Group 1 Cash Flow Distribution Amount” is the principal then paid on the Group 1 MBS.

“Aggregate Group I” consists of the HJ and HZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to HJ and HZ, in that order, until retired.

Aggregate Group I has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group I.

- *Group 2*

The Group 2 Principal Distribution Amount as follows:

1. To Aggregate Group II to its Planned Balance.

} PAC Group
and Class

2. To Q to its Planned Balance.

3. To WE and WD, pro rata, until retired.

} Support
Classes

4. To WB until retired.

5. To Q until retired.

} PAC Class
and Group

6. To Aggregate Group II to zero.

The “Group 2 Principal Distribution Amount” is the principal then paid on the Group 2 MBS.

“Aggregate Group II” consists of the CN and CB Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to CN and CB, in that order, until retired.

Aggregate Group II has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group II.

- *Group 3*

The Group 3 Principal Distribution Amount to UA until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 3 Principal Distribution Amount” is the principal then paid on the Group 3 Underlying REMIC and RCR Certificates.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Group 3 Underlying REMIC and RCR Certificates, the priority sequence governing principal payments (or notional balance reductions) on the Group 3 Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1 and Group 2—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is September 30, 2009; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. The prepayment model used in this prospectus supplement is PSA. For a description of PSA, see “Yield, Maturity and Prepayment Considerations—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.

Principal Balance Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at the applicable “Structuring Speed” or at a *constant* rate within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group or a Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group or Class to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the applicable Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the applicable Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the related Aggregate Group.

<u>Groups and Class</u>	<u>Structuring Speed and Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Targeted Balances	300% PSA	N/A
Aggregate Group II Planned Balances	Between 105% and 250% PSA	Between 105% and 250% PSA
Q Class Planned Balances	Between 113% and 230% PSA	Between 113% and 230% PSA

The Aggregate Groups listed above consists of the following Classes:

Aggregate Group I	HJ and HZ
Aggregate Group II	CN and CB

See “—Decrement Tables” below for the percentages of original principal balances of the individual Classes included in each Aggregate Group that would be outstanding at various *constant* PSA rates, including the upper and lower bands of the applicable Structuring Ranges, based on the Pricing Assumptions.

We cannot assure you that the balance of an Aggregate Group or a Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of an Aggregate Group or a Class will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

If you are considering the purchase of a TAC or PAC Class, you should first take into account the considerations set forth below.

- We will distribute any excess of principal distributions over the amount necessary to reduce an Aggregate Group or a Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or a Class to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within a Structuring Range or an Effective Range, principal distributions may be insufficient to reduce the applicable Aggregate Group or Class to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- 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. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, an Aggregate Group or a Class might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Range. This is so particularly if the rate falls at the lower or higher end of that range.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Aggregate Group or Class that has scheduled balances will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group or Class receiving the benefit of that support, if still outstanding, may no longer have an Effective Range and will be much more sensitive to prepayments of the related Mortgage Loans.

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. **The tables below are provided for illustrative purposes only and are not intended as a forecast or prediction of the actual yields on the applicable Classes.** 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 Class. The yield on the Inverse Floating Rate Class will be sensitive 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.

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 following yield table has been prepared on the basis of the Pricing Assumptions and the assumptions that

- the interest rate for the Inverse Floating Rate Class for the initial Interest Accrual Period is the rate listed in the table under “Summary—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 price of that Class (expressed as a percentage of original principal balance) is as follows:

<u>Class</u>	<u>Price*</u>
SH	99.75%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>350%</u>	<u>575%</u>	<u>800%</u>
0.135%	34.4%	34.4%	34.4%	31.5%	17.5%	7.4%
0.269%	33.5%	33.5%	33.5%	30.7%	17.1%	7.4%
2.269%	20.6%	20.6%	20.6%	19.0%	11.6%	6.2%
4.269%	8.1%	8.1%	8.1%	7.8%	6.2%	5.1%
5.600%	0.0%	0.0%	0.0%	0.5%	2.7%	4.4%

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>
CI.....	506%

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 the original principal balance) is as follows:

<u>Class</u>	<u>Price*</u>
CI.....	13.0%

* 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 CI Class to Prepayments

	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>75%</u>	<u>105%</u>	<u>113%</u>	<u>175%</u>	<u>230%</u>	<u>250%</u>	<u>450%</u>	<u>600%</u>
Pre-Tax Yields to Maturity	29.5%	26.2%	22.0%	22.0%	22.0%	22.0%	22.0%	6.2%	(11.5)%

Weighted Average Lives of the Certificates

For a description of how the weighted average life of a Certificate is determined, see “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” 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 distributions,
- the priority sequences of distributions of principal of the Group 1, and Group 2 Classes, and
- in the case of the Group 3 Classes, the priority sequence affecting principal payments (or notional balance reductions) on the Group 3 Underlying REMIC and RCR Certificates.

See “—Distributions of Principal” above and “Description of the Certificates—Distributions of Principal” in the Underlying REMIC Disclosure Document.

