

\$491,178,351



FannieMae®
Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-90

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.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
WA(2)	1	\$91,441,459	SEQ	3.00%	FIX	31398TWY3	April 2028
MF(2)	1	68,581,093	SEQ	(3)	FLT	31398TWZ0	April 2028
MS(2)	1	68,581,093(4)	NTL	(3)	INV/IO	31398TXA4	April 2028
MC	1	39,977,448	SEQ	4.50	FIX	31398TXB2	August 2030
FA	2	27,977,734	PT	(3)	FLT	31398TXC0	August 2040
SA	2	27,977,734(4)	NTL	(3)	INV/IO	31398TXD8	August 2040
GF	2	17,818,576	PAC/AD	(3)	FLT	31398TXE6	August 2040
GS	2	17,818,576(4)	NTL	(3)	INV/IO	31398TXF3	August 2040
PA	2	25,644,000	PAC/AD	4.00	FIX	31398TXG1	April 2040
PK	2	1,083,866	PAC/AD	4.00	FIX	31398TXH9	August 2040
ZG	2	11,409,026	SUP	5.00	FIX/Z	31398TXJ5	August 2040
JA	3	32,560,600	SC/SEQ	2.00	FIX	31398TXK2	April 2040
JI(2)	3	16,280,300(4)	NTL	4.00	FIX/IO	31398TXL0	April 2040
JB(2)	3	5,523,230	SC/SEQ	4.00	FIX	31398TXM8	April 2040
QL	4	19,161,319	SC/PT	(5)	WAC	31398TXN6	September 2024

(Table continued on next page)

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The ML, ME, WB, JL, AM, AP and AL 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—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 July 30, 2010.

Carefully consider the risk factors starting on page S-8 of this prospectus supplement and starting on page 11 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.

Jefferies & Company

July 26, 2010

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
AB	5	\$51,000,000	XAC	4.00%	FIX	31398T X P 1	January 2036
AN	5	62,774,983	XAC	2.25	FIX	31398T X Q 9	February 2037
AI(2)	5	27,464,055(4)	NTL	4.00	FIX/IO	31398T X R 7	February 2037
AD(2)	5	13,725,017	XAC	4.00	FIX	31398T X S 5	July 2038
VN(2)	5	15,054,284	SEQ/AD	4.00	FIX	31398T X T 3	May 2038
ZN(2)	5	7,445,716	SEQ	4.00	FIX/Z	31398T X U 0	August 2040
R		0	NPR	0	NPR	31398T X V 8	August 2040
RL		0	NPR	0	NPR	31398T X W 6	August 2040

- (1) See “Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*” in the REMIC prospectus.
- (2) Exchangeable classes.
- (3) Based on LIBOR.

- (4) Notional balances. These classes are interest only classes. See page S-6 for a description of how their notional balances are calculated.
- (5) This class will bear interest at the variable interest rate described under “Description of the Certificates—Distributions of Interest—*Weighted Average Coupon Classes*” in this prospectus supplement.

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
AVAILABLE INFORMATION	S- 3	YIELD TABLES	S-16
SUMMARY	S- 4	<i>General</i>	S-16
ADDITIONAL RISK FACTORS	S- 8	<i>The Inverse Floating Rate</i>	
DESCRIPTION OF THE		<i>Classes</i>	S-17
CERTIFICATES	S- 9	<i>The Fixed Rate Interest Only</i>	
GENERAL	S- 9	<i>Classes</i>	S-18
<i>Structure</i>	S- 9	WEIGHTED AVERAGE LIVES OF THE	
<i>Fannie Mae Guaranty</i>	S-10	CERTIFICATES	S-19
<i>Characteristics of Certificates</i>	S-10	DECREMENT TABLES	S-20
<i>Authorized Denominations</i>	S-10	CHARACTERISTICS OF THE RESIDUAL	
THE TRUST MBS	S-10	CLASSES	S-25
THE UNDERLYING REMIC CERTIFICATES . .	S-11	CERTAIN ADDITIONAL FEDERAL	
DISTRIBUTIONS OF INTEREST	S-11	INCOME TAX CONSEQUENCES . .	S-25
<i>General</i>	S-11	U.S. TREASURY CIRCULAR 230 NOTICE . .	S-26
<i>Delay Classes and No-Delay</i>		REMIC ELECTIONS AND SPECIAL TAX	
<i>Classes</i>	S-11	ATTRIBUTES	S-26
<i>Accrual Classes</i>	S-11	TAXATION OF BENEFICIAL OWNERS OF	
<i>Weighted Average Coupon</i>		REGULAR CERTIFICATES	S-26
<i>Classes</i>	S-12	TAXATION OF BENEFICIAL OWNERS OF	
<i>The QL Class</i>	S-12	RESIDUAL CERTIFICATES	S-26
<i>The JL Class</i>	S-12	TAXATION OF BENEFICIAL OWNERS OF	
<i>The AP Class</i>	S-12	RCR CERTIFICATES	S-27
DISTRIBUTIONS OF PRINCIPAL	S-13	PLAN OF DISTRIBUTION	S-27
STRUCTURING ASSUMPTIONS	S-15	LEGAL MATTERS	S-27
<i>Pricing Assumptions</i>	S-15	EXHIBIT A	A- 1
<i>Prepayment Assumptions</i>	S-15	SCHEDULE 1	A- 2
<i>Principal Balance Schedule</i>	S-15	PRINCIPAL BALANCE	
		SCHEDULE	B- 1

AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2010 (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 a Group 3 or Group 4 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

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

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

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

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

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

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

Jefferies & Company, Inc.
The Metro Center
One Station Place, 3 North
Stamford, Connecticut 06902
(telephone 203-708-6550).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of July 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

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Class 2010-40-JC REMIC Certificate
4	Class 2009-71-GI RCR Certificate
	Class 2009-71-MB REMIC Certificate
5	Group 5 MBS

