Prospectus Supplement
(To REMIC Prospectus dated August 1, 2007)

$858,240,383

FannieMae®

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-10

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 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,
- Fannie Mae Stripped MBS, and
- underlying REMIC certificates backed by Fannie Mae MBS.

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

Carefully consider the risk factors on page S-12 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.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
FA	1	$ 97,500,000	PT	(2)	FLT	31398GW54	February 2040
SA	1	97,500,000(3)	NTL	(2)	INV/IO	31398GW62	February 2040
FG(4)	1	50,000,000	PT	(2)	FLT	31398G2P3	February 2040
SG(4)	1	50,000,000(3)	NTL	(2)	INV/IO	31398G2Q1	February 2040
NG(4)	1	82,387,000	PAC/AD	2.5%	FIX	31398GW96	January 2039
NI(4)	1	41,193,500(3)	NTL	5.0	FIX/IO	31398GX20	January 2039
NT	1	8,661,000	PAC/AD	5.0	FIX	31398GX38	February 2040
KG(4)	1	26,451,000	PAC/AD	2.5	FIX	31398GX46	February 2040
KI(4)	1	13,225,500(3)	NTL	5.0	FIX/IO	31398GX53	February 2040
KZ	1	1,000	PAC/AD	5.0	FIX/Z	31398GX61	February 2040
NZ	1	30,000,000	SUP	5.0	FIX/Z	31398GX79	February 2040
FC	2	75,000,000	PT	(2)	FLT	31398GX87	February 2040
SC	2	75,000,000(3)	NTL	(2)	INV/IO	31398GX95	February 2040
BL	3	50,000,000	SEQ/AD	4.5	FIX	31398GY29	September 2035
BI	3	5,000,000(3)	NTL	5.0	FIX/IO	31398GY37	September 2035
BZ	3	4,878,000	SEQ	5.0	FIX/Z	31398GY45	February 2040
AB(4)	4	71,310,000	SEQ	3.5	FIX	31398GY52	January 2036
AI(4)	4	15,846,666(3)	NTL	4.5	FIX/IO	31398GY60	January 2036
VA(4)	4	11,196,000	SEQ/AD	4.5	FIX	31398GY78	March 2021
ZA(4)	4	17,494,000	SEQ	4.5	FIX/Z	31398GY86	February 2040
FB	5	50,469,774	PT	(2)	FLT	31398GY94	February 2040
SB	5	50,469,774(3)	NTL	(2)	INV/IO	31398GZ28	February 2040
YF	6	1,896,334	SC/PT	(2)	FLT	31398GZ36	February 2035
MA	7	26,996,275	SEQ/AD	4.5	FIX	31398GZ44	April 2034
ZM	7	4,000,000	SEQ	4.5	FIX/Z	31398GZ51	February 2040
BC(4)	8	194,207,000	SEQ	3.0	FIX	31398GZ69	July 2027
IB(4).	8	64,735,666(3)	NTL	4.5	FIX/IO	31398GZ77	July 2027
BY	8	55,793,000	SEQ	4.5	FIX	31398GZ85	February 2030
R		0	NPR	0	NPR	31398GZ93	February 2040
RL		0	NPR	0	NPR	31398G2A6	February 2040

(1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
(2) Based on LIBOR.
(3) Notional balances. These classes are interest only classes. See page S-10 for a description of how their notional balances are calculated.
(4) Exchangeable classes.

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 NB, NC, ND, NE, NA, KB, KC, KD, KE, KA, FD, SD, FE, SE, AC, AD, AY, BD, BE, BH and BA 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 January 29, 2010.

BofA Merrill Lynch

January 25, 2010

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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 any Group 2 or Group 5 Class or the R or RL Class, our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated
  - January 1, 2009, for all SMBS issued on or after January 1, 2009,
  - December 1, 2007, for all SMBS issued on or after December 1, 2007 and prior to January 1, 2009, or
  - May 1, 2002, for all other SMBS

  (as applicable, the "SMBS Prospectus");
- if you are purchasing the Group 6 Class or the R or RL Class, the disclosure document relating to the underlying REMIC 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, the SMBS 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, the SMBS Prospectus and the Underlying REMIC Disclosure Document 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).

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. On December 24, 2009, the Stock Purchase Agreement was amended (the "December 2009 Amendment") to increase the Commitment from $200 billion to the greater of (i) $200 billion or (ii) $200 billion plus the cumulative amount of our net worth deficit (the amount by which our total liabilities exceed our total assets) as of the end of any and each calendar quarter in 2010, 2011 and 2012, less any positive net worth as of December 31, 2012. 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. The December 2009 Amendment changed the date on which we are scheduled to begin paying a periodic commitment fee from March 31, 2010 to March 31, 2011. The amount of the commitment fee will be determined by the mutual agreement of Treasury and Fannie Mae on or before December 31, 2010, and will be reset every five years. 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 reports on Form 10-Q for the quarters ended March 31, 2009, June 30, 2009, September 30, 2009, and our current report on Form 8-K, filed with the SEC on December 30, 2009, respectively, 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. Through September 30, 2009, we had received a total of $44.9 billion from Treasury under the Commitment. On November 4, 2009, the Acting Director of FHFA submitted a request to Treasury on our behalf for an additional $15.0 billion to eliminate our net worth deficit as of September 30, 2009, and requested receipt of those funds on or before December 31, 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 $15.0 billion in funds from Treasury that have been requested, the aggregate liquidation preference of the Senior Preferred Stock, including the initial liquidation preference of $1.0 billion, will be $60.9 billion, and the annualized dividend on the Senior Preferred Stock, based on the 10% dividend rate, will be $6.1 billion. If we do not pay the dividend quarterly and in cash, the dividend rate would increase to 12% annually, and the unpaid dividend would accrue and be added to the liquidation preference of the Senior Preferred Stock.

On September 19, 2008, we entered into a lending agreement with Treasury (the "Credit Facility") under which we were permitted to request loans from Treasury until December 31, 2009. The Credit Facility terminated on December 31, 2009, in accordance with its terms. We did not borrow 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 and our quarterly report on Form 10-Q for the quarter ended March 31, 2009, include prohibitions on the following activities unless we have prior written consent from Treasury: the issuance of equity securities (except in limited instances), the payment of dividends or other distributions on our equity securities (other than the Senior Preferred Stock or the Warrant), and the issuance of subordinated debt securities. The covenants also limit the amount of debt securities that 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. Unless otherwise specified, statistical information in this summary is provided as of January 1, 2010. 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

Group	Assets
1	Group 1 MBS*
2	Group 2 SMBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 SMBS
6	Class 2005-45-YF REMIC Certificate Class 2005-45-YT REMIC Certificate
7	Group 7 MBS
8	Group 8 MBS

* Includes the Subgroup 1a MBS and the Subgroup 1b MBS.

Group 1, Group 3, Group 4, Group 7 and Group 8

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 1 MBS				
Subgroup 1a MBS	$195,000,000	6.00%	6.25% to 8.50%	241 to 360
Subgroup 1b MBS	$100,000,000	6.00%	6.25% to 8.50%	241 to 360
Group 3 MBS	$ 54,878,000	5.00%	5.25% to 7.50%	241 to 360
Group 4 MBS	$100,000,000	4.50%	4.75% to 7.00%	241 to 360
Group 7 MBS	$ 30,996,275	4.50%	4.75% to 7.00%	241 to 360
Group 8 MBS	$250,000,000	4.50%	4.75% to 7.00%	181 to 240

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS					
Subgroup 1a MBS	$195,000,000	360	340	16	6.510%
Subgroup 1b MBS	100,000,000	360	332	25	6.650%
Group 3 MBS	54,878,000	360	303	51	5.640%
Group 4 MBS	100,000,000	360	358	1	4.900%
Group 7 MBS	30,996,275	360	314	38	5.997%
Group 8 MBS	250,000,000	240	238	2	4.900%

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

Group 2 and Group 5

Characteristics of the SMBS

	Approximate Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 2 SMBS	$75,000,000.10*	—	6.25% to 8.50%	241 to 360
	87,500,000.29†	6.0%		
Group 5 SMBS	50,469,774.42*	—	4.75% to 7.00%	241 to 360
	67,293,032.56†	4.5%		

* Principal balances. These are principal only SMBS certificates.
† Notional principal balances. These are interest only SMBS certificates.

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 2 SMBS	$75,000,000.10(1)	360	311	44	6.471%
Group 5 SMBS	50,469,774.42(2)	360	353	5	4.943%

(1) In addition, we have assumed that monthly interest accrues on a notional principal balance initially equal to $87,500,000.29 and declining in proportion to the principal balance of the loan.
(2) In addition, we have assumed that monthly interest accrues on a notional principal balance initially equal to $67,293,032.56 and declining in proportion to the principal balance of the loan.

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

Group 6

Exhibit A describes the Group 6 Underlying REMIC Certificates, including certain information about the related mortgage loans. To learn more about the Group 6 Underlying REMIC 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 January 29, 2010.

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:

Fed Book-Entry	Physical
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 (other than the YF Class) will bear interest at the initial interest rates listed below. The initial interest rate for the YF Class is an assumed rate. 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:

Class	Initial Interest Rate	Maximum Interest Rate	Minimum Interest Rate	Formula for Calculation of Interest Rate(1)
FA	0.893%	7.00%	0.65%	LIBOR + 65 basis points
SA	6.107%	6.35%	0.00%	6.35% − LIBOR
FG	1.043%	7.00%	0.80%	LIBOR + 80 basis points
SG	5.957%	6.20%	0.00%	6.2% − LIBOR
FC	0.993%	7.00%	0.75%	LIBOR + 75 basis points
SC	6.007%	6.25%	0.00%	6.25% − LIBOR
FB	1.443%	6.00%	1.20%	LIBOR + 120 basis points
SB	4.557%	4.80%	0.00%	4.8% − LIBOR
YF	1.243%(2)	7.00%	1.00%	LIBOR + 100 basis points
FE	0.993%	7.00%	0.75%	LIBOR + 75 basis points
SE	6.007%	6.25%	0.00%	6.25% − LIBOR
FD	0.943%	7.00%	0.70%	LIBOR + 70 basis points
SD	6.057%	6.30%	0.00%	6.3% − LIBOR

(1) We will establish LIBOR on the basis of the "BBA Method."
(2) Assumed initial interest rate. We will calculate the actual rate for this class on January 21, 2010 using the applicable formula.