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.

In the case of the information set forth for each Class under 0% PSA, however, we assumed that the 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 Backing 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	8.50%
Group 2 MBS	360 months	360 months	7.50%
Group 3 Underlying REMIC and RCR Certificates	360 months	341 months	8.50%

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates or remaining terms to maturity assumed, or that the 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	HJ Class						HZ Class						FH and SH Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	300%	350%	575%	800%	0%	100%	300%	350%	575%	800%	0%	100%	300%	350%	575%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	99	91	79	79	67	53	106	106	106	106	106	106	100	100	100	27	0	0
September 2011	98	83	62	62	43	27	113	113	113	113	113	113	100	100	100	0	0	0
September 2012	97	76	49	47	27	14	120	120	120	120	120	120	100	100	100	0	0	0
September 2013	96	69	38	36	17	7	127	127	127	127	127	127	100	100	100	0	0	0
September 2014	95	62	29	28	11	3	135	135	135	135	135	135	100	100	100	0	0	0
September 2015	94	56	22	21	7	2	143	143	143	143	143	143	100	100	100	0	0	0
September 2016	93	50	17	16	4	1	152	152	152	152	152	152	100	100	100	0	0	0
September 2017	91	44	12	12	3	*	161	161	161	161	161	161	100	100	100	0	0	0
September 2018	90	39	8	9	2	*	171	171	171	171	171	171	100	100	100	0	0	0
September 2019	88	34	6	7	1	*	182	182	182	182	182	182	100	100	100	0	0	0
September 2020	86	29	3	5	1	0	193	193	193	193	193	96	100	100	100	0	0	0
September 2021	84	25	1	4	*	0	205	205	205	205	205	46	100	100	100	0	0	0
September 2022	82	21	0	3	*	0	218	218	176	218	218	22	100	100	100	0	0	0
September 2023	80	17	0	2	*	0	231	231	0	231	231	10	100	100	75	0	0	0
September 2024	77	13	0	1	0	0	245	245	0	245	150	5	100	100	54	0	0	0
September 2025	74	10	0	1	0	0	261	261	0	261	84	2	100	100	38	0	0	0
September 2026	71	7	0	*	0	0	277	277	0	277	45	1	100	100	26	0	0	0
September 2027	68	3	0	*	0	0	294	294	0	294	22	*	100	100	16	0	0	0
September 2028	64	1	0	*	0	0	312	312	0	312	10	*	100	100	9	0	0	0
September 2029	60	0	0	0	0	0	331	0	0	128	3	*	100	52	3	0	0	0
September 2030	56	0	0	0	0	0	351	0	0	0	0	0	100	0	0	0	0	0
September 2031	51	0	0	0	0	0	373	0	0	0	0	0	100	0	0	0	0	0
September 2032	46	0	0	0	0	0	396	0	0	0	0	0	100	0	0	0	0	0
September 2033	41	0	0	0	0	0	421	0	0	0	0	0	100	0	0	0	0	0
September 2034	35	0	0	0	0	0	446	0	0	0	0	0	100	0	0	0	0	0
September 2035	28	0	0	0	0	0	474	0	0	0	0	0	100	0	0	0	0	0
September 2036	21	0	0	0	0	0	503	0	0	0	0	0	100	0	0	0	0	0
September 2037	13	0	0	0	0	0	534	0	0	0	0	0	100	0	0	0	0	0
September 2038	5	0	0	0	0	0	567	0	0	0	0	0	100	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.4	7.8	3.8	3.8	2.3	1.6	29.6	19.2	13.1	19.9	15.9	11.5	29.8	20.1	15.7	0.7	0.1	0.1