Group 1, Group 2 and Group 5

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$200,000,000	4.50%	4.75% to 7.00%	181 to 240
Group 2 MBS*	\$ 74,817,005	5.50%	5.75% to 8.00%	241 to 360
	\$ 9,116,197	5.50%	5.75% to 8.00%	241 to 360
Group 5 MBS	\$150,000,000	4.00%	4.25% to 6.50%	241 to 360

* As further described in this prospectus supplement, approximately \$74,817,005 in principal amount of the mortgage loans underlying the Group 2 MBS provide for interest only periods that may range from at least 7 to no more than 10 years following origination, and approximately \$9,116,197 in principal amount of the mortgage loans underlying the Group 2 MBS provide for interest only periods that may range from more than 10 to no more than 15 years following origination. The assumed remaining terms to expiration of the interest only periods for those mortgage loans are set forth below.

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>	<u>Remaining Term to Expiration of Interest Only Period (in months)</u>
Group 1 MBS	\$200,000,000	240	233	7	4.90%	N/A
Group 2 MBS	\$ 74,817,005	360	326	34	6.19%	86
	\$ 9,116,197	360	306	54	6.05%	126
Group 5 MBS	\$150,000,000	360	353	7	4.60%	N/A

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

Group 3 and Group 4 Underlying REMIC and RCR Certificates

Exhibit A describes the underlying REMIC and RCR certificates in Group 3 and Group 4, including certain information about the related mortgage loans. To learn more about the underlying REMIC and RCR certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Settlement Date

We expect to issue the certificates on July 30, 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:

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

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
MF	0.746%	6.50%	0.40%	LIBOR + 40 basis points
MS	5.754%	6.10%	0.00%	6.1% – LIBOR
FA	0.996%	6.50%	0.65%	LIBOR + 65 basis points
SA	5.504%	5.85%	0.00%	5.85% – LIBOR
GF	0.846%	6.50%	0.50%	LIBOR + 50 basis points
GS	5.654%	6.00%	0.00%	6% – LIBOR

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

During each interest accrual period, the weighted average coupon classes will bear interest at the applicable annual rates described under “Description of the Certificates—Distributions of Interest—*Weighted Average Coupon Classes*” in this prospectus supplement.

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:

<u>Class</u>	
MS	100% of the MF Class
SA	100% of the FA Class
GS	100% of the GF Class
JI	50% of the JA Class
AI	43.7499999004% of the AN 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)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>
WA, MF, MS, ML, ME and WB	10.6	5.9	2.8	2.2	1.7	1.3
MC	18.9	16.1	9.6	7.2	5.2	3.6

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>									
	<u>0%</u>	<u>100%</u>	<u>225%</u>	<u>320%</u>	<u>375%</u>	<u>500%</u>	<u>650%</u>	<u>1000%</u>	<u>1400%</u>	<u>2100%</u>
FA and SA	22.7	11.0	6.3	4.6	3.9	2.8	2.0	1.1	0.6	0.1
GF and GS	15.0	6.4	4.5	4.5	4.5	3.4	2.5	1.4	0.7	0.1
PA	14.7	6.0	4.0	4.0	4.0	3.0	2.2	1.2	0.6	0.1
PK	21.8	15.9	15.9	15.9	15.9	12.0	8.9	4.9	2.4	0.1
ZG	26.4	18.7	13.5	4.8	1.5	0.6	0.4	0.2	0.1	0.1

		PSA Prepayment Assumption								
<u>Group 3 Classes</u>	<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>500%</u>	<u>850%</u>	<u>1200%</u>	<u>1700%</u>	<u>2100%</u>	<u>3100%</u>	
JA and JI	10.7	4.9	3.2	3.1	2.1	1.6	1.2	1.0	0.7	
JB and JL	18.9	11.1	9.8	9.0	5.1	3.4	2.0	1.5	0.9	

		PSA Prepayment Assumption						
<u>Group 4 Class</u>		<u>0%</u>	<u>100%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>	<u>1500%</u>
QL†		13.2	10.5	7.4	5.8	4.2	2.7	1.1

		PSA Prepayment Assumption						
<u>Group 5 Classes</u>		<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1300%</u>
AB		10.3	5.9	4.7	4.2	3.2	2.5	1.7
AN and AI		22.1	7.9	2.8	1.6	1.2	1.0	0.7
AD		27.2	17.8	9.5	4.3	2.3	1.9	1.3
VN		16.4	15.0	10.5	7.5	5.3	4.0	2.4
ZN		29.0	25.0	17.9	12.7	8.8	6.5	3.5
AM and AP		28.3	21.7	13.2	8.1	5.2	3.9	2.3
AL		29.0	24.0	15.4	10.4	7.0	5.1	2.9

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

† The weighted average life information set forth for this class is based solely on assumed principal distributions.

ADDITIONAL RISK FACTORS

Our purchases of delinquent loans from our single-family MBS trusts may result in increased rates of principal payments on your certificates. On February 10, 2010, we announced that we intend to increase significantly our purchases of delinquent loans from our single-family MBS trusts. If the MBS directly or indirectly backing your certificates hold delinquent loans, those MBS could as a result experience increased prepayments. In turn, this may result in an increase in the rate of principal payments on your certificates. You should refer to the MBS Prospectus for further information about our option to purchase delinquent loans from MBS pools and to our Web site at www.fanniemae.com for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

Payments on the Group 3 Classes and the Group 4 Class also will be affected by the payment priorities governing the related underlying REMIC and RCR certificates. If you invest in any Group 3 or Group 4 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying REMIC and RCR certificates.