Notional Classes

The notional principal balances of the notional classes will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

Class	
SA	100% of the FA Class
SD	100% of the FG Class
NI	50% of the NG Class
KI	50% of the KG Class
SE	100% of the FG Class
SG	100% of the FG Class
SC	100% of the FC Class
BI	10% of the BL Class
AI	22.2222212873% of the AB Class
SB	100% of the FB Class
IB	33.3333329901% of the BC 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)*

	PSA Prepayment Assumption							
Group 1 Classes	**0%**	**100%**	**232%**	**325%**	**400%**	**600%**	**800%**	**1000%**
FA and SA	20.8	10.5	6.0	4.5	3.7	2.5	1.8	1.4
FD, SD, FE, SE, FG and SG	20.8	10.2	5.8	4.3	3.5	2.2	1.6	1.1
NG, NI, NB, NC, ND, NE and NA	10.3	4.0	4.0	4.0	4.0	2.8	2.0	1.6
NT	17.9	13.0	13.0	13.0	13.0	8.5	6.0	4.4
KG, KI, KB, KC, KD, KE and KA	19.6	9.1	1.9	1.9	1.9	1.2	0.8	0.6
KZ	21.2	12.3	7.0	7.0	7.0	1.8	1.2	0.9
NZ	26.1	18.8	12.9	5.4	1.5	0.6	0.4	0.3

	PSA Prepayment Assumption					
Group 2 Classes	**0%**	**100%**	**325%**	**500%**	**700%**	**1000%**
FC and SC	20.8	9.7	4.2	2.7	1.8	1.1

	PSA Prepayment Assumption					
Group 3 Classes	**0%**	**100%**	**250%**	**475%**	**700%**	**1000%**
BL and BI	16.3	7.0	3.8	2.1	1.3	0.8
BZ	27.9	20.2	14.3	8.6	5.7	3.6

	PSA Prepayment Assumption					
Group 4 Classes	**0%**	**100%**	**200%**	**400%**	**700%**	**1000%**
AB, AI, AC and AD	16.6	6.9	4.4	2.8	1.9	1.6
VA	6.0	6.0	5.9	4.5	3.2	2.6
ZA	28.1	21.1	15.3	9.4	5.8	4.1
AY	28.1	21.1	15.0	8.7	5.2	3.7

	PSA Prepayment Assumption					
Group 5 Classes	**0%**	**100%**	**200%**	**400%**	**700%**	**1000%**
FB and SB	19.9	10.7	7.2	4.2	2.6	1.9

Group 6 Class	PSA Prepayment Assumption					
	0%	100%	275%	500%	750%	1000%
YF	22.1	16.7	3.3	0.6	0.3	0.2

Group 7 Classes	PSA Prepayment Assumption				
	0%	100%	200%	400%	600%
MA	15.0	6.6	4.2	2.3	1.5
ZM	27.3	19.8	15.3	9.3	6.2

Group 8 Classes	PSA Prepayment Assumption				
	0%	100%	200%	400%	600%
BC, IB, BD, BE, BH and BA	10.4	6.0	4.2	2.8	2.1
BY	18.8	16.1	13.1	8.7	6.2

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

"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 4 MBS have been designated as pools that include "jumbo-conforming" or "high-balance" mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans than borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower's monthly payment than a similar interest rate change for a conforming balance loan.

Furthermore, jumbo-conforming and high-balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively high rates of default in the event of adverse economic conditions. Defaults on jumbo-conforming and high-balance mortgage loans will result in larger prepayments to investors than defaults on conforming balance loans.

On the other hand, if any of the statutes authorizing our purchase of jumbo-conforming and high-balance mortgage loans are allowed to expire, or new legislation is enacted by the federal government that removes this authority, borrowers with jumbo-conforming and high-balance mortgage loans may find refinancing these loans more difficult. In such event, borrowers with jumbo-conforming and high-balance mortgage loans may be less likely to refinance their mortgage loans than borrowers with conforming balance loans.

As a result of these factors, the Group 4 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives and yields of those Classes may be affected, perhaps significantly.

Payments on the Group 6 Class also will be affected by the payment priority governing the related underlying REMIC certificates. If you invest in the Group 6 Class, the rate at which you receive payments also will be affected by the priority sequence governing principal payments (or notional balance reductions) on the underlying REMIC certificates in Group 6.

As described in the Underlying REMIC Disclosure Document, the underlying REMIC certificates in Group 6 are governed by a principal balance schedule. As a result, those underlying REMIC certificates may receive principal payments (or notional balance reductions) faster or slower than would otherwise have been the case. 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 (or notional balance reductions) over time may be eliminated. In such a case, the underlying REMIC certificates in Group 6 will receive principal payments (or notional balance reductions) at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the related underlying REMIC certificates have adhered to the applicable principal balance schedule,
- any related support classes remain outstanding, or
- the related underlying REMIC certificates otherwise have performed as originally anticipated.

You may obtain additional information about the related underlying REMIC certificates by reviewing their current class factors in light of other information available in the underlying 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 January 1, 2010 (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:

- five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," "Group 3 MBS," "Group 4 MBS," "Group 7 MBS" and "Group 8 MBS," and together, the "Trust MBS"),

- two groups of Fannie Mae Stripped Mortgage-Backed Securities (the "Group 2 SMBS" and "Group 5 SMBS,"and together, the "SMBS"), and

- certain previously issued REMIC certificates (the "Group 6 Underlying REMIC Certificates") evidencing beneficial ownership interests in the related Fannie Mae REMIC trust (the "Underlying REMIC Trust") as further described in Exhibit A.

The SMBS represent beneficial ownership interests in certain principal and interest distributions on mortgage loans underlying certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates.

The assets of the Underlying REMIC Trust consist primarily of direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the SMBS, 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."

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC . .	Trust MBS, SMBS and Group 6 Underlying REMIC 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, the SMBS and the Group 6 Underlying REMIC Certificates, see the applicable discussions appearing under the heading "Fannie Mae Guaranty" in the REMIC Prospectus, the MBS Prospectus, the SMBS 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:

Classes	Denominations
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 in the case of the Group 1 MBS, Group 3 MBS, Group 4 MBS and Group 7 MBS, and up to 20 years in the case of the Group 8 MBS.

In addition, the pools underlying the Group 4 MBS include "jumbo-conforming" or "high balance" mortgage loans as described further under "The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances that Exceed our Traditional Conforming Loan Limits*" in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 4 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also "Additional Risk Factors—*"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally"* in this prospectus supplement.

For additional information, see "Summary—Group 1,Group 3, Group 4, Group 7 and Group 8—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 SMBS

The general characteristics of the SMBS are described in the SMBS Prospectus. The SMBS provide that certain interest or principal amounts on the Mortgage Loans underlying the related MBS are passed through monthly.

The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interest in a pool of 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 2 and Group 5—Characteristics of the SMBS" 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 6 Underlying REMIC Certificates

The Group 6 Underlying REMIC Certificates represent beneficial ownership interests in the Underlying REMIC Trust. The assets of that trust consist 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 6 Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 6 Underlying REMIC Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 6 Underlying REMIC Certificates. Exhibit A is being provided in lieu of a Final Data Statement with respect to the Group 6 Underlying REMIC Certificates.

For further information about the Group 6 Underlying REMIC Certificates telephone us at 1-800-237-8627. Additional information about the Group 6 Underlying REMIC 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 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.

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

Delay Classes	No-Delay Classes
Fixed Rate Classes	Floating Rate and Inverse Floating Rate Classes

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

Accrual Classes. The KZ, NZ, BZ, ZA and ZM 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 principal balances on each Distribution Date. We will pay principal on the Accrual Classes 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 KZ Accrual Amount to KG until retired, and thereafter to KZ.	**Accretion Directed Class and Accrual Class**
50% of the Subgroup la Cash Flow Distribution Amount to FA until retired.	**Pass-Through Class**
50% of the Subgroup lb Cash Flow Distribution Amount to FG until retired.	**Pass-Through Class**
The remaining Group 1 Cash Flow Distribution Amount *plus* the NZ Accrual Amount as follows:	
1. To Aggregate Group I to its Planned Balance. *2.* To Aggregate Group II to its Planned Balance.	**PAC Groups**
3. To NZ until retired.	**Support Class**
4. To Aggregate Group II to zero. 5. To Aggregate Group I to zero.	**PAC Groups**

The "KZ Accrual Amount" is any interest then accrued and added to the principal balance of the KZ Class.

The "Subgroup la Cash Flow Distribution Amount" is the principal then paid on the Subgroup la MBS.

The "Subgroup lb Cash Flow Distribution Amount" is the principal then paid on the Subgroup lb MBS.

The "Group 1 Cash Flow Distribution Amount" is the *sum* of the Subgroup la Cash Flow Distribution Amount and Subgroup lb Cash Flow Distribution Amount.

The "NZ Accrual Amount" is any interest then accrued and added to the principal balance of the NZ Class.

"Aggregate Group I" consists of the NG and NT Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to NG and NT, 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.