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Date	HT Class						CN, CI†, CA and CJ Classes											
	PSA Prepayment Assumption						PSA Prepayment Assumption											
	0%	100%	300%	350%	575%	800%	0%	75%	105%	113%	175%	230%	250%	450%	600%			
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100			
September 2010	99	91	79	79	67	53	99	90	88	88	88	88	88	88	83			
September 2011	98	83	63	62	43	27	97	81	76	76	76	76	76	65	47			
September 2012	97	76	49	48	27	14	96	72	65	65	65	65	65	43	25			
September 2013	96	69	38	36	17	7	94	63	55	55	55	55	55	27	12			
September 2014	95	62	29	28	11	3	92	55	45	45	45	45	45	16	3			
September 2015	94	56	22	21	7	2	90	47	36	36	36	36	36	8	0			
September 2016	93	50	17	16	4	1	88	39	28	28	28	28	28	2	0			
September 2017	91	44	12	12	3	*	85	32	21	21	21	21	21	0	0			
September 2018	90	39	8	9	2	*	83	25	15	15	15	15	15	0	0			
September 2019	88	34	6	7	1	*	80	18	10	10	10	10	10	0	0			
September 2020	86	29	3	5	1	*	77	12	6	6	6	6	6	0	0			
September 2021	84	25	2	4	*	*	74	6	2	2	2	2	2	0	0			
September 2022	82	21	*	3	*	*	71	0	0	0	0	0	0	0	0			
September 2023	80	17	0	2	*	*	67	0	0	0	0	0	0	0	0			
September 2024	77	13	0	1	*	*	63	0	0	0	0	0	0	0	0			
September 2025	74	10	0	1	*	*	59	0	0	0	0	0	0	0	0			
September 2026	71	7	0	1	*	*	54	0	0	0	0	0	0	0	0			
September 2027	68	4	0	*	*	*	50	0	0	0	0	0	0	0	0			
September 2028	64	1	0	*	*	*	44	0	0	0	0	0	0	0	0			
September 2029	60	0	0	*	*	*	38	0	0	0	0	0	0	0	0			
September 2030	56	0	0	0	0	0	32	0	0	0	0	0	0	0	0			
September 2031	51	0	0	0	0	0	26	0	0	0	0	0	0	0	0			
September 2032	46	0	0	0	0	0	19	0	0	0	0	0	0	0	0			
September 2033	41	0	0	0	0	0	11	0	0	0	0	0	0	0	0			
September 2034	35	0	0	0	0	0	3	0	0	0	0	0	0	0	0			
September 2035	28	0	0	0	0	0	0	0	0	0	0	0	0	0	0			
September 2036	21	0	0	0	0	0	0	0	0	0	0	0	0	0	0			
September 2037	13	0	0	0	0	0	0	0	0	0	0	0	0	0	0			
September 2038	5	0	0	0	0	0	0	0	0	0	0	0	0	0	0			
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0			
Weighted Average Life (years)**	20.4	7.8	3.8	3.9	2.3	1.6	16.4	5.9	5.0	5.0	5.0	5.0	5.0	3.0	2.2			
Date	CB Class								Q Class									
	PSA Prepayment Assumption								PSA Prepayment Assumption									
	0%	75%	105%	113%	175%	230%	250%	450%	600%	0%	75%	105%	113%	175%	230%	250%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	100	100	100	100	100	100	100	100	79	79	79	79	79	0
September 2011	100	100	100	100	100	100	100	100	100	100	100	100	62	62	62	62	0	0
September 2012	100	100	100	100	100	100	100	100	100	100	100	100	49	49	49	49	0	0
September 2013	100	100	100	100	100	100	100	100	100	100	100	100	38	38	38	38	0	0
September 2014	100	100	100	100	100	100	100	100	100	100	100	100	29	29	29	29	0	0
September 2015	100	100	100	100	100	100	100	100	78	100	100	100	23	23	23	11	0	0
September 2016	100	100	100	100	100	100	100	100	48	100	100	100	19	19	19	*	0	0
September 2017	100	100	100	100	100	100	100	85	30	100	100	84	12	12	12	*	0	0
September 2018	100	100	100	100	100	100	100	59	18	100	100	48	3	3	3	*	0	0
September 2019	100	100	100	100	100	100	100	41	11	100	100	0	0	0	0	*	0	0
September 2020	100	100	100	100	100	100	100	29	7	100	100	0	0	0	0	*	0	0
September 2021	100	100	100	100	100	100	100	20	4	100	100	0	0	0	0	*	0	0
September 2022	100	97	97	97	97	97	97	13	2	100	99	0	0	0	0	*	0	0
September 2023	100	76	76	76	76	76	76	9	1	100	0	0	0	0	0	*	0	0
September 2024	100	59	59	59	59	59	59	6	1	100	0	0	0	0	0	*	0	0
September 2025	100	46	46	46	46	46	46	4	*	100	0	0	0	0	0	*	0	0
September 2026	100	34	34	34	34	34	34	3	*	100	0	0	0	0	0	*	0	0
September 2027	100	25	25	25	25	25	25	2	*	100	0	0	0	0	0	*	0	0
September 2028	100	18	18	18	18	18	18	1	*	100	0	0	0	0	0	*	0	0
September 2029	100	12	12	12	12	12	12	1	*	100	0	0	0	0	0	*	0	0
September 2030	100	7	7	7	7	7	7	*	*	100	0	0	0	0	0	*	0	0
September 2031	100	4	4	4	4	4	4	*	*	100	0	0	0	0	0	*	0	0
September 2032	100	1	1	1	1	1	1	*	*	100	0	0	0	0	0	*	0	0
September 2033	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2034	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2035	43	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.9	16.3	16.3	16.3	16.3	16.3	16.3	10.3	7.6	26.7	13.5	8.9	3.7	3.7	3.7	3.2	1.2	0.8