As described in the related Underlying REMIC Disclosure Documents, the underlying REMIC and RCR certificates in Group 3 and Group 4 may be subsequent in payment priority to certain other classes issued from the related underlying REMIC trusts. As a result, such other classes may receive principal before principal is paid on the related underlying REMIC and RCR certificates in Group 3 and Group 4, possibly for long periods.

In addition, as described in the related Underlying REMIC Disclosure Document, the Group 3 Underlying REMIC Certificate is governed by a principal balance schedule. As a result, that underlying REMIC certificate may receive principal payments faster or slower than would otherwise have been the case. In some cases, it may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance

schedule on principal payments over time may be eliminated. In such a case, the related underlying REMIC certificate would receive principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the underlying REMIC certificate in Group 3 has adhered to the related principal balance schedule,
- any related support classes remain outstanding, or
- the underlying REMIC certificate in Group 3 otherwise has performed as originally anticipated.

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

The rate of prepayment of relocation mortgage loans may be higher than that of non-relocation mortgage loans. The mortgage loans underlying the Group 5 MBS are relocation mortgage loans made to borrowers whose employers frequently relocate their employees. Accordingly, the rate of prepayment of these mortgage loans will be influenced by:

- the circumstances of individual employees and employers,
- the characteristics of the relocation programs and
- the occurrence and timing of the relocation of the borrowers.

It is possible that borrowers under relocation mortgage loans are more likely than other borrowers to be transferred by their employers. If so, relocation mortgage loans would experience a higher rate of prepayment than non-relocation mortgage loans. Because many unpredictable factors affect the prepayment rate of relocation mortgage loans, we cannot estimate the prepayment experience of such mortgage loans. We are unaware of any conclusive data on the prepayment rate of relocation mortgage loans. See “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus.

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 May 1, 2010 and a supplement thereto dated as of July 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 May 1, 2010 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:

- three groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS” and “Group 5 MBS,” and together, the “Trust MBS”), and
- two groups of previously issued REMIC and RCR certificates (the “Group 3 Underlying REMIC Certificate” and “Group 4 Underlying REMIC and RCR Certificates,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A.

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

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

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

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

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	Trust MBS and 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 and the Underlying REMIC Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Documents. 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 in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

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

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

The Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 20 years in the case of the Group 1 MBS, and up to 30 years in the case of the Group 2 MBS and Group 5 MBS.

In addition, the scheduled monthly payments on approximately \$74,817,005 in principal amount of the Mortgage Loans underlying the Group 2 MBS represent accrued interest only for periods that may range from at least seven to no more than ten years following origination, and the scheduled monthly payments on approximately \$9,116,197 in principal amount of the Mortgage Loans underlying the Group 2 MBS represent accrued interest only for periods that may range from more than ten to no more than fifteen years following origination. See “Risk Factors—Prepayment Factors—*Refinance Environment*—Fixed-rate and adjustable-rate mortgage loans with long initial interest-only payment periods may be more likely to be refinanced or become delinquent than other mortgage loans” in the MBS Prospectus.

Finally, the Mortgage Loans underlying the Group 5 MBS are relocation mortgage loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Additional Risk Factor—*The rate of prepayment of relocation mortgage loans may be higher than that of nonrelocation mortgage loans*” in this prospectus supplement.

For additional information, see “Summary—Group 1, Group 2 and Group 5—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 Underlying REMIC Certificates

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of those trusts 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.

In addition, the Mortgage Loans backing the Group 3 Underlying REMIC Certificate are insured by the Federal Housing Administration (FHA) or guaranteed by the U.S. Department of Veterans Affairs (VA) or the Rural Housing Service of the U.S. Department of Agriculture (RHS). These Mortgage Loans may include certain higher balance FHA loans originated on or after March 6, 2008.

Distributions on the Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying REMIC Certificates are described in the applicable Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Underlying REMIC Certificates. Exhibit A is being provided in lieu of a Final Data Statement with respect to the Underlying REMIC Certificates.

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

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement. 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:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes and Weighted Average Coupon Classes	Floating Rate and Inverse Floating Rate Classes

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

Accrual Classes. The ZG and ZN 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.

Weighted Average Coupon Classes

The QL Class. On each Distribution Date, we will pay interest on the QL Class at an annual rate equal to the *product* of

- a fraction, expressed as a percentage, the numerator of which is the aggregate amount of interest accrued during the related Interest Accrual Period on the Group 4 Underlying REMIC and RCR Certificates, and the denominator of which is the principal balance of the QL Class immediately preceding that Distribution Date,

multiplied by

- 12.

During the initial Interest Accrual Period, the QL Class is expected to bear interest at the annual rate of approximately 18.46236%.

Our determination of the interest rate for the QL Class for each Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

The JL Class. On each Distribution Date, we will pay interest on the JL Class at an annual rate equal to the *product* of

- a fraction, expressed as a percentage, the numerator of which is the aggregate amount of interest accrued during the related Interest Accrual Period on the Certificates of the JB and JI Classes that were exchanged for the Certificates of the JL Class, and the denominator of which is the aggregate principal balance of the related Certificates of the JL Class immediately preceding that Distribution Date,

multiplied by

- 12.

During the initial Interest Accrual Period, the JL Class is expected to bear interest at the annual rate of approximately 15.79041%.

Our determination of the interest rate for the JL Class for each Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

The AP Class. On each Distribution Date, we will pay interest on the AP Class at an annual rate equal to the *product* of

- a fraction, expressed as a percentage, the numerator of which is the aggregate amount of interest accrued during the related Interest Accrual Period on the Certificates of the AD, AI, VN and ZN Classes that were exchanged for the Certificates of the AP Class, and the denominator of which is the aggregate principal balance of the related Certificates of the AP Class immediately preceding that Distribution Date,

multiplied by

- 12.

During the initial Interest Accrual Period, the AP Class is expected to bear interest at the annual rate of approximately 7.03260%.