"Aggregate Group II" consists of the KG and KZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to KG and KZ, 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 2*

The Group 2 Principal Distribution Amount to FC until retired. **Pass-Through Class**

The "Group 2 Principal Distribution Amount" is the principal then paid on the Group 2 SMBS.

- *Group 3*

The Group 3 Principal Distribution Amount to BL and BZ, in that order, until retired. **Sequential Pay Classes**

The "Group 3 Principal Distribution Amount" is the *sum* of the principal then paid on the Group 3 *MBS plus* any interest then accrued and added to the principal balance of the BZ Class.

- *Group 4*

The ZA Accrual Amount to VA until retired, and thereafter to ZA. **Accretion Directed Class and Accrual Class**

The Group 4 Cash Flow Distribution Amount to AB, VA and ZA, in that order, until retired. **Sequential Pay Classes**

The "ZA Accrual Amount" is any interest then accrued and added to the principal balance of the ZA Class.

The "Group 4 Cash Flow Distribution Amount" is the principal then paid on the Group 4 MBS.

- *Group 5*

The Group 5 Principal Distribution Amount to FB until retired. **Pass-Through Class**

The "Group 5 Principal Distribution Amount" is the principal then paid on the Group 5 SMBS.

- *Group 6*

The Group 6 Principal Distribution Amount to YF until retired. **Structured Collateral/ Pass-Through Class**

The "Group 6 Principal Distribution Amount" is the principal then paid on the Group 6 Underlying REMIC Certificates.

- *Group 7*

The Group 7 Principal Distribution Amount to MA and ZM, in that order, until retired. **Sequential Pay Classes**

The "Group 7 Principal Distribution Amount" is the *sum* of the principal then paid on the Group 7 MBS *plus* any interest accrued and added to the principal balance of the ZM Class.

- *Group 8*

The Group 8 Principal Distribution Amount to BC and BY, in that order, until retired. **Sequential Pay Classes**

The "Group 8 Principal Distribution Amount" is the principal then paid on the Group 8 MBS.

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 6 Underlying REMIC Certificates, the priority sequence affecting principal payments on the Group 6 Underlying REMIC 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, Group 3, Group 4, Group 7 and Group 8—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement;
- the Mortgage Loans underlying the Group 2 SMBS and Group 5 SMBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under "Summary—Group 2 and Group 5—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 January 29, 2010; 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 a *constant* rate within the applicable "Structuring Ranges" specified in the chart below. The "Effective Range" for an Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group 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, these 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 related Aggregate Group schedules). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

Groups	Structuring Ranges	Initial Effective Ranges
Aggregate Group I Planned Balances	Between 100% and 400% PSA	Between 100% and 400% PSA
Aggregate Group II Planned Balances	Between 232% and 400% PSA	Between 232% and 400% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	NG and NT
Aggregate Group II	KG and KZ

See "—Decrement Tables" below for the percentages of original principal balances of the individual Classes included in the Aggregate Groups 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 any Aggregate Group will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of any Aggregate Group will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

If you are considering the purchase of a 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 to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group 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 Groups or Components to their scheduled balances 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, the applicable Aggregate Groups might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.

- 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 that has a scheduled balance will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group 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 Classes. **The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the Inverse Floating Rate Classes would lose money on their initial investments under certain Index and prepayment scenarios.**

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under "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 prices of these Classes (expressed in each case as a percentage of original principal balance) are as follows:

Class	Price*
SA	9.05859375%
SG	8.69921875%
SC	10.41796875%
SB	9.04127800%
SE	8.82031250%
SD	8.92968750%

* 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.

In the following yield tables, the symbol * is used to represent a yield of less than (99.9)%.

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

	PSA Prepayment Assumption							
LIBOR	50%	100%	232%	325%	400%	600%	800%	1000%
0.125%	73.9%	70.4%	60.9%	54.0%	48.3%	32.3%	14.9%	(4.1)%
0.243%	72.3%	68.8%	59.4%	52.5%	46.8%	30.8%	13.5%	(5.5)%
2.243%	45.6%	42.3%	33.3%	26.7%	21.2%	5.9%	(10.7)%	(29.0)%
4.243%	20.1%	16.9%	8.3%	2.0%	(3.2)%	(17.9)%	(33.9)%	(51.7)%
6.350%	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption							
LIBOR	50%	100%	232%	325%	400%	600%	800%	1000%
0.125%	74.9%	70.9%	60.0%	52.0%	45.3%	26.6%	5.9%	(17.4)%
0.243%	73.2%	69.2%	58.4%	50.4%	43.8%	25.1%	4.6%	(18.6)%
2.243%	45.5%	41.8%	31.9%	24.6%	18.5%	1.4%	(17.4)%	(38.6)%
4.243%	19.0%	15.6%	6.6%	(0.1)%	(5.6)%	(21.2)%	(38.3)%	(57.7)%
6.200%	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption					
LIBOR	50%	100%	325%	500%	700%	1000%
0.125%	60.4%	56.5%	38.1%	22.7%	3.5%	(29.6)%
0.243%	59.0%	55.1%	36.9%	21.5%	2.4%	(30.6)%
2.243%	36.5%	32.9%	16.0%	1.9%	(15.7)%	(46.1)%
4.243%	14.6%	11.3%	(4.2)%	(17.2)%	(33.4)%	(61.4)%
6.250%	*	*	*	*	*	*

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

	PSA Prepayment Assumption					
LIBOR	50%	100%	200%	400%	700%	1000%
0.125%	52.8%	50.2%	45.0%	34.2%	17.3%	(0.7)%
0.243%	51.3%	48.7%	43.4%	32.6%	15.6%	(2.4)%
2.243%	25.6%	22.9%	17.3%	5.9%	(12.4)%	(32.1)%
4.243%	(1.4)%	(4.2)%	(10.0)%	(22.1)%	(42.1)%	(65.5)%
4.800%	*	*	*	*	*	*

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

	PSA Prepayment Assumption							
LIBOR	50%	100%	232%	325%	400%	600%	800%	1000%
0.125%	74.4%	70.4%	59.5%	51.5%	44.9%	26.1%	5.5%	(17.7)%
0.243%	72.7%	68.7%	57.9%	50.0%	43.4%	24.7%	4.2%	(18.9)%
2.243%	45.4%	41.7%	31.8%	24.5%	18.4%	1.3%	(17.5)%	(38.6)%
4.243%	19.3%	15.9%	6.9%	0.2%	(5.3)%	(20.9)%	(38.1)%	(57.5)%
6.250%	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption							
LIBOR	**50%**	**100%**	**232%**	**325%**	**400%**	**600%**	**800%**	**1000%**
0.125%	74.0%	70.0%	59.1%	51.2%	44.5%	25.8%	5.2%	(18.0)%
0.243%	72.3%	68.4%	57.6%	49.6%	43.0%	24.4%	3.9%	(19.2)%
2.243%	45.4%	41.7%	31.8%	24.5%	18.4%	1.3%	(17.5)%	(38.7)%
4.243%	19.6%	16.2%	7.2%	0.5%	(5.0)%	(20.6)%	(37.8)%	(57.2)%
6.300%	*	*	*	*	*	*	*	*

The Fixed Rate Interest Only Classes. **The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:**

Class	**% PSA**
NI	451%
KI	197%
BI	285%
AI	263%
IB	269%

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

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

Class	**Price***
NI	17.85937500%
KI	10.08984375%
BI	16.50000000%
AI	16.11000000%
IB	15.62000000%

* 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.

In the following yield tables, the symbol * is used to represent a yield of less than (99.9)%.

Sensitivity of the NI Class to Prepayments

	PSA Prepayment Assumption							
	50%	**100%**	**232%**	**325%**	**400%**	**600%**	**800%**	**1000%**
Pre-Tax Yields to Maturity . . .	12.7%	3.4%	3.4%	3.4%	3.4%	(13.5)%	(35.6)%	(60.7)%

Sensitivity of the KI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	232%	325%	400%	600%	800%	1000%
Pre-Tax Yields to Maturity . . .	52.9%	51.9%	(7.1)%	(7.1)%	(7.1)%	(60.5)%	*	*

Sensitivity of the BI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	250%	475%	700%	1000%
Pre-Tax Yields to Maturity . . .	23.6%	19.2%	4.0%	(24.1)%	(56.8)%	*

Sensitivity of the AI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	200%	400%	700%	1000%
Pre-Tax Yields to Maturity . . .	21.8%	17.3%	6.9%	(14.6)%	(41.9)%	(62.6)%

Sensitivity of the IB Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	200%	400%	600%
Pre-Tax Yields to Maturity . . .	19.7%	15.6%	6.6%	(12.7)%	(31.0)%

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, Group 3, Group 4, Group 7 and Group 8 Classes, and
- in the case of the Group 6 Class, the priority sequence affecting principal payments on the Group 6 Underlying REMIC Certificates.

See "—Distributions of Principal" above and "Description of the Certificate—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.