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Date	WE and WD Classes									WB Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	75%	105%	113%	175%	230%	250%	450%	600%	0%	75%	105%	113%	175%	230%	250%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2010	100	100	100	100	80	62	55	0	0	100	100	100	100	100	100	100	68	0
September 2011	100	100	100	100	64	33	22	0	0	100	100	100	100	100	100	100	0	0
September 2012	100	100	100	100	52	12	0	0	0	100	100	100	100	100	100	96	0	0
September 2013	100	100	100	100	43	0	0	0	0	100	100	100	100	100	94	43	0	0
September 2014	100	100	100	100	37	0	0	0	0	100	100	100	100	100	63	11	0	0
September 2015	100	100	100	100	33	0	0	0	0	100	100	100	100	100	47	0	0	0
September 2016	100	100	100	100	31	0	0	0	0	100	100	100	100	100	42	0	0	0
September 2017	100	100	100	99	29	0	0	0	0	100	100	100	100	100	42	0	0	0
September 2018	100	100	100	95	27	0	0	0	0	100	100	100	100	100	42	0	0	0
September 2019	100	100	99	89	23	0	0	0	0	100	100	100	100	100	40	0	0	0
September 2020	100	100	91	81	18	0	0	0	0	100	100	100	100	100	35	0	0	0
September 2021	100	100	82	73	13	0	0	0	0	100	100	100	100	100	31	0	0	0
September 2022	100	100	73	63	9	0	0	0	0	100	100	100	100	100	27	0	0	0
September 2023	100	100	62	54	4	0	0	0	0	100	100	100	100	100	23	0	0	0
September 2024	100	87	52	44	0	0	0	0	0	100	100	100	100	96	19	0	0	0
September 2025	100	73	41	34	0	0	0	0	0	100	100	100	100	81	16	0	0	0
September 2026	100	59	30	24	0	0	0	0	0	100	100	100	100	67	13	0	0	0
September 2027	100	45	20	15	0	0	0	0	0	100	100	100	100	54	10	0	0	0
September 2028	100	30	10	6	0	0	0	0	0	100	100	100	100	41	8	0	0	0
September 2029	100	16	*	0	0	0	0	0	0	100	100	100	89	30	5	0	0	0
September 2030	100	2	0	0	0	0	0	0	0	100	100	69	61	20	3	0	0	0
September 2031	100	0	0	0	0	0	0	0	0	100	61	38	34	11	2	0	0	0
September 2032	100	0	0	0	0	0	0	0	0	100	15	9	8	3	*	0	0	0
September 2033	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2034	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2035	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2036	95	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2037	56	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2038	15	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	28.2	17.6	15.1	14.3	5.1	1.6	1.3	0.4	0.3	29.7	22.3	21.7	21.4	18.5	9.1	4.0	1.1	0.7

Date	UA Class					
	PSA Prepayment Assumption					
	0%	100%	325%	650%	975%	1300%
Initial Percent	100	100	100	100	100	100
September 2010	98	92	78	71	51	31
September 2011	96	83	59	43	21	7
September 2012	94	75	43	26	8	1
September 2013	92	68	30	15	3	*
September 2014	90	60	19	9	1	0
September 2015	87	53	12	5	*	0
September 2016	85	46	8	3	*	0
September 2017	82	40	5	2	0	0
September 2018	78	34	4	1	0	0
September 2019	75	28	2	*	0	0
September 2020	71	22	1	*	0	0
September 2021	67	16	1	0	0	0
September 2022	63	11	*	0	0	0
September 2023	59	5	*	0	0	0
September 2024	54	*	*	0	0	0
September 2025	48	0	0	0	0	0
September 2026	42	0	0	0	0	0
September 2027	36	0	0	0	0	0
September 2028	29	0	0	0	0	0
September 2029	22	0	0	0	0	0
September 2030	14	0	0	0	0	0
September 2031	6	0	0	0	0	0
September 2032	0	0	0	0	0	0
September 2033	0	0	0	0	0	0
September 2034	0	0	0	0	0	0
September 2035	0	0	0	0	0	0
September 2036	0	0	0	0	0	0
September 2037	0	0	0	0	0	0
September 2038	0	0	0	0	0	0
September 2039	0	0	0	0	0	0
Weighted Average						
Life (years)**	14.4	6.9	3.1	2.3	1.4	0.9

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—Special Characteristics of the Residual Certificates” and “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

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. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—Special Characteristics of the Residual Certificates” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

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 “Material 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 “Material 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 make a REMIC election with respect to each REMIC set forth in the table under “Description of the Certificates—General—*Structure*.” The Regular Classes will be designated as “regular interests” and the Residual Classes will be designated as the “residual interests” in the REMICs as set forth in that table. Thus, 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 Residual Classes, as “qualified mortgages” for other REMICs. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Class and the Accrual Class will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material 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 “Material 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	350% PSA
2	175% PSA
3	650% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment 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 “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

The Holder of a Residual Certificate will be considered to be the holder of the “residual interest” in the related REMIC. Such Holder generally will be required to report its daily portion of the taxable income or net loss of the REMIC to which that Certificate relates. In certain periods, a Holder of a Residual Certificate may be required to recognize taxable income without being entitled to receive a corresponding amount of cash. Pursuant to the Trust Agreement, we will be obligated to provide to the Holder of a Residual Certificate (i) information necessary to enable it to prepare its federal income tax returns and (ii) any reports regarding the Residual Class that may be required under the Code. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

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 Regular Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in two or more underlying Regular Certificates. All of the RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Amherst Securities Group, L.P. (the “Dealer”) in exchange for the Trust MBS and the Group 3 Underlying REMIC and RCR Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. K&L Gates LLP will provide legal representation for the Dealer.