Our determination of the interest rate for the AP Class for each Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

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 Group 1 Principal Distribution Amount in the following priority:

1. To WA and MF, pro rata, until retired.
2. To MC until retired.

} Sequential
Pay Classes

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

- *Group 2*

The ZG Accrual Amount to the Aggregate Group to its Planned Balance, and thereafter to ZG.

} Accretion
Directed/PAC
Group and
Accrual Class

The Group 2 Cash Flow Distribution Amount as follows:

— 66.6666666667% in the following priority:

- first*, to the Aggregate Group to its Planned Balance;
second, to ZG until retired; and
third, to the Aggregate Group to zero, and

} PAC Group

} Support
Class

} PAC Group

— 33.3333333333% to FA until retired.

} Pass-Through
Class

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

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

The “Aggregate Group” consists of the GF, PA and PK Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group as follows:

- 39.9999982041% to GF until retired, and
- 60.0000017959% to PA and PK, in that order, until retired.

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

- *Group 3*

The Group 3 Principal Distribution Amount to JA and JB, in that order, until retired.

} Structured
Collateral/
Sequential
Pay Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount to QL until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 4 Principal Distribution Amount” is the principal then paid on the Group 4 Underlying REMIC and RCR Certificates.

- *Group 5*

The ZN Accrual Amount to VN until retired, and thereafter to ZN.

} Accretion
Directed
Class and
Accrual Class

The Group 5 Cash Flow Distribution Amount in the following priority:

1. To the AB Class until retired, in an amount equal to the *lesser* of
 - 99.0% of the Group 5 Cash Flow Distribution Amount for that Distribution Date
 - or*
 - the *sum* of
 - (x) the *product* of
 - the aggregate amount of scheduled payments of principal included in the Group 5 Cash Flow Distribution Amount on that Distribution Date
 - multiplied by*
 - the Basic Percentage (described below) for that Distribution Date
 - multiplied by*
 - 2.0
 - plus*
 - (y) the *product* of
 - the aggregate amount of unscheduled payments of principal included in the Group 5 Cash Flow Distribution Amount on that Distribution Date
 - multiplied by*
 - the Basic Percentage for that Distribution Date
 - multiplied by*
 - the Shift Percentage (described below) for that Distribution Date.
2. To AN and AD, in that order, until retired.
3. To AB until retired.
4. To VN and ZN, in that order, until retired.

} Index
Allocation
Classes

} Sequential
Pay Classes

The “Basic Percentage” for any Distribution Date will be equal to a fraction, expressed as a percentage, the numerator of which is the *sum* of \$25,500,000 *plus* the principal balance of the AB Class, and the denominator of which is the aggregate principal balance of the AB, AN and AD Classes, in each case before giving effect to any payments on that Distribution Date.

The “Shift Percentage” for any Distribution Date during the periods specified below will be as follows:

<u>Distribution Date in</u>	<u>Shift Percentage</u>
August 2010 through July 2013	0%
August 2013 through July 2014	30%
August 2014 through July 2015	40%
August 2015 through July 2016	60%
August 2016 through July 2017	80%
August 2017 and thereafter.	100%

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

The “Group 5 Cash Flow Distribution Amount” is the principal then paid on the Group 5 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 Underlying REMIC Certificates, the applicable priority sequences affecting principal payments on the 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 2 and Group 5 MBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 2 MBS have the remaining terms to expiration of their interest only periods specified under “Summary—Group 1, Group 2 and Group 5 MBS—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 July 30, 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 Schedule. The Principal Balance Schedule for the Aggregate Group is set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedule was prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the “Structuring Range” specified in the chart below. The “Effective Range” for the Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce the 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 Group. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been

provided for the individual Classes included in the Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Group</u>	<u>Structuring Range</u>	<u>Initial Effective Range</u>
Aggregate Group Planned Balances	Between 225% and 375% PSA	Between 225% and 375% PSA

The Aggregate Group consists of the following Classes:

Aggregate Group GF, PA and PK

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

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

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 the Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing the 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 the Structuring Range or the Effective Range, principal distributions may be insufficient to reduce the Aggregate Group to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Range at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Range will likely differ from the Initial Effective Range specified above. For the same reason, the Aggregate Group might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the Initial Effective Range. This is so particularly if the rates fall at the lower or higher end of the range.
- The actual Effective Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of the Aggregate Group will be supported by one other Class. When the related supporting Class is retired, the Aggregate Group, 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:

<u>Class</u>	<u>Price*</u>
MS	12.375%
SA	15.000%
GS	13.000%

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	350%	500%	700%	1000%
0.170%.....	43.4%	39.6%	17.3%	2.4%	(17.3)%	(44.7)%
0.346%.....	41.7%	37.9%	15.4%	0.4%	(19.4)%	(46.8)%
2.346%.....	22.4%	18.2%	(7.3)%	(23.8)%	(45.0)%	(72.7)%
4.346%.....	1.5%	(3.6)%	(34.6)%	(53.6)%	(76.6)%	*
6.100%.....	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%
0.170%.....	37.2%	33.6%	24.3%	17.0%	12.6%	2.3%	(10.8)%	(45.9)%	*	*
0.346%.....	35.8%	32.2%	23.0%	15.7%	11.4%	1.2%	(11.9)%	(46.8)%	*	*
2.346%.....	20.7%	17.3%	8.6%	1.8%	(2.3)%	(12.0)%	(24.3)%	(57.3)%	*	*
4.346%.....	4.6%	1.5%	(6.7)%	(13.1)%	(16.9)%	(25.9)%	(37.4)%	(68.8)%	*	*
5.850%.....	*	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%
0.170%.....	42.1%	36.6%	25.6%	25.6%	25.6%	18.0%	5.2%	(31.5)%	(91.3)%	*
0.346%.....	40.5%	35.0%	24.1%	24.1%	24.1%	16.4%	3.7%	(32.9)%	(92.3)%	*
2.346%.....	22.4%	16.7%	7.0%	7.0%	7.0%	(1.4)%	(13.8)%	(48.0)%	*	*
4.346%.....	2.4%	(3.8)%	(10.9)%	(10.9)%	(10.9)%	(19.7)%	(31.4)%	(63.4)%	*	*
6.000%.....	*	*	*	*	*	*	*	*	*	*