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 MBS	360 months	360 months	8.50%
Group 2 SMBS	360 months	360 months	8.50%
Group 3 MBS	360 months	360 months	7.50%
Group 4 MBS	360 months	360 months	7.00%
Group 5 SMBS	360 months	360 months	7.00%
Group 6 Underlying REMIC Certificates	360 months	304 months	8.00%
Group 7 MBS	360 months	360 months	7.00%
Group 8 MBS	240 months	240 months	7.00%

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

	FA and SA† Classes							
	PSA Prepayment Assumption							
Date	0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	99	94	88	84	81	72	63	54
January 2012	98	87	75	67	61	45	32	21
January 2013	98	81	64	53	45	29	17	8
January 2014	97	75	54	42	34	18	8	3
January 2015	95	69	46	33	25	11	4	1
January 2016	94	64	39	26	19	7	2	1
January 2017	93	59	32	21	14	4	1	*
January 2018	92	54	27	16	10	3	1	*
January 2019	90	49	23	13	8	2	*	*
January 2020	89	45	19	10	6	1	*	*
January 2021	87	41	16	8	4	1	*	*
January 2022	85	38	13	6	3	*	*	*
January 2023	83	34	11	5	2	*	*	*
January 2024	81	31	9	4	2	*	*	*
January 2025	78	28	8	3	1	*	*	*
January 2026	75	25	6	2	1	*	*	*
January 2027	72	22	5	2	1	*	*	*
January 2028	69	19	4	1	*	*	*	*
January 2029	66	17	3	1	*	*	*	*
January 2030	62	15	3	1	*	*	*	0
January 2031	58	12	2	1	*	*	*	0
January 2032	53	10	2	*	*	*	*	0
January 2033	49	9	1	*	*	*	*	0
January 2034	43	7	1	*	*	*	*	0
January 2035	37	5	1	*	*	*	*	0
January 2036	31	3	*	*	*	*	0	0
January 2037	24	2	*	*	*	*	0	0
January 2038	17	*	*	*	*	*	0	0
January 2039	9	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	10.5	6.0	4.5	3.7	2.5	1.8	1.4

	FD, SD†, FE, SE†, FG and SG† Classes							
	PSA Prepayment Assumption							
Date	0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	99	93	85	80	76	64	53	41
January 2012	98	86	72	63	57	40	27	16
January 2013	98	80	61	50	42	26	14	6
January 2014	97	74	52	40	32	16	7	3
January 2015	95	68	44	31	24	10	4	1
January 2016	94	63	37	25	18	6	2	*
January 2017	93	58	31	20	13	4	1	*
January 2018	92	53	26	15	10	2	*	*
January 2019	90	48	22	12	7	2	*	*
January 2020	89	44	18	9	5	1	*	*
January 2021	87	40	15	7	4	1	*	*
January 2022	85	37	13	6	3	*	*	*
January 2023	83	33	11	4	2	*	*	*
January 2024	81	30	9	3	2	*	*	*
January 2025	78	27	7	3	1	*	*	*
January 2026	75	24	6	2	1	*	*	*
January 2027	72	21	5	2	1	*	*	*
January 2028	69	19	4	1	*	*	*	*
January 2029	66	16	3	1	*	*	*	*
January 2030	62	14	2	1	*	*	*	0
January 2031	58	12	2	*	*	*	*	0
January 2032	53	10	1	*	*	*	*	0
January 2033	49	8	1	*	*	*	*	0
January 2034	43	6	1	*	*	*	*	0
January 2035	37	4	*	*	*	*	*	0
January 2036	31	2	*	*	*	*	0	0
January 2037	24	1	*	*	*	*	0	0
January 2038	17	0	0	0	0	0	0	0
January 2039	9	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	10.2	5.8	4.3	3.5	2.2	1.6	1.1

	NG, NI†, NB, NC, ND, NE and NA Classes							
	PSA Prepayment Assumption							
Date	0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	97	87	87	87	87	87	87	78
January 2012	93	73	73	73	73	68	44	25
January 2013	90	59	59	59	59	39	17	3
January 2014	86	46	46	46	46	21	4	0
January 2015	82	34	34	34	34	9	0	0
January 2016	77	23	23	23	23	2	0	0
January 2017	72	14	14	14	14	0	0	0
January 2018	67	8	8	8	8	0	0	0
January 2019	62	3	3	3	3	0	0	0
January 2020	56	0	0	0	0	0	0	0
January 2021	50	0	0	0	0	0	0	0
January 2022	43	0	0	0	0	0	0	0
January 2023	36	0	0	0	0	0	0	0
January 2024	28	0	0	0	0	0	0	0
January 2025	20	0	0	0	0	0	0	0
January 2026	11	0	0	0	0	0	0	0
January 2027	2	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0
January 2034	0	0	0	0	0	0	0	0
January 2035	0	0	0	0	0	0	0	0
January 2036	0	0	0	0	0	0	0	0
January 2037	0	0	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.3	4.0	4.0	4.0	4.0	2.8	2.0	1.6

	NT Class							
	PSA Prepayment Assumption							
Date	0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	100	100	100	100	100	100	100	100
January 2012	100	100	100	100	100	100	100	100
January 2013	100	100	100	100	100	100	100	100
January 2014	100	100	100	100	100	100	100	52
January 2015	100	100	100	100	100	100	70	20
January 2016	100	100	100	100	100	100	36	8
January 2017	100	100	100	100	100	73	18	3
January 2018	100	100	100	100	100	46	9	1
January 2019	100	100	100	100	100	29	5	*
January 2020	100	95	95	95	95	18	2	*
January 2021	100	70	70	70	70	11	1	*
January 2022	100	52	52	52	52	7	1	*
January 2023	100	38	38	38	38	4	*	*
January 2024	100	28	28	28	28	3	*	*
January 2025	100	20	20	20	20	2	*	*
January 2026	100	14	14	14	14	1	*	*
January 2027	100	10	10	10	10	1	*	*
January 2028	24	7	7	7	7	*	*	*
January 2029	5	5	5	5	5	*	*	*
January 2030	4	4	4	4	4	*	*	*
January 2031	2	2	2	2	2	*	*	*
January 2032	2	2	2	2	2	*	*	*
January 2033	1	1	1	1	1	*	*	0
January 2034	1	1	1	1	1	*	*	0
January 2035	*	*	*	*	*	*	*	0
January 2036	*	*	*	*	*	*	*	0
January 2037	*	*	*	*	*	*	*	0
January 2038	*	*	*	*	*	*	0	0
January 2039	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.9	13.0	13.0	13.0	13.0	8.5	6.0	4.4

* 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	KG, KI†, KB, KC, KD, KE and KA Classes — PSA Prepayment Assumption 0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	100	100	70	70	70	70	27	0
January 2012	100	100	40	40	40	0	0	0
January 2013	100	100	20	20	20	0	0	0
January 2014	100	100	7	7	7	0	0	0
January 2015	100	100	*	*	*	0	0	0
January 2016	100	98	0	0	0	0	0	0
January 2017	100	88	0	0	0	0	0	0
January 2018	100	73	0	0	0	0	0	0
January 2019	100	54	0	0	0	0	0	0
January 2020	100	33	0	0	0	0	0	0
January 2021	100	9	0	0	0	0	0	0
January 2022	100	0	0	0	0	0	0	0
January 2023	100	0	0	0	0	0	0	0
January 2024	100	0	0	0	0	0	0	0
January 2025	100	0	0	0	0	0	0	0
January 2026	100	0	0	0	0	0	0	0
January 2027	100	0	0	0	0	0	0	0
January 2028	100	0	0	0	0	0	0	0
January 2029	72	0	0	0	0	0	0	0
January 2030	37	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0
January 2034	0	0	0	0	0	0	0	0
January 2035	0	0	0	0	0	0	0	0
January 2036	0	0	0	0	0	0	0	0
January 2037	0	0	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.6	9.1	1.9	1.9	1.9	1.2	0.8	0.6

Date	KZ Class — PSA Prepayment Assumption 0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	105	105	105	105	105	105	105	0
January 2012	110	110	110	110	110	0	0	0
January 2013	116	116	116	116	116	0	0	0
January 2014	122	122	122	122	122	0	0	0
January 2015	128	128	128	128	128	0	0	0
January 2016	135	135	10	10	10	0	0	0
January 2017	142	142	10	10	10	0	0	0
January 2018	149	149	10	10	10	0	0	0
January 2019	157	157	10	10	10	0	0	0
January 2020	165	165	10	10	10	0	0	0
January 2021	173	173	10	10	10	0	0	0
January 2022	182	10	10	10	10	0	0	0
January 2023	191	10	10	10	10	0	0	0
January 2024	201	10	10	10	10	0	0	0
January 2025	211	10	10	10	10	0	0	0
January 2026	222	10	10	10	10	0	0	0
January 2027	234	10	10	10	10	0	0	0
January 2028	246	10	10	10	10	0	0	0
January 2029	258	10	10	10	10	0	0	0
January 2030	271	10	10	10	10	0	0	0
January 2031	10	10	10	10	10	0	0	0
January 2032	10	10	10	10	10	0	0	0
January 2033	10	10	10	10	10	0	0	0
January 2034	10	10	10	10	10	0	0	0
January 2035	10	10	10	10	10	0	0	0
January 2036	10	10	10	10	10	0	0	0
January 2037	10	10	10	10	10	0	0	0
January 2038	10	10	10	10	10	0	0	0
January 2039	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.2	12.3	7.0	7.0	7.0	1.8	1.2	0.9

Date	NZ Class — PSA Prepayment Assumption 0%	100%	232%	325%	400%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100
January 2011	105	105	100	78	60	11	0	0
January 2012	110	110	100	59	27	0	0	0
January 2013	116	116	100	47	9	0	0	0
January 2014	122	122	100	41	1	0	0	0
January 2015	128	128	100	39	*	0	0	0
January 2016	135	135	96	36	*	0	0	0
January 2017	142	142	90	32	*	0	0	0
January 2018	149	149	82	28	*	0	0	0
January 2019	157	157	74	24	*	0	0	0
January 2020	165	165	66	21	*	0	0	0
January 2021	173	173	58	17	*	0	0	0
January 2022	182	168	50	14	*	0	0	0
January 2023	191	155	43	12	*	0	0	0
January 2024	201	142	36	10	*	0	0	0
January 2025	211	129	31	8	*	0	0	0
January 2026	222	116	26	6	*	0	0	0
January 2027	234	104	21	5	*	0	0	0
January 2028	246	92	17	4	*	0	0	0
January 2029	258	80	14	3	*	0	0	0
January 2030	271	70	11	2	*	0	0	0
January 2031	284	59	9	2	*	0	0	0
January 2032	262	49	7	1	*	0	0	0
January 2033	238	40	5	1	*	0	0	0
January 2034	212	31	4	1	*	0	0	0
January 2035	184	23	2	*	*	0	0	0
January 2036	153	15	2	*	*	0	0	0
January 2037	120	8	1	*	*	0	0	0
January 2038	83	1	*	*	*	0	0	0
January 2039	43	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.1	18.8	12.9	5.4	1.5	0.6	0.4	0.3