Group 3 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Balance of Class	September 2009 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2008-017	UF	February 2008	31396YSC7	(2)	FLT	March 2038	PAC/AD	\$225,000,000	0.81404694	\$25,821,568.94	6.612%	336	22
2008-017	US	February 2008	31396YQS4	(2)	INV/IO	March 2038	NTL	225,000,000	0.81404694	25,821,568.94	6.612	336	22

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

(2) These Classes bear interest as further described in the Underlying REMIC Disclosure Document.

Note: For any pool of Mortgage Loans backing an underlying REMIC or RCR certificate, if a preliminary calculation indicated that the sum of the WAM and WALA for that pool exceeded the longest original term to maturity of any Mortgage Loan in the pool, the WALA used in determining the information shown in the related table was reduced as necessary to insure that the sum of the WAM and WALA does not exceed such original term to maturity.

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
HJ	\$160,000,000	HT(3)	\$160,083,376	TAC	6.0%	FIX	31398FPE5	October 2039
HZ	83,376							
Recombination 2								
CN	10,000,000	CA	10,000,000	PAC	5.0	FIX	31398FPF2	July 2038
CI	3,000,000(4)							
Recombination 3								
CN	10,000,000	CJ	10,000,000	PAC	4.5	FIX	31398FPG0	July 2038
CI	2,000,000(4)							

(1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, 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.

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

(3) Principal payments on the REMIC Certificates in Recombination 1 from the HZ Accrual Amount will be paid as interest on the related RCR Certificates, and thus will not reduce the principal balances on those RCR Certificates.

(4) Notional balance. This Class is an interest only Class. See page S-7 for a description of how its notional balance is calculated.