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
JI	915%
AI	423%

For either 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 original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
JI	7.5%
AI	6.0%

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

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

Sensitivity of the JI Class to Prepayments

	PSA Prepayment Assumption								
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>500%</u>	<u>850%</u>	<u>1200%</u>	<u>1700%</u>	<u>2100%</u>	<u>3100%</u>
Pre-Tax Yields to Maturity . .	47.0%	41.8%	29.3%	27.4%	4.6%	(20.4)%	(53.8)%	(80.2)%	*

Sensitivity of the AI Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1300%</u>
Pre-Tax Yields to Maturity . .	67.9%	61.6%	36.9%	4.2%	(29.0)%	(56.8)%	*

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 2, Group 3 and Group 5 Classes and
- in the case of the Group 3 and Group 4 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC Certificates.

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

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

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA rates and the corresponding weighted average lives of those Classes. The tables have been prepared on the basis of the Pricing Assumptions.

In the case of the information set forth for each Class under 0% PSA, however, we assumed that the Mortgage Loans have the original and remaining terms to maturity and bear interest at the annual rates specified in the table below.

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	240 months	240 months	7.00%
Group 2 MBS	360 months	360 months(1)	8.00%
Group 3 Underlying REMIC Certificate	360 months	357 months	(2)
Group 4 Underlying REMIC and RCR Certificates	180 months	169 months	7.00%
Group 5 MBS	360 months	360 months	6.50%

(1) In addition, we have assumed that approximately \$74,817,005 and \$9,116,197 in principal amounts of the Mortgage Loans backing the Group 2 MBS have remaining interest only periods of 120 months and 180 months, respectively.

(2) Approximately 67.49% and 32.51% of the mortgage loans backing the Group 3 Underlying REMIC Certificate (in each case, by principal balance at the Issue Date) are assumed to have interest rates of 7.50% and 8.00%, respectively.

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates, remaining terms to maturity or, if applicable, remaining interest only periods assumed, or that the Mortgage Loans will prepay at any *constant* PSA level.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA rates, even if the weighted average remaining term to maturity and the weighted average loan age of the Mortgage Loans are identical to the weighted averages specified in the Pricing Assumptions. This is the case because pools of loans with identical weighted averages are nonetheless likely to reflect differing dispersions of the related characteristics.

Percent of Original Principal Balances Outstanding

Date	WA, MF, MS†, ML, ME and WB Classes						MC Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	350%	500%	700%	1000%	0%	100%	350%	500%	700%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	97	93	85	80	73	63	100	100	100	100	100	100
July 2012	94	83	62	50	36	16	100	100	100	100	100	100
July 2013	90	73	41	26	9	0	100	100	100	100	100	64
July 2014	87	63	25	9	0	0	100	100	100	100	76	24
July 2015	83	54	13	0	0	0	100	100	100	91	42	9
July 2016	79	46	3	0	0	0	100	100	100	61	23	4
July 2017	74	38	0	0	0	0	100	100	85	40	13	1
July 2018	69	31	0	0	0	0	100	100	63	26	7	1
July 2019	64	24	0	0	0	0	100	100	47	17	4	*
July 2020	58	17	0	0	0	0	100	100	34	11	2	*
July 2021	52	11	0	0	0	0	100	100	25	7	1	*
July 2022	46	6	0	0	0	0	100	100	17	5	1	*
July 2023	39	1	0	0	0	0	100	100	12	3	*	*
July 2024	32	0	0	0	0	0	100	83	8	2	*	*
July 2025	24	0	0	0	0	0	100	65	6	1	*	*
July 2026	15	0	0	0	0	0	100	49	3	1	*	*
July 2027	6	0	0	0	0	0	100	33	2	*	*	*
July 2028	0	0	0	0	0	0	87	19	1	*	*	*
July 2029	0	0	0	0	0	0	45	5	*	*	*	*
July 2030	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.6	5.9	2.8	2.2	1.7	1.3	18.9	16.1	9.6	7.2	5.2	3.6