Date	FC and SC† Classes — PSA Prepayment Assumption 0%	100%	325%	500%	700%	1000%
Initial Percent	100	100	100	100	100	100
January 2011	99	93	79	69	57	39
January 2012	98	86	63	47	33	15
January 2013	98	79	50	33	19	6
January 2014	97	73	39	22	11	2
January 2015	95	67	31	15	6	1
January 2016	94	61	24	10	3	*
January 2017	93	56	19	7	2	*
January 2018	92	51	15	5	1	*
January 2019	90	47	12	3	1	*
January 2020	89	43	9	2	*	*
January 2021	87	39	7	2	*	*
January 2022	85	35	5	1	*	*
January 2023	83	31	4	1	*	*
January 2024	81	28	3	*	*	*
January 2025	78	25	2	*	*	*
January 2026	75	22	2	*	*	*
January 2027	72	19	1	*	*	*
January 2028	69	16	1	*	*	*
January 2029	66	14	1	*	*	*
January 2030	62	11	1	*	*	0
January 2031	58	9	*	*	*	0
January 2032	53	7	*	*	*	0
January 2033	49	5	*	*	*	0
January 2034	43	3	*	*	*	0
January 2035	37	2	*	*	*	0
January 2036	31	0	0	0	0	0
January 2037	24	0	0	0	0	0
January 2038	17	0	0	0	0	0
January 2039	9	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	9.7	4.2	2.7	1.8	1.1

Date	BL and BI† Classes — PSA Prepayment Assumption 0%	100%	250%	475%	700%	1000%
Initial Percent	100	100	100	100	100	100
January 2011	98	91	81	67	52	33
January 2012	97	83	66	43	25	6
January 2013	95	74	52	26	9	0
January 2014	93	67	41	14	0	0
January 2015	91	60	31	6	0	0
January 2016	89	53	23	0	0	0
January 2017	87	46	16	0	0	0
January 2018	85	40	10	0	0	0
January 2019	82	34	5	0	0	0
January 2020	79	29	*	0	0	0
January 2021	76	24	0	0	0	0
January 2022	73	18	0	0	0	0
January 2023	70	14	0	0	0	0
January 2024	66	9	0	0	0	0
January 2025	62	4	0	0	0	0
January 2026	58	*	0	0	0	0
January 2027	54	0	0	0	0	0
January 2028	49	0	0	0	0	0
January 2029	44	0	0	0	0	0
January 2030	38	0	0	0	0	0
January 2031	32	0	0	0	0	0
January 2032	26	0	0	0	0	0
January 2033	19	0	0	0	0	0
January 2034	12	0	0	0	0	0
January 2035	4	0	0	0	0	0
January 2036	0	0	0	0	0	0
January 2037	0	0	0	0	0	0
January 2038	0	0	0	0	0	0
January 2039	0	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	16.3	7.0	3.8	2.1	1.3	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	BZ Class PSA Prepayment Assumption						AB, AI†, AC and AD Classes PSA Prepayment Assumption						VA Class PSA Prepayment Assumption					
	0%	100%	250%	475%	700%	1000%	0%	100%	200%	400%	700%	1000%	0%	100%	200%	400%	700%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2011	105	105	105	105	105	105	99	96	94	90	83	77	93	93	93	93	93	93
January 2012	110	110	110	110	110	110	97	88	81	67	48	30	85	85	85	85	85	85
January 2013	116	116	116	116	116	68	95	79	65	41	11	0	77	77	77	77	77	3
January 2014	122	122	122	122	117	26	94	70	51	20	0	0	69	69	69	69	0	0
January 2015	128	128	128	128	66	10	92	61	38	5	0	0	61	61	61	61	0	0
January 2016	135	135	135	131	37	4	90	53	27	0	0	0	52	52	52	9	0	0
January 2017	142	142	142	91	21	2	88	45	18	0	0	0	42	42	42	0	0	0
January 2018	149	149	149	63	12	1	85	38	10	0	0	0	32	32	32	0	0	0
January 2019	157	157	157	43	7	*	83	32	3	0	0	0	22	22	22	0	0	0
January 2020	165	165	165	30	4	*	80	25	0	0	0	0	11	11	0	0	0	0
January 2021	173	173	137	20	2	*	77	20	0	0	0	0	*	*	0	0	0	0
January 2022	182	182	111	14	1	*	74	14	0	0	0	0	0	0	0	0	0	0
January 2023	191	191	89	9	1	*	71	9	0	0	0	0	0	0	0	0	0	0
January 2024	201	201	71	6	*	*	67	4	0	0	0	0	0	0	0	0	0	0
January 2025	211	211	57	4	*	*	64	0	0	0	0	0	0	0	0	0	0	0
January 2026	222	222	45	3	*	*	60	0	0	0	0	0	0	0	0	0	0	0
January 2027	234	192	35	2	*	*	55	0	0	0	0	0	0	0	0	0	0	0
January 2028	246	163	27	1	*	*	50	0	0	0	0	0	0	0	0	0	0	0
January 2029	258	136	20	1	*	*	45	0	0	0	0	0	0	0	0	0	0	0
January 2030	271	110	15	*	*	*	40	0	0	0	0	0	0	0	0	0	0	0
January 2031	285	86	10	*	*	*	34	0	0	0	0	0	0	0	0	0	0	0
January 2032	300	64	7	*	*	0	28	0	0	0	0	0	0	0	0	0	0	0
January 2033	315	43	4	*	*	0	22	0	0	0	0	0	0	0	0	0	0	0
January 2034	331	23	2	*	*	0	14	0	0	0	0	0	0	0	0	0	0	0
January 2035	348	4	*	*	*	0	7	0	0	0	0	0	0	0	0	0	0	0
January 2036	325	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2037	253	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2038	175	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2039	91	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.9	20.2	14.3	8.6	5.7	3.6	16.6	6.9	4.4	2.8	1.9	1.6	6.0	6.0	5.9	4.5	3.2	2.6

Date	ZA Class PSA Prepayment Assumption						AY Class PSA Prepayment Assumption						FB and SB† Classes PSA Prepayment Assumption					
	0%	100%	200%	400%	700%	1000%	0%	100%	200%	400%	700%	1000%	0%	100%	200%	400%	700%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2011	105	105	105	105	105	105	100	100	100	100	100	100	99	96	94	89	82	76
January 2012	109	109	109	109	109	109	100	100	100	100	100	100	98	90	84	71	54	39
January 2013	114	114	114	114	114	114	100	100	100	100	100	71	97	83	72	53	31	15
January 2014	120	120	120	120	119	46	100	100	100	100	72	28	95	77	62	40	18	6
January 2015	125	125	125	125	68	18	100	100	100	100	41	11	94	71	54	30	10	2
January 2016	131	131	131	131	38	7	100	100	100	83	23	4	93	65	46	22	6	1
January 2017	137	137	137	102	22	3	100	100	100	62	13	2	91	60	40	16	3	*
January 2018	143	143	143	75	12	1	100	100	100	46	7	1	89	55	34	12	2	*
January 2019	150	150	150	56	7	*	100	100	100	34	4	*	88	50	29	9	1	*
January 2020	157	157	149	41	4	*	100	100	91	25	2	*	86	46	25	7	1	*
January 2021	164	164	127	30	2	*	100	100	78	18	1	*	84	42	21	5	*	*
January 2022	164	164	108	22	1	*	100	100	66	14	1	*	82	38	18	4	*	*
January 2023	164	164	92	16	1	*	100	100	56	10	*	*	79	34	15	3	*	*
January 2024	164	164	78	12	*	*	100	100	47	7	*	*	77	31	13	2	*	*
January 2025	164	163	65	9	*	*	100	99	40	5	*	*	74	28	11	1	*	*
January 2026	164	146	55	6	*	*	100	89	33	4	*	*	71	25	9	1	*	*
January 2027	164	130	46	5	*	*	100	79	28	3	*	*	68	22	8	1	*	*
January 2028	164	115	38	3	*	*	100	70	23	2	*	*	65	19	6	1	*	*
January 2029	164	101	31	2	*	*	100	62	19	1	*	*	61	17	5	*	*	*
January 2030	164	89	26	2	*	*	100	54	16	1	*	*	57	15	4	*	*	0
January 2031	164	76	21	1	*	*	100	47	13	1	*	*	53	13	3	*	*	0
January 2032	164	65	16	1	*	*	100	40	10	*	*	0	49	11	3	*	*	0
January 2033	164	55	13	1	*	0	100	33	8	*	*	0	44	9	2	*	*	0
January 2034	164	45	10	*	*	0	100	27	6	*	*	0	39	7	2	*	*	0
January 2035	164	36	7	*	*	0	100	22	5	*	*	0	34	6	1	*	*	0
January 2036	159	27	5	*	*	0	97	17	3	*	*	0	28	4	1	*	*	0
January 2037	123	19	4	*	*	0	75	12	2	*	*	0	22	3	1	*	*	0
January 2038	85	12	2	*	*	0	52	7	1	*	*	0	15	2	*	*	*	0
January 2039	44	5	1	*	*	0	27	3	1	*	*	0	8	*	*	*	0	0
January 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.1	21.1	15.3	9.4	5.8	4.1	28.1	21.1	15.0	8.7	5.2	3.7	19.9	10.7	7.2	4.2	2.6	1.9

* 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.