Principal Balance Schedules

Aggregate Group I 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	\$160,083,376.00	February 2014. . . .	\$ 54,759,577.52	July 2018	\$ 14,460,987.76
October 2009.	157,040,802.23	March 2014	53,580,971.99	August 2018	14,019,259.49
November 2009. . . .	154,051,516.82	April 2014	52,423,580.39	September 2018 . . .	13,585,823.57
December 2009	151,114,608.50	May 2014	51,287,034.05	October 2018.	13,160,532.43
January 2010	148,229,181.34	June 2014.	50,170,970.58	November 2018	12,743,241.10
February 2010.	145,394,354.53	July 2014	49,075,033.74	December 2018	12,333,807.10
March 2010	142,609,262.10	August 2014	47,998,873.39	January 2019	11,932,090.39
April 2010	139,873,052.67	September 2014 . . .	46,942,145.33	February 2019.	11,537,953.38
May 2010	137,184,889.23	October 2014.	45,904,511.23	March 2019	11,151,260.83
June 2010.	134,543,948.87	November 2014	44,885,638.52	April 2019	10,771,879.87
July 2010	131,949,422.58	December 2014	43,885,200.30	May 2019	10,399,679.89
August 2010	129,400,514.99	January 2015	42,902,875.26	June 2019.	10,034,532.57
September 2010 . . .	126,896,444.14	February 2015.	41,938,347.54	July 2019	9,676,311.80
October 2010.	124,436,441.29	March 2015	40,991,306.69	August 2019	9,324,893.65
November 2010. . . .	122,019,750.66	April 2015	40,061,447.54	September 2019 . . .	8,980,156.35
December 2010	119,645,629.23	May 2015	39,148,470.14	October 2019.	8,641,980.22
January 2011	117,313,346.53	June 2015.	38,252,079.66	November 2019	8,310,247.66
February 2011.	115,022,184.42	July 2015	37,371,986.28	December 2019	7,984,843.12
March 2011	112,771,436.89	August 2015	36,507,905.16	January 2020	7,665,653.04
April 2011	110,560,409.88	September 2015 . . .	35,659,556.31	February 2020.	7,352,565.85
May 2011	108,388,421.02	October 2015.	34,826,664.52	March 2020	7,045,471.88
June 2011.	106,254,799.49	November 2015	34,008,959.29	April 2020	6,744,263.41
July 2011	104,158,885.82	December 2015	33,206,174.74	May 2020	6,448,834.55
August 2011	102,100,031.67	January 2016	32,418,049.54	June 2020.	6,159,081.27
September 2011 . . .	100,077,599.68	February 2016.	31,644,326.83	July 2020	5,874,901.35
October 2011.	98,090,963.25	March 2016	30,884,754.13	August 2020	5,596,194.33
November 2011. . . .	96,139,506.38	April 2016	30,139,083.29	September 2020 . . .	5,322,861.52
December 2011	94,222,623.52	May 2016	29,407,070.41	October 2020.	5,054,805.94
January 2012	92,339,719.32	June 2016.	28,688,475.76	November 2020	4,791,932.28
February 2012.	90,490,208.55	July 2016	27,983,063.72	December 2020	4,534,146.91
March 2012	88,673,515.87	August 2016	27,290,602.71	January 2021	4,281,357.82
April 2012	86,889,075.66	September 2016 . . .	26,610,865.09	February 2021.	4,033,474.62
May 2012	85,136,331.91	October 2016.	25,943,627.15	March 2021	3,790,408.47
June 2012.	83,414,738.00	November 2016	25,288,669.01	April 2021	3,552,072.09
July 2012	81,723,756.60	December 2016	24,645,774.56	May 2021	3,318,379.74
August 2012	80,062,859.46	January 2017	24,014,731.37	June 2021.	3,089,247.14
September 2012 . . .	78,431,527.29	February 2017.	23,395,330.70	July 2021	2,864,591.52
October 2012.	76,829,249.59	March 2017	22,787,367.36	August 2021	2,644,331.54
November 2012. . . .	75,255,524.54	April 2017	22,190,639.68	September 2021 . . .	2,428,387.26
December 2012	73,709,858.80	May 2017	21,604,949.48	October 2021.	2,216,680.17
January 2013	72,191,767.43	June 2017.	21,030,101.96	November 2021	2,009,133.12
February 2013.	70,700,773.68	July 2017	20,465,905.67	December 2021	1,805,670.30
March 2013	69,236,408.91	August 2017	19,912,172.45	January 2022	1,606,217.25
April 2013	67,798,212.43	September 2017 . . .	19,368,717.39	February 2022.	1,410,700.78
May 2013	66,385,731.38	October 2017.	18,835,358.73	March 2022	1,219,049.02
June 2013.	64,998,520.56	November 2017	18,311,917.86	April 2022	1,031,191.33
July 2013	63,636,142.35	December 2017	17,798,219.24	May 2022	847,058.32
August 2013	62,298,166.57	January 2018	17,294,090.35	June 2022.	666,581.82
September 2013 . . .	60,984,170.32	February 2018.	16,799,361.62	July 2022	489,694.84
October 2013.	59,693,737.92	March 2018	16,313,866.43	August 2022	316,331.60
November 2013. . . .	58,426,460.72	April 2018	15,837,441.00	September 2022 . . .	146,427.43
December 2013	57,181,937.04	May 2018	15,369,924.41	October 2022 and thereafter	0.00
January 2014	55,959,772.02	June 2018.	14,911,158.47		