Date	FA and SA† Classes										GF and GS† Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%	0%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	94	87	81	78	70	61	40	16	0	99	91	83	83	83	83	77	50	20	0
July 2012	100	88	75	65	60	49	37	16	3	0	97	83	68	68	68	62	47	20	3	0
July 2013	100	83	65	53	47	34	23	6	*	0	96	75	56	56	56	43	29	8	1	0
July 2014	100	78	56	43	36	24	14	3	*	0	94	67	45	45	45	30	17	3	*	0
July 2015	100	73	48	34	28	17	8	1	*	0	93	59	35	35	35	21	11	1	*	0
July 2016	100	69	42	28	22	12	5	*	*	0	91	52	27	27	27	15	6	1	*	0
July 2017	100	65	36	22	17	8	3	*	*	0	89	45	21	21	21	10	4	*	*	0
July 2018	100	60	31	18	13	6	2	*	*	0	87	37	16	16	16	7	2	*	*	0
July 2019	100	55	26	14	10	4	1	*	*	0	85	29	12	12	12	5	1	*	*	0
July 2020	100	50	22	11	7	3	1	*	*	0	83	21	9	9	9	3	1	*	*	0
July 2021	98	46	18	9	5	2	*	*	0	0	79	13	7	7	7	2	*	*	0	0
July 2022	96	41	15	7	4	1	*	*	0	0	74	5	5	5	5	2	*	*	0	0
July 2023	94	37	13	5	3	1	*	*	0	0	69	4	4	4	4	1	*	*	0	0
July 2024	91	33	10	4	2	1	*	*	0	0	63	3	3	3	3	1	*	*	0	0
July 2025	89	30	9	3	2	*	*	*	0	0	58	2	2	2	2	*	*	*	0	0
July 2026	86	26	7	2	1	*	*	*	0	0	51	2	2	2	2	*	*	*	0	0
July 2027	82	23	6	2	1	*	*	*	0	0	43	1	1	1	1	*	*	*	0	0
July 2028	78	20	4	1	1	*	*	*	0	0	36	1	1	1	1	*	*	*	0	0
July 2029	74	17	4	1	*	*	*	*	0	0	27	1	1	1	1	*	*	*	0	0
July 2030	70	15	3	1	*	*	*	0	0	0	18	*	*	*	*	*	*	0	0	0
July 2031	65	12	2	1	*	*	*	0	0	0	9	*	*	*	*	*	*	0	0	0
July 2032	60	10	2	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2033	54	7	1	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2034	48	5	1	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2035	42	3	*	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2036	35	2	*	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2037	27	*	*	*	*	*	*	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2038	19	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	10	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	22.7	11.0	6.3	4.6	3.9	2.8	2.0	1.1	0.6	0.1	15.0	6.4	4.5	4.5	4.5	3.4	2.5	1.4	0.7	0.1

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

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

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

Date	PA Class										PK Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%	0%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	99	91	82	82	82	82	76	48	17	0	100	100	100	100	100	100	100	100	100	0
July 2012	97	82	67	67	67	60	44	17	0	0	100	100	100	100	100	100	100	100	79	0
July 2013	96	74	54	54	54	41	25	4	0	0	100	100	100	100	100	100	100	100	13	0
July 2014	94	65	42	42	42	27	14	0	0	0	100	100	100	100	100	100	100	79	2	0
July 2015	92	58	32	32	32	18	7	0	0	0	100	100	100	100	100	100	100	32	*	0
July 2016	91	50	24	24	24	11	3	0	0	0	100	100	100	100	100	100	100	13	*	0
July 2017	89	43	18	18	18	7	0	0	0	0	100	100	100	100	100	100	97	5	*	0
July 2018	87	34	12	12	12	3	0	0	0	0	100	100	100	100	100	100	58	2	*	0
July 2019	85	26	8	8	8	1	0	0	0	0	100	100	100	100	100	100	35	1	*	0
July 2020	83	17	5	5	5	0	0	0	0	0	100	100	100	100	100	81	21	*	*	0
July 2021	78	9	3	3	3	0	0	0	0	0	100	100	100	100	100	55	12	*	*	0
July 2022	73	1	1	1	1	0	0	0	0	0	100	100	100	100	100	37	7	*	0	0
July 2023	68	0	0	0	0	0	0	0	0	0	100	93	93	93	93	25	4	*	0	0
July 2024	62	0	0	0	0	0	0	0	0	0	100	69	69	69	69	17	2	*	0	0
July 2025	56	0	0	0	0	0	0	0	0	0	100	51	51	51	51	11	1	*	0	0
July 2026	49	0	0	0	0	0	0	0	0	0	100	37	37	37	37	7	1	*	0	0
July 2027	41	0	0	0	0	0	0	0	0	0	100	27	27	27	27	5	*	*	0	0
July 2028	33	0	0	0	0	0	0	0	0	0	100	19	19	19	19	3	*	*	0	0
July 2029	24	0	0	0	0	0	0	0	0	0	100	14	14	14	14	2	*	*	0	0
July 2030	15	0	0	0	0	0	0	0	0	0	100	9	9	9	9	1	*	*	0	0
July 2031	5	0	0	0	0	0	0	0	0	0	100	6	6	6	6	1	*	*	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	4	4	4	4	4	*	*	*	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	3	3	3	3	3	*	*	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	2	2	2	2	2	*	*	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.7	6.0	4.0	4.0	4.0	3.0	2.2	1.2	0.6	0.1	21.8	15.9	15.9	15.9	15.9	12.0	8.9	4.9	2.4	0.1

Date	ZG Class										JA and JI† Classes								
	PSA Prepayment Assumption										PSA Prepayment Assumption								
	0%	100%	225%	320%	375%	500%	650%	1000%	1400%	2100%	0%	100%	300%	500%	850%	1200%	1700%	2100%	3100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	105	105	100	72	56	19	0	0	0	0	97	92	89	89	89	85	65	48	0
July 2012	110	110	100	54	28	0	0	0	0	0	94	82	70	70	49	23	0	0	0
July 2013	116	116	100	42	11	0	0	0	0	0	90	70	50	49	15	0	0	0	0
July 2014	122	122	100	35	3	0	0	0	0	0	86	58	34	28	0	0	0	0	0
July 2015	128	128	100	32	*	0	0	0	0	0	82	47	20	14	0	0	0	0	0
July 2016	135	135	99	30	*	0	0	0	0	0	78	36	9	4	0	0	0	0	0
July 2017	142	142	95	28	*	0	0	0	0	0	74	26	2	0	0	0	0	0	0
July 2018	149	149	88	25	*	0	0	0	0	0	69	17	0	0	0	0	0	0	0
July 2019	157	157	80	22	*	0	0	0	0	0	64	7	0	0	0	0	0	0	0
July 2020	165	165	71	18	*	0	0	0	0	0	58	0	0	0	0	0	0	0	0
July 2021	173	173	63	16	*	0	0	0	0	0	53	0	0	0	0	0	0	0	0
July 2022	182	182	55	13	*	0	0	0	0	0	47	0	0	0	0	0	0	0	0
July 2023	191	167	47	11	*	0	0	0	0	0	40	0	0	0	0	0	0	0	0
July 2024	201	152	40	9	*	0	0	0	0	0	33	0	0	0	0	0	0	0	0
July 2025	211	137	34	7	*	0	0	0	0	0	26	0	0	0	0	0	0	0	0
July 2026	222	123	28	6	*	0	0	0	0	0	18	0	0	0	0	0	0	0	0
July 2027	234	109	23	4	*	0	0	0	0	0	9	0	0	0	0	0	0	0	0
July 2028	246	95	19	3	*	0	0	0	0	0	*	0	0	0	0	0	0	0	0
July 2029	258	82	15	3	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2030	271	70	12	2	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2031	285	58	9	1	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2032	294	47	7	1	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2033	267	36	5	1	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	237	26	3	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	205	17	2	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	171	9	1	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	133	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	92	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	48	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.4	18.7	13.5	4.8	1.5	0.6	0.4	0.2	0.1	0.1	10.7	4.9	3.2	3.1	2.1	1.6	1.2	1.0	0.7