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

	YF Class						MA Class					ZM Class				
	PSA Prepayment Assumption						PSA Prepayment Assumption					PSA Prepayment Assumption				
Date	0%	100%	275%	500%	750%	1000%	0%	100%	200%	400%	600%	0%	100%	200%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2011	100	100	69	13	0	0	98	91	84	70	57	105	105	105	105	105
January 2012	99	99	49	0	0	0	96	82	70	48	29	109	109	109	109	109
January 2013	99	99	37	0	0	0	94	73	57	31	12	114	114	114	114	114
January 2014	99	99	31	0	0	0	92	66	46	18	*	120	120	120	120	120
January 2015	98	98	26	0	0	0	90	58	36	8	0	125	125	125	125	76
January 2016	98	98	21	0	0	0	87	51	28	*	0	131	131	131	131	47
January 2017	97	97	16	0	0	0	84	44	20	0	0	137	137	137	98	29
January 2018	97	97	12	0	0	0	82	37	13	0	0	143	143	143	72	18
January 2019	96	96	8	0	0	0	79	31	7	0	0	150	150	150	53	11
January 2020	96	96	5	0	0	0	75	25	2	0	0	157	157	157	39	7
January 2021	95	95	2	0	0	0	72	20	0	0	0	164	164	143	29	4
January 2022	94	94	0	0	0	0	68	14	0	0	0	171	171	121	21	3
January 2023	94	93	0	0	0	0	64	9	0	0	0	179	179	101	15	2
January 2024	93	82	0	0	0	0	60	4	0	0	0	188	188	85	11	1
January 2025	92	71	0	0	0	0	56	0	0	0	0	196	189	70	8	1
January 2026	91	60	0	0	0	0	51	0	0	0	0	205	166	58	6	*
January 2027	91	49	0	0	0	0	46	0	0	0	0	215	144	47	4	*
January 2028	90	38	0	0	0	0	41	0	0	0	0	224	124	38	3	*
January 2029	89	28	0	0	0	0	35	0	0	0	0	235	105	30	2	*
January 2030	88	18	0	0	0	0	29	0	0	0	0	246	88	23	1	*
January 2031	87	8	0	0	0	0	23	0	0	0	0	257	71	18	1	*
January 2032	86	0	0	0	0	0	16	0	0	0	0	269	55	13	1	*
January 2033	62	0	0	0	0	0	9	0	0	0	0	281	41	9	*	*
January 2034	27	0	0	0	0	0	1	0	0	0	0	294	27	6	*	*
January 2035	0	0	0	0	0	0	0	0	0	0	0	260	14	3	*	*
January 2036	0	0	0	0	0	0	0	0	0	0	0	215	2	*	*	*
January 2037	0	0	0	0	0	0	0	0	0	0	0	167	0	0	0	0
January 2038	0	0	0	0	0	0	0	0	0	0	0	115	0	0	0	0
January 2039	0	0	0	0	0	0	0	0	0	0	0	60	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	22.1	16.7	3.3	0.6	0.3	0.2	15.0	6.6	4.2	2.3	1.5	27.3	19.8	15.3	9.3	6.2

	BC, IB†, BD, BE, BH and BA Classes					BY Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
Date	0%	100%	200%	400%	600%	0%	100%	200%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100
January 2011	97	94	92	88	83	100	100	100	100	100
January 2012	94	85	78	65	53	100	100	100	100	100
January 2013	90	74	62	40	22	100	100	100	100	100
January 2014	86	64	48	22	2	100	100	100	100	100
January 2015	82	55	36	8	0	100	100	100	100	67
January 2016	78	46	26	0	0	100	100	100	93	41
January 2017	73	38	17	0	0	100	100	100	67	25
January 2018	68	31	9	0	0	100	100	100	48	15
January 2019	63	23	2	0	0	100	100	100	34	9
January 2020	57	17	0	0	0	100	100	88	24	5
January 2021	51	11	0	0	0	100	100	71	17	3
January 2022	44	5	0	0	0	100	100	57	12	2
January 2023	37	0	0	0	0	100	98	45	8	1
January 2024	30	0	0	0	0	100	80	34	5	1
January 2025	22	0	0	0	0	100	64	26	3	*
January 2026	13	0	0	0	0	100	49	18	2	*
January 2027	4	0	0	0	0	100	35	12	1	*
January 2028	0	0	0	0	0	78	22	7	1	*
January 2029	0	0	0	0	0	40	9	3	*	*
January 2030	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.4	6.0	4.2	2.8	2.1	18.8	16.1	13.1	8.7	6.2

* 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.

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 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 "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:

Group	Prepayment Assumption
1	325% PSA
2	325% PSA
3	250% PSA
4	200% PSA
5	200% PSA
6	275% PSA
7	200% PSA
8	200% 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 Combination RCR Class (a "Combination RCR Certificate") will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. 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. The Classes of RCR Certificates (other than the FD, SD, FE and SE Classes) are Combination RCR Certificates. The FD and FE Classes of RCR Certificates are Strip RCR Certificates. The SD and SE Classes each represent (i) the right to receive a portion of the interest on the FG Class and (ii) beneficial ownership of an undivided interest in the SG Class. To the extent any such Class represents the right to receive a portion of the interest on the FG Class, it will be treated as a Strip RCR Certificate. To the extent any such Class represents beneficial ownership of an undivided interest in the SG Class, it will be treated as a Combination RCR Certificate. 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 Banc of America Securities LLC (the "Dealer") in exchange for the Trust MBS, the SMBS and Group 6 Underlying REMIC Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Exhibit A

Group 6 Underlying REMIC 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 Principal Balance of Class	January 2010 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)
2005-045	YF	May 2005	31394DU24	(2)	T	February 2035	TAC/AD	$5,000,000	0.37926697	$1,896,334.85	5.878%	294	60
2005-045	YT	May 2005	31394DU32	(2)	FLT/T/IO	February 2035	NTL	5,000,000	0.37926697	1,896,334.85	5.878	294	60

(1) See “Description of the Certificates—Definitions and Abbreviations” in the REMIC Prospectus.
(2) For a description of these interest rates, see “Description of the Senior and Mezzanine Certificates—Interest Payments on the Senior and Mezzanine Certificates” in the applicable Underlying REMIC Disclosure Document.

Note: For any pool of Mortgage Loans backing an Underlying REMIC 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								
NG	$ 82,387,000	NB	$ 82,387,000	PAC/AD	3.00%	FIX	31398G2B4	January 2039
NI	8,238,700(3)							
Recombination 2								
NG	82,387,000	NC	82,387,000	PAC/AD	3.50	FIX	31398G2C2	January 2039
NI	16,477,400(3)							
Recombination 3								
NG	82,387,000	ND	82,387,000	PAC/AD	4.00	FIX	31398G2D0	January 2039
NI	24,716,100(3)							
Recombination 4								
NG	82,387,000	NE	82,387,000	PAC/AD	4.50	FIX	31398G2E8	January 2039
NI	32,954,800(3)							
Recombination 5								
NG	82,387,000	NA	82,387,000	PAC/AD	5.00	FIX	31398G2F5	January 2039
NI	41,193,500(3)							
Recombination 6								
KG	26,451,000	KB	26,451,000	PAC/AD	3.00	FIX	31398G2G3	February 2040
KI	2,645,100(3)							
Recombination 7								
KG	26,451,000	KC	26,451,000	PAC/AD	3.50	FIX	31398G2H1	February 2040
KI	5,290,200(3)							
Recombination 8								
KG	26,451,000	KD	26,451,000	PAC/AD	4.00	FIX	31398G2J7	February 2040
KI	7,935,300(3)							
Recombination 9								
KG	26,451,000	KE	26,451,000	PAC/AD	4.50	FIX	31398G2K4	February 2040
KI	10,580,400(3)							
Recombination 10								
KG	26,451,000	KA	26,451,000	PAC/AD	5.00	FIX	31398G2L2	February 2040
KI	13,225,500(3)							
Recombination 11								
FG	50,000,000	FD	50,000,000	PT	(4)	FLT	31398GW70	February 2040
SG	50,000,000(3)	SD	50,000,000(3)	NTL	(4)	INV/IO	31398GW88	February 2040

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 12								
FG	$ 50,000,000	FE	$ 50,000,000	PT	(4)	FLT	31398G2M0	February 2040
SG	50,000,000(3)	SE	50,000,000(3)	NTL	(4)	INV/IO	31398G2N8	February 2040
Recombination 13								
AB	71,310,000	AC	71,310,000	SEQ	4.00%	FIX	31398G2S7	January 2036
AI	7,923,333(3)							
Recombination 14								
AB	71,310,000	AD	71,310,000	SEQ	4.50	FIX	31398G2T5	January 2036
AI	15,846,666(3)							
Recombination 15								
VA	11,196,000	AY(5)	28,690,000	SEQ	4.50	FIX	31398G2R9	February 2040
ZA	17,494,000							
Recombination 16								
BC	194,207,000	BD	194,207,000	SEQ	3.25	FIX	31398G2U2	July 2027
IB	10,789,278(3)							
Recombination 17								
BC	194,207,000	BE	194,207,000	SEQ	3.50	FIX	31398G2V0	July 2027
IB	21,578,555(3)							
Recombination 18								
BC	194,207,000	BH	194,207,000	SEQ	4.00	FIX	31398G2W8	July 2027
IB	43,157,111(3)							
Recombination 19								
BC	194,207,000	BA	194,207,000	SEQ	4.50	FIX	31398G2X6	July 2027
IB	64,735,666(3)							

(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) Notional balances. These Classes are Interest Only Classes. See page S-10 for a description of how their notional balances are calculated.
(4) For a description of these interest rates, see "Summary—Interest Rates" in this prospectus supplement.
(5) Principal payments on the REMIC Certificates in Recombination 15 from the ZA Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.