Aggregate Group II 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	\$11,119,323.00	September 2014	\$ 5,648,830.46	September 2019	\$ 2,117,498.06
October 2009	11,012,119.26	October 2014	5,572,516.54	October 2019	2,080,136.04
November 2009	10,905,517.59	November 2014	5,496,636.52	November 2019	2,043,355.88
December 2009	10,799,514.70	December 2014	5,421,188.05	December 2019	2,007,149.06
January 2010	10,694,107.35	January 2015	5,346,168.76	January 2020	1,971,507.16
February 2010	10,589,292.29	February 2015	5,271,576.31	February 2020	1,936,421.89
March 2010	10,485,066.30	March 2015	5,197,408.39	March 2020	1,901,885.07
April 2010	10,381,426.18	April 2015	5,123,662.68	April 2020	1,867,888.64
May 2010	10,278,368.73	May 2015	5,050,336.88	May 2020	1,834,424.65
June 2010	10,175,890.80	June 2015	4,977,428.69	June 2020	1,801,485.27
July 2010	10,073,989.22	July 2015	4,904,935.84	July 2020	1,769,062.77
August 2010	9,972,660.86	August 2015	4,832,856.08	August 2020	1,737,149.56
September 2010	9,871,902.60	September 2015	4,761,187.13	September 2020	1,705,738.11
October 2010	9,771,711.34	October 2015	4,689,926.78	October 2020	1,674,821.04
November 2010	9,672,083.99	November 2015	4,619,072.78	November 2020	1,644,391.05
December 2010	9,573,017.50	December 2015	4,548,622.93	December 2020	1,614,440.96
January 2011	9,474,508.79	January 2016	4,478,575.01	January 2021	1,584,963.68
February 2011	9,376,554.85	February 2016	4,408,926.85	February 2021	1,555,952.22
March 2011	9,279,152.64	March 2016	4,339,676.25	March 2021	1,527,399.70
April 2011	9,182,299.17	April 2016	4,270,821.05	April 2021	1,499,299.34
May 2011	9,085,991.46	May 2016	4,202,359.10	May 2021	1,471,644.43
June 2011	8,990,226.52	June 2016	4,134,288.25	June 2021	1,444,428.40
July 2011	8,895,001.41	July 2016	4,066,606.37	July 2021	1,417,644.73
August 2011	8,800,313.19	August 2016	3,999,419.19	August 2021	1,391,287.02
September 2011	8,706,158.94	September 2016	3,933,247.28	September 2021	1,365,348.96
October 2011	8,612,535.75	October 2016	3,868,076.00	October 2021	1,339,824.31
November 2011	8,519,440.73	November 2016	3,803,890.90	November 2021	1,314,706.94
December 2011	8,426,871.01	December 2016	3,740,677.74	December 2021	1,289,990.80
January 2012	8,334,823.72	January 2017	3,678,422.46	January 2022	1,265,669.93
February 2012	8,243,296.02	February 2017	3,617,111.23	February 2022	1,241,738.44
March 2012	8,152,285.09	March 2017	3,556,730.40	March 2022	1,218,190.56
April 2012	8,061,788.11	April 2017	3,497,266.50	April 2022	1,195,020.55
May 2012	7,971,802.28	May 2017	3,438,706.26	May 2022	1,172,222.80
June 2012	7,882,324.82	June 2017	3,381,036.61	June 2022	1,149,791.76
July 2012	7,793,352.96	July 2017	3,324,244.65	July 2022	1,127,721.96
August 2012	7,704,883.96	August 2017	3,268,317.65	August 2022	1,106,008.00
September 2012	7,616,915.06	September 2017	3,213,243.08	September 2022	1,084,644.58
October 2012	7,529,443.55	October 2017	3,159,008.58	October 2022	1,063,626.45
November 2012	7,442,466.73	November 2017	3,105,601.96	November 2022	1,042,948.46
December 2012	7,355,981.88	December 2017	3,053,011.21	December 2022	1,022,605.51
January 2013	7,269,986.35	January 2018	3,001,224.49	January 2023	1,002,592.60
February 2013	7,184,477.46	February 2018	2,950,230.10	February 2023	982,904.77
March 2013	7,099,452.57	March 2018	2,900,016.56	March 2023	963,537.16
April 2013	7,014,909.03	April 2018	2,850,572.49	April 2023	944,484.97
May 2013	6,930,844.22	May 2018	2,801,886.71	May 2023	925,743.45
June 2013	6,847,255.55	June 2018	2,753,948.19	June 2023	907,307.95
July 2013	6,764,140.41	July 2018	2,706,746.05	July 2023	889,173.87
August 2013	6,681,496.23	August 2018	2,660,269.57	August 2023	871,336.68
September 2013	6,599,320.44	September 2018	2,614,508.17	September 2023	853,791.90
October 2013	6,517,610.48	October 2018	2,569,451.44	October 2023	836,535.15
November 2013	6,436,363.83	November 2018	2,525,089.10	November 2023	819,562.07
December 2013	6,355,577.96	December 2018	2,481,411.02	December 2023	802,868.39
January 2014	6,275,250.36	January 2019	2,438,407.22	January 2024	786,449.91
February 2014	6,195,378.53	February 2019	2,396,067.84	February 2024	770,302.45
March 2014	6,115,959.99	March 2019	2,354,383.19	March 2024	754,421.94
April 2014	6,036,992.27	April 2019	2,313,343.69	April 2024	738,804.33
May 2014	5,958,472.91	May 2019	2,272,939.92	May 2024	723,445.65
June 2014	5,880,399.47	June 2019	2,233,162.58	June 2024	708,341.98
July 2014	5,802,769.53	July 2019	2,194,002.49	July 2024	693,489.45
August 2014	5,725,580.66	August 2019	2,155,450.62	August 2024	678,884.27