* 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	JB and JL Classes								
	PSA Prepayment Assumption								
	0%	100%	300%	500%	850%	1200%	1700%	2100%	3100%
Initial Percent	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	100	0
July 2012	100	100	100	100	100	100	9	0	0
July 2013	100	100	100	100	100	64	0	0	0
July 2014	100	100	100	100	89	17	0	0	0
July 2015	100	100	100	100	42	3	0	0	0
July 2016	100	100	100	100	19	0	0	0	0
July 2017	100	100	100	85	8	0	0	0	0
July 2018	100	100	77	58	3	0	0	0	0
July 2019	100	100	54	39	*	0	0	0	0
July 2020	100	87	37	26	0	0	0	0	0
July 2021	100	35	25	17	0	0	0	0	0
July 2022	100	17	17	11	0	0	0	0	0
July 2023	100	11	11	6	0	0	0	0	0
July 2024	100	6	6	3	0	0	0	0	0
July 2025	100	3	3	1	0	0	0	0	0
July 2026	100	1	1	0	0	0	0	0	0
July 2027	100	0	0	0	0	0	0	0	0
July 2028	100	0	0	0	0	0	0	0	0
July 2029	44	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0
Weighted Average									
Life (years)**	18.9	11.1	9.8	9.0	5.1	3.4	2.0	1.5	0.9

Date	QL† Class						
	PSA Prepayment Assumption						
	0%	100%	350%	500%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	48
July 2012	100	100	100	100	100	71	4
July 2013	100	100	100	100	79	26	*
July 2014	100	100	100	89	42	10	*
July 2015	100	100	100	56	22	3	*
July 2016	100	100	72	35	11	1	*
July 2017	100	100	49	21	6	*	*
July 2018	100	100	32	12	3	*	0
July 2019	100	94	20	7	1	*	0
July 2020	100	63	11	3	1	*	0
July 2021	100	34	5	1	*	*	0
July 2022	100	7	1	*	*	*	0
July 2023	58	0	0	0	0	0	0
July 2024	5	0	0	0	0	0	0
July 2025	0	0	0	0	0	0	0
Weighted Average							
Life (years)**	13.2	10.5	7.4	5.8	4.2	2.7	1.1

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

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

† The weighted average life information set forth for this class is based solely on assumed principal distributions.

Date	AB Class							AN and AI† Classes							AD Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	250%	400%	600%	800%	1300%	0%	100%	250%	400%	600%	800%	1300%	0%	100%	250%	400%	600%	800%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	97	94	94	94	94	94	94	100	94	85	75	62	50	17	100	100	100	100	100	100	100
July 2012	93	88	88	88	88	87	16	100	84	59	35	5	0	0	100	100	100	100	100	0	0
July 2013	90	82	82	81	60	23	0	100	72	33	0	0	0	0	100	100	100	93	0	0	0
July 2014	86	73	67	59	21	0	0	100	64	18	0	0	0	0	100	100	100	33	0	0	0
July 2015	81	63	50	33	0	0	0	100	58	10	0	0	0	0	100	100	100	24	0	0	0
July 2016	77	51	30	11	0	0	0	100	54	8	0	0	0	0	100	100	100	24	0	0	0
July 2017	72	39	11	0	0	0	0	100	51	8	0	0	0	0	100	100	100	7	0	0	0
July 2018	67	26	0	0	0	0	0	100	50	4	0	0	0	0	100	100	100	0	0	0	0
July 2019	62	14	0	0	0	0	0	100	48	0	0	0	0	0	100	100	70	0	0	0	0
July 2020	56	4	0	0	0	0	0	100	47	0	0	0	0	0	100	100	29	0	0	0	0
July 2021	49	0	0	0	0	0	0	100	40	0	0	0	0	0	100	100	0	0	0	0	0
July 2022	43	0	0	0	0	0	0	99	31	0	0	0	0	0	100	100	0	0	0	0	0
July 2023	36	0	0	0	0	0	0	99	22	0	0	0	0	0	100	100	0	0	0	0	0
July 2024	29	0	0	0	0	0	0	99	14	0	0	0	0	0	100	100	0	0	0	0	0
July 2025	22	0	0	0	0	0	0	98	7	0	0	0	0	0	100	100	0	0	0	0	0
July 2026	15	0	0	0	0	0	0	97	0	0	0	0	0	0	100	100	0	0	0	0	0
July 2027	7	0	0	0	0	0	0	95	0	0	0	0	0	0	100	70	0	0	0	0	0
July 2028	*	0	0	0	0	0	0	93	0	0	0	0	0	0	100	43	0	0	0	0	0
July 2029	0	0	0	0	0	0	0	84	0	0	0	0	0	0	100	17	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	75	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	66	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	55	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	44	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	32	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	19	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	6	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	61	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.3	5.9	4.7	4.2	3.2	2.5	1.7	22.1	7.9	2.8	1.6	1.2	1.0	0.7	27.2	17.8	9.5	4.3	2.3	1.9	1.3