Principal Balance Schedules

Aggregate Group I Planned Balances

Distribution Date	Planned Balance
Initial Balance	$91,048,000.00
February 2010	90,268,297.84
March 2010	89,464,670.04
April 2010	88,637,406.29
May 2010	87,786,807.92
June 2010	86,913,187.73
July 2010	86,025,433.29
August 2010	85,123,733.09
September 2010	84,208,283.18
October 2010	83,279,287.03
November 2010	82,336,955.38
December 2010	81,381,506.05
January 2011	80,413,163.83
February 2011	79,432,160.24
March 2011	78,438,733.41
April 2011	77,449,142.18
May 2011	76,463,361.70
June 2011	75,481,367.20
July 2011	74,503,134.04
August 2011	73,528,637.69
September 2011	72,557,853.70
October 2011	71,590,757.74
November 2011	70,627,325.59
December 2011	69,667,533.12
January 2012	68,711,356.31
February 2012	67,758,771.23
March 2012	66,809,754.05
April 2012	65,864,281.07
May 2012	64,922,328.66
June 2012	63,983,873.29
July 2012	63,048,891.55
August 2012	62,117,360.10
September 2012	61,189,255.71
October 2012	60,264,555.26
November 2012	59,343,235.71
December 2012	58,425,274.12
January 2013	57,510,647.63
February 2013	56,599,333.51
March 2013	55,691,309.09
April 2013	54,786,551.81
May 2013	53,885,039.20
June 2013	52,986,748.87
July 2013	52,091,658.53
August 2013	51,199,746.00
September 2013	50,310,989.16
October 2013	49,425,365.99
November 2013	48,542,854.57
December 2013	47,663,433.06
January 2014	46,787,079.70
February 2014	45,913,772.83
March 2014	45,043,490.87
April 2014	44,176,212.34
May 2014	$43,311,915.82
June 2014	42,450,580.00
July 2014	41,592,183.64
August 2014	40,736,705.59
September 2014	39,884,124.78
October 2014	39,034,420.24
November 2014	38,187,571.05
December 2014	37,343,556.41
January 2015	36,502,355.56
February 2015	35,663,947.86
March 2015	34,828,312.73
April 2015	33,995,429.68
May 2015	33,174,290.48
June 2015	32,372,623.92
July 2015	31,589,974.09
August 2015	30,825,895.63
September 2015	30,079,953.50
October 2015	29,351,722.79
November 2015	28,640,788.43
December 2015	27,946,745.00
January 2016	27,269,196.50
February 2016	26,607,756.10
March 2016	25,962,045.99
April 2016	25,331,697.10
May 2016	24,716,348.98
June 2016	24,115,649.52
July 2016	23,529,254.81
August 2016	22,956,828.94
September 2016	22,398,043.80
October 2016	21,852,578.91
November 2016	21,320,121.25
December 2016	20,800,365.09
January 2017	20,293,011.79
February 2017	19,797,769.69
March 2017	19,314,353.90
April 2017	18,842,486.15
May 2017	18,381,894.69
June 2017	17,932,314.05
July 2017	17,493,484.98
August 2017	17,065,154.25
September 2017	16,647,074.55
October 2017	16,239,004.31
November 2017	15,840,707.60
December 2017	15,451,953.99
January 2018	15,072,518.44
February 2018	14,702,181.12
March 2018	14,340,727.38
April 2018	13,987,947.53
May 2018	13,643,636.80
June 2018	13,307,595.19
July 2018	12,979,627.38
August 2018	12,659,542.59
September 2018	$12,347,154.51
October 2018	12,042,281.18
November 2018	11,744,744.90
December 2018	11,454,372.11
January 2019	11,170,993.30
February 2019	10,894,442.94
March 2019	10,624,559.36
April 2019	10,361,184.68
May 2019	10,104,164.71
June 2019	9,853,348.86
July 2019	9,608,590.06
August 2019	9,369,744.70
September 2019	9,136,672.53
October 2019	8,909,236.57
November 2019	8,687,303.06
December 2019	8,470,741.36
January 2020	8,259,423.92
February 2020	8,053,226.14
March 2020	7,852,026.38
April 2020	7,655,705.82
May 2020	7,464,148.45
June 2020	7,277,240.97
July 2020	7,094,872.73
August 2020	6,916,935.70
September 2020	6,743,324.37
October 2020	6,573,935.70
November 2020	6,408,669.10
December 2020	6,247,426.31
January 2021	6,090,111.40
February 2021	5,936,630.69
March 2021	5,786,892.68
April 2021	5,640,808.06
May 2021	5,498,289.60
June 2021	5,359,252.11
July 2021	5,223,612.44
August 2021	5,091,289.35
September 2021	4,962,203.56
October 2021	4,836,277.63
November 2021	4,713,435.94
December 2021	4,593,604.67
January 2022	4,476,711.73
February 2022	4,362,686.73
March 2022	4,251,460.93
April 2022	4,142,967.24
May 2022	4,037,140.12
June 2022	3,933,915.59
July 2022	3,833,231.20
August 2022	3,735,025.93
September 2022	3,639,240.25
October 2022	3,545,816.00
November 2022	3,454,696.41
December 2022	3,365,826.05

Aggregate Group I (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
January 2023	$ 3,279,150.80	August 2027	$ 738,825.43	March 2032	$ 135,779.64
February 2023	3,194,617.82	September 2027	718,131.94	April 2032	131,177.06
March 2023	3,112,175.53	October 2027	697,975.14	May 2032	126,704.95
April 2023	3,031,773.55	November 2027	678,341.71	June 2032	122,359.89
May 2023	2,953,362.71	December 2027	659,218.65	July 2032	118,138.57
June 2023	2,876,894.99	January 2028	640,593.27	August 2032	114,037.74
July 2023	2,802,323.52	February 2028	622,453.19	September 2032	110,054.26
August 2023	2,729,602.55	March 2028	604,786.33	October 2032	106,185.03
September 2023	2,658,687.38	April 2028	587,580.90	November 2032	102,427.06
October 2023	2,589,534.39	May 2028	570,825.41	December 2032	98,777.43
November 2023	2,522,101.01	June 2028	554,508.61	January 2033	95,233.28
December 2023	2,456,345.66	July 2028	538,619.56	February 2033	91,791.83
January 2024	2,392,227.75	August 2028	523,147.58	March 2033	88,450.37
February 2024	2,329,707.65	September 2028	508,082.23	April 2033	85,206.25
March 2024	2,268,746.68	October 2028	493,413.34	May 2033	82,056.89
April 2024	2,209,307.07	November 2028	479,130.98	June 2033	78,999.79
May 2024	2,151,351.95	December 2028	465,225.47	July 2033	76,032.50
June 2024	2,094,845.34	January 2029	451,687.34	August 2033	73,152.62
July 2024	2,039,752.10	February 2029	438,507.39	September 2033	70,357.83
August 2024	1,986,037.92	March 2029	425,676.61	October 2033	67,645.86
September 2024	1,933,669.32	April 2029	413,186.23	November 2033	65,014.51
October 2024	1,882,613.61	May 2029	401,027.67	December 2033	62,461.60
November 2024	1,832,838.89	June 2029	389,192.59	January 2034	59,985.05
December 2024	1,784,314.00	July 2029	377,672.83	February 2034	57,582.80
January 2025	1,737,008.53	August 2029	366,460.44	March 2034	55,252.86
February 2025	1,690,892.81	September 2029	355,547.65	April 2034	52,993.28
March 2025	1,645,937.86	October 2029	344,926.90	May 2034	50,802.16
April 2025	1,602,115.39	November 2029	334,590.80	June 2034	48,677.67
May 2025	1,559,397.80	December 2029	324,532.15	July 2034	46,617.99
June 2025	1,517,758.12	January 2030	314,743.92	August 2034	44,621.37
July 2025	1,477,170.06	February 2030	305,219.25	September 2034	42,686.11
August 2025	1,437,607.94	March 2030	295,951.45	October 2034	40,810.52
September 2025	1,399,046.69	April 2030	286,934.01	November 2034	38,993.00
October 2025	1,361,461.84	May 2030	278,160.54	December 2034	37,231.95
November 2025	1,324,829.51	June 2030	269,624.85	January 2035	35,525.84
December 2025	1,289,126.39	July 2030	261,320.88	February 2035	33,873.15
January 2026	1,254,329.73	August 2030	253,242.71	March 2035	32,272.44
February 2026	1,220,417.32	September 2030	245,384.59	April 2035	30,722.26
March 2026	1,187,367.49	October 2030	237,740.90	May 2035	29,221.23
April 2026	1,155,159.07	November 2030	230,306.15	June 2035	27,767.99
May 2026	1,123,771.41	December 2030	223,075.00	July 2035	26,361.23
June 2026	1,093,184.36	January 2031	216,042.22	August 2035	24,999.65
July 2026	1,063,378.25	February 2031	209,202.74	September 2035	23,682.01
August 2026	1,034,333.87	March 2031	202,551.58	October 2035	22,407.08
September 2026	1,006,032.50	April 2031	196,083.91	November 2035	21,173.68
October 2026	978,455.83	May 2031	189,795.01	December 2035	19,980.65
November 2026	951,586.01	June 2031	183,680.28	January 2036	18,826.86
December 2026	925,405.63	July 2031	177,735.22	February 2036	17,711.20
January 2027	899,897.69	August 2031	171,955.45	March 2036	16,632.62
February 2027	875,045.58	September 2031	166,336.71	April 2036	15,590.06
March 2027	850,833.12	October 2031	160,874.83	May 2036	14,582.51
April 2027	827,244.50	November 2031	155,565.75	June 2036	13,608.99
May 2027	804,264.29	December 2031	150,405.50	July 2036	12,668.53
June 2027	781,877.44	January 2032	145,390.23	August 2036	11,760.18
July 2027	760,069.27	February 2032	140,516.17	September 2036	10,883.04