Aggregate Group II (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>
September 2024	\$ 664,522.67	July 2027	\$ 297,649.25	May 2030	\$ 98,136.75
October 2024	650,400.96	August 2027	289,825.06	June 2030	94,000.62
November 2024	636,515.50	September 2027	282,140.23	July 2030	89,945.27
December 2024	622,862.70	October 2027	274,592.59	August 2030	85,969.40
January 2025	609,439.01	November 2027	267,179.99	September 2030	82,071.71
February 2025	596,240.94	December 2027	259,900.31	October 2030	78,250.94
March 2025	583,265.07	January 2028	252,751.47	November 2030	74,505.82
April 2025	570,508.00	February 2028	245,731.42	December 2030	70,835.12
May 2025	557,966.39	March 2028	238,838.13	January 2031	67,237.64
June 2025	545,636.96	April 2028	232,069.60	February 2031	63,712.16
July 2025	533,516.46	May 2028	225,423.88	March 2031	60,257.51
August 2025	521,601.70	June 2028	218,899.03	April 2031	56,872.54
September 2025	509,889.52	July 2028	212,493.13	May 2031	53,556.08
October 2025	498,376.83	August 2028	206,204.32	June 2031	50,307.03
November 2025	487,060.57	September 2028	200,030.74	July 2031	47,124.26
December 2025	475,937.72	October 2028	193,970.57	August 2031	44,006.69
January 2026	465,005.31	November 2028	188,022.01	September 2031	40,953.23
February 2026	454,260.42	December 2028	182,183.28	October 2031	37,962.83
March 2026	443,700.16	January 2029	176,452.66	November 2031	35,034.44
April 2026	433,321.70	February 2029	170,828.41	December 2031	32,167.04
May 2026	423,122.22	March 2029	165,308.85	January 2032	29,359.60
June 2026	413,098.98	April 2029	159,892.30	February 2032	26,611.14
July 2026	403,249.25	May 2029	154,577.14	March 2032	23,920.67
August 2026	393,570.36	June 2029	149,361.73	April 2032	21,287.22
September 2026	384,059.66	July 2029	144,244.48	May 2032	18,709.84
October 2026	374,714.54	August 2029	139,223.82	June 2032	16,187.59
November 2026	365,532.46	September 2029	134,298.22	July 2032	13,719.54
December 2026	356,510.88	October 2029	129,466.13	August 2032	11,304.79
January 2027	347,647.31	November 2029	124,726.06	September 2032	8,942.44
February 2027	338,939.29	December 2029	120,076.53	October 2032	6,631.60
March 2027	330,384.42	January 2030	115,516.09	November 2032	4,371.42
April 2027	321,980.31	February 2030	111,043.29	December 2032	2,161.02
May 2027	313,724.62	March 2030	106,656.73	January 2033 and thereafter	0.00
June 2027	305,615.02	April 2030	102,355.01		

Q 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	\$340,504.00	June 2011	\$225,634.26	March 2013	\$145,476.55
October 2009	334,145.40	July 2011	221,082.40	April 2013	142,417.31
November 2009	327,880.73	August 2011	216,608.34	May 2013	139,422.15
December 2009	321,709.17	September 2011	212,211.37	June 2013	136,490.45
January 2010	315,629.89	October 2011	207,890.80	July 2013	133,621.64
February 2010	309,642.07	November 2011	203,645.93	August 2013	130,815.10
March 2010	303,744.91	December 2011	199,476.06	September 2013	128,070.26
April 2010	297,937.60	January 2012	195,380.53	October 2013	125,386.55
May 2010	292,219.35	February 2012	191,358.64	November 2013	122,763.38
June 2010	286,589.36	March 2012	187,409.73	December 2013	120,200.17
July 2010	281,046.85	April 2012	183,533.12	January 2014	117,696.36
August 2010	275,591.04	May 2012	179,728.16	February 2014	115,251.39
September 2010	270,221.16	June 2012	175,994.18	March 2014	112,864.69
October 2010	264,936.45	July 2012	172,330.53	April 2014	110,535.72
November 2010	259,736.13	August 2012	168,736.56	May 2014	108,263.93
December 2010	254,619.44	September 2012	165,211.64	June 2014	106,048.76
January 2011	249,585.66	October 2012	161,755.13	July 2014	103,889.67
February 2011	244,634.02	November 2012	158,366.37	August 2014	101,786.13
March 2011	239,763.79	December 2012	155,044.76	September 2014	99,737.60
April 2011	234,974.24	January 2013	151,789.67	October 2014	97,743.56
May 2011	230,264.63	February 2013	148,600.47	November 2014	95,803.48

Q 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>
December 2014	\$ 93,916.83	June 2016	\$ 68,524.89	December 2017	\$ 33,690.67
January 2015	92,083.11	July 2016	67,559.81	January 2018	31,279.46
February 2015	90,301.80	August 2016	66,530.71	February 2018	28,836.10
March 2015	88,572.38	September 2016	64,914.48	March 2018	26,362.00
April 2015	86,894.36	October 2016	63,182.44	April 2018	23,858.60
May 2015	85,267.22	November 2016	61,392.30	May 2018	21,327.24
June 2015	83,690.49	December 2016	59,546.05	June 2018	18,769.27
July 2015	82,163.66	January 2017	57,645.68	July 2018	16,186.00
August 2015	80,686.23	February 2017	55,693.10	August 2018	13,578.71
September 2015	79,257.75	March 2017	53,690.20	September 2018	10,948.65
October 2015	77,877.70	April 2017	51,638.82	October 2018	8,297.02
November 2015	76,545.63	May 2017	49,540.77	November 2018	5,625.03
December 2015	75,261.04	June 2017	47,397.80	December 2018	2,933.84
January 2016	74,023.49	July 2017	45,211.64	January 2019	224.57
February 2016	72,832.49	August 2017	42,983.98	February 2019 and thereafter	0.00
March 2016	71,687.59	September 2017	40,716.45		
April 2016	70,588.33	October 2017	38,410.69		
May 2016	69,534.25	November 2017	36,068.25		

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.

\$207,542,300



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2009-79

PROSPECTUS SUPPLEMENT

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September 22, 2009