Aggregate Group I (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2036	$ 10,036.22	May 2037	$ 4,887.36	December 2037	$ 1,389.95
November 2036	9,218.85	June 2037	4,253.72	January 2038	1,050.53
December 2036	8,430.09	July 2037	3,643.37	February 2038	724.04
January 2037	7,669.11	August 2037	3,055.62	March 2038	410.10
February 2037	6,935.12	September 2037	2,489.83	April 2038	108.33
March 2037	6,227.33	October 2037	2,109.19	May 2038 and thereafter	0.00
April 2037	5,544.99	November 2037	1,742.71		

Aggregate Group II Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$26,452,000.00	August 2013	$ 3,060,838.42	March 2017	$ 96.64
February 2010	25,761,642.11	September 2013	2,791,329.78	April 2017	96.64
March 2010	25,170,314.26	October 2013	2,533,810.96	May 2017	96.64
April 2010	24,554,081.01	November 2013	2,288,111.28	June 2017	96.64
May 2010	23,914,050.38	December 2013	2,054,062.39	July 2017	96.64
June 2010	23,251,372.05	January 2014	1,831,498.26	August 2017	96.64
July 2010	22,579,441.03	February 2014	1,620,255.13	September 2017	96.64
August 2010	21,898,875.68	March 2014	1,420,171.47	October 2017	96.64
September 2010	21,210,323.12	April 2014	1,231,087.97	November 2017	96.64
October 2010	20,514,457.87	May 2014	1,052,847.51	December 2017	96.64
November 2010	19,811,980.34	June 2014	885,295.14	January 2018	96.64
December 2010	19,103,615.36	July 2014	728,278.03	February 2018	96.64
January 2011	18,390,110.46	August 2014	581,645.46	March 2018	96.64
February 2011	17,672,234.36	September 2014	445,248.79	April 2018	96.64
March 2011	16,950,775.16	October 2014	323,796.72	May 2018	96.64
April 2011	16,247,674.17	November 2014	222,471.45	June 2018	96.64
May 2011	15,562,674.90	December 2014	140,756.47	July 2018	96.64
June 2011	14,895,524.31	January 2015	78,147.67	August 2018	96.64
July 2011	14,245,972.70	February 2015	34,153.00	September 2018	96.64
August 2011	13,613,773.71	March 2015	8,292.22	October 2018	96.64
September 2011	12,998,684.30	April 2015	96.64	November 2018	96.64
October 2011	12,400,464.66	May 2015	96.64	December 2018	96.64
November 2011	11,818,878.18	June 2015	96.64	January 2019	96.64
December 2011	11,253,691.43	July 2015	96.64	February 2019	96.64
January 2012	10,704,674.11	August 2015	96.64	March 2019	96.64
February 2012	10,171,599.02	September 2015	96.64	April 2019	96.64
March 2012	9,654,242.01	October 2015	96.64	May 2019	96.64
April 2012	9,152,381.89	November 2015	96.64	June 2019	96.64
May 2012	8,665,800.50	December 2015	96.64	July 2019	96.64
June 2012	8,194,282.61	January 2016	96.64	August 2019	96.64
July 2012	7,737,615.86	February 2016	96.64	September 2019	96.64
August 2012	7,295,590.78	March 2016	96.64	October 2019	96.64
September 2012	6,868,000.71	April 2016	96.64	November 2019	96.64
October 2012	6,454,641.77	May 2016	96.64	December 2019	96.64
November 2012	6,055,312.85	June 2016	96.64	January 2020	96.64
December 2012	5,669,815.55	July 2016	96.64	February 2020	96.64
January 2013	5,297,954.18	August 2016	96.64	March 2020	96.64
February 2013	4,939,535.64	September 2016	96.64	April 2020	96.64
March 2013	4,594,369.52	October 2016	96.64	May 2020	96.64
April 2013	4,262,267.94	November 2016	96.64	June 2020	96.64
May 2013	3,943,045.59	December 2016	96.64	July 2020	96.64
June 2013	3,636,519.68	January 2017	96.64	August 2020	96.64
July 2013	3,342,509.92	February 2017	96.64	September 2020	96.64

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2020	$ 96.64	May 2025	$ 96.64	December 2029	$ 96.64
November 2020	96.64	June 2025	96.64	January 2030	96.64
December 2020	96.64	July 2025	96.64	February 2030	96.64
January 2021	96.64	August 2025	96.64	March 2030	96.64
February 2021	96.64	September 2025	96.64	April 2030	96.64
March 2021	96.64	October 2025	96.64	May 2030	96.64
April 2021	96.64	November 2025	96.64	June 2030	96.64
May 2021	96.64	December 2025	96.64	July 2030	96.64
June 2021	96.64	January 2026	96.64	August 2030	96.64
July 2021	96.64	February 2026	96.64	September 2030	96.64
August 2021	96.64	March 2026	96.64	October 2030	96.64
September 2021	96.64	April 2026	96.64	November 2030	96.64
October 2021	96.64	May 2026	96.64	December 2030	96.64
November 2021	96.64	June 2026	96.64	January 2031	96.64
December 2021	96.64	July 2026	96.64	February 2031	96.64
January 2022	96.64	August 2026	96.64	March 2031	96.64
February 2022	96.64	September 2026	96.64	April 2031	96.64
March 2022	96.64	October 2026	96.64	May 2031	96.64
April 2022	96.64	November 2026	96.64	June 2031	96.64
May 2022	96.64	December 2026	96.64	July 2031	96.64
June 2022	96.64	January 2027	96.64	August 2031	96.64
July 2022	96.64	February 2027	96.64	September 2031	96.64
August 2022	96.64	March 2027	96.64	October 2031	96.64
September 2022	96.64	April 2027	96.64	November 2031	96.64
October 2022	96.64	May 2027	96.64	December 2031	96.64
November 2022	96.64	June 2027	96.64	January 2032	96.64
December 2022	96.64	July 2027	96.64	February 2032	96.64
January 2023	96.64	August 2027	96.64	March 2032	96.64
February 2023	96.64	September 2027	96.64	April 2032	96.64
March 2023	96.64	October 2027	96.64	May 2032	96.64
April 2023	96.64	November 2027	96.64	June 2032	96.64
May 2023	96.64	December 2027	96.64	July 2032	96.64
June 2023	96.64	January 2028	96.64	August 2032	96.64
July 2023	96.64	February 2028	96.64	September 2032	96.64
August 2023	96.64	March 2028	96.64	October 2032	96.64
September 2023	96.64	April 2028	96.64	November 2032	96.64
October 2023	96.64	May 2028	96.64	December 2032	96.64
November 2023	96.64	June 2028	96.64	January 2033	96.64
December 2023	96.64	July 2028	96.64	February 2033	96.64
January 2024	96.64	August 2028	96.64	March 2033	96.64
February 2024	96.64	September 2028	96.64	April 2033	96.64
March 2024	96.64	October 2028	96.64	May 2033	96.64
April 2024	96.64	November 2028	96.64	June 2033	96.64
May 2024	96.64	December 2028	96.64	July 2033	96.64
June 2024	96.64	January 2029	96.64	August 2033	96.64
July 2024	96.64	February 2029	96.64	September 2033	96.64
August 2024	96.64	March 2029	96.64	October 2033	96.64
September 2024	96.64	April 2029	96.64	November 2033	96.64
October 2024	96.64	May 2029	96.64	December 2033	96.64
November 2024	96.64	June 2029	96.64	January 2034	96.64
December 2024	96.64	July 2029	96.64	February 2034	96.64
January 2025	96.64	August 2029	96.64	March 2034	96.64
February 2025	96.64	September 2029	96.64	April 2034	96.64
March 2025	96.64	October 2029	96.64	May 2034	96.64
April 2025	96.64	November 2029	96.64	June 2034	96.64

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
July 2034	$ 96.64	November 2035	$ 96.64	March 2037	$ 96.64
August 2034	96.64	December 2035	96.64	April 2037	96.64
September 2034	96.64	January 2036	96.64	May 2037	96.64
October 2034	96.64	February 2036	96.64	June 2037	96.64
November 2034	96.64	March 2036	96.64	July 2037	96.64
December 2034	96.64	April 2036	96.64	August 2037	96.64
January 2035	96.64	May 2036	96.64	September 2037	96.64
February 2035	96.64	June 2036	96.64	October 2037	96.64
March 2035	96.64	July 2036	96.64	November 2037	96.64
April 2035	96.64	August 2036	96.64	December 2037	96.64
May 2035	96.64	September 2036	96.64	January 2038	96.64
June 2035	96.64	October 2036	96.64	February 2038	96.64
July 2035	96.64	November 2036	96.64	March 2038	96.64
August 2035	96.64	December 2036	96.64	April 2038	96.64
September 2035	96.64	January 2037	96.64	May 2038 and thereafter	0.00
October 2035	96.64	February 2037	96.64		

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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$858,240,383

FannieMae®

Guaranteed REMIC Pass-Through Certificates

Fannie Mae REMIC Trust 2010-10

PROSPECTUS SUPPLEMENT

BofA Merrill Lynch

January 25, 2010