Date	VN Class							ZN Class							AM and AP Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	250%	400%	600%	800%	1300%	0%	100%	250%	400%	600%	800%	1300%	0%	100%	250%	400%	600%	800%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	98	98	98	98	98	98	98	104	104	104	104	104	104	104	100	100	100	100	100	100	100
July 2012	96	96	96	96	96	96	96	108	108	108	108	108	108	108	100	100	100	100	100	62	62
July 2013	94	94	94	94	94	94	0	113	113	113	113	113	113	89	100	100	100	97	62	62	18
July 2014	91	91	91	91	91	58	0	117	117	117	117	117	117	19	100	100	100	75	62	48	4
July 2015	89	89	89	89	78	0	0	122	122	122	122	122	119	4	100	100	100	71	57	24	1
July 2016	87	87	87	87	23	0	0	127	127	127	127	127	61	1	100	100	100	71	36	12	*
July 2017	84	84	84	84	0	0	0	132	132	132	132	109	31	*	100	100	100	65	22	6	*
July 2018	81	81	81	47	0	0	0	138	138	138	138	68	16	*	100	100	100	48	14	3	*
July 2019	79	79	79	14	0	0	0	143	143	143	143	42	8	*	100	100	89	35	9	2	*
July 2020	76	76	76	0	0	0	0	149	149	149	127	26	4	*	100	100	73	26	5	1	*
July 2021	73	73	68	0	0	0	0	155	155	155	93	16	2	*	100	100	60	19	3	*	*
July 2022	70	70	39	0	0	0	0	161	161	161	68	10	1	*	100	100	49	14	2	*	*
July 2023	66	66	14	0	0	0	0	168	168	168	50	6	1	*	100	100	40	10	1	*	*
July 2024	63	63	0	0	0	0	0	175	175	160	36	4	*	*	100	100	33	7	1	*	0
July 2025	59	59	0	0	0	0	0	182	182	130	26	2	*	0	100	100	27	5	*	*	0
July 2026	56	56	0	0	0	0	0	189	189	105	19	1	*	0	100	100	21	4	*	*	0
July 2027	52	52	0	0	0	0	0	197	197	84	14	1	*	0	100	89	17	3	*	*	0
July 2028	48	48	0	0	0	0	0	205	205	67	10	1	*	0	100	78	14	2	*	*	0
July 2029	44	44	0	0	0	0	0	214	214	53	7	*	*	0	100	69	11	1	*	*	0
July 2030	40	33	0	0	0	0	0	222	222	42	5	*	*	0	100	59	9	1	*	*	0
July 2031	35	8	0	0	0	0	0	231	231	32	3	*	*	0	100	51	7	1	*	*	0
July 2032	30	0	0	0	0	0	0	241	210	25	2	*	*	0	100	43	5	*	*	*	0
July 2033	26	0	0	0	0	0	0	251	175	19	2	*	*	0	100	36	4	*	*	*	0
July 2034	20	0	0	0	0	0	0	261	142	14	1	*	*	0	100	29	3	*	*	*	0
July 2035	15	0	0	0	0	0	0	271	111	10	1	*	*	0	100	23	2	*	*	*	0
July 2036	10	0	0	0	0	0	0	282	83	6	*	*	*	0	100	17	1	*	*	*	0
July 2037	4	0	0	0	0	0	0	294	56	4	*	*	*	0	85	12	1	*	*	*	0
July 2038	0	0	0	0	0	0	0	286	32	2	*	*	*	0	59	7	*	*	*	0	0
July 2039	0	0	0	0	0	0	0	148	9	1	*	*	0	0	30	2	*	*	*	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.4	15.0	10.5	7.5	5.3	4.0	2.4	29.0	25.0	17.9	12.7	8.8	6.5	3.5	28.3	21.7	13.2	8.1	5.2	3.9	2.3

* 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	AL Class						
	PSA Prepayment Assumption						
	0%	100%	250%	400%	600%	800%	1300%
Initial Percent	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	100	100
July 2013	100	100	100	100	100	100	29
July 2014	100	100	100	100	100	77	6
July 2015	100	100	100	100	92	39	1
July 2016	100	100	100	100	58	20	*
July 2017	100	100	100	100	36	10	*
July 2018	100	100	100	77	22	5	*
July 2019	100	100	100	57	14	3	*
July 2020	100	100	100	42	9	1	*
July 2021	100	100	97	31	5	1	*
July 2022	100	100	79	23	3	*	*
July 2023	100	100	65	17	2	*	*
July 2024	100	100	53	12	1	*	*
July 2025	100	100	43	9	1	*	0
July 2026	100	100	35	6	*	*	0
July 2027	100	100	28	5	*	*	0
July 2028	100	100	22	3	*	*	0
July 2029	100	100	18	2	*	*	0
July 2030	100	96	14	2	*	*	0
July 2031	100	82	11	1	*	*	0
July 2032	100	70	8	1	*	*	0
July 2033	100	58	6	1	*	*	0
July 2034	100	47	5	*	*	*	0
July 2035	100	37	3	*	*	*	0
July 2036	100	27	2	*	*	*	0
July 2037	100	19	1	*	*	*	0
July 2038	95	10	1	*	*	*	0
July 2039	49	3	*	*	*	0	0
July 2040	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.0	24.0	15.4	10.4	7.0	5.1	2.9

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

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

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—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—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, the QL and AN Classes will be treated as having been issued at a premium, and certain other Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	350% PSA
2	320% PSA
3	850% PSA
4	350% PSA
5	400% 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 are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

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

LEGAL MATTERS

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

Group 3 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal Balance of Class	July 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2010-40	JC	April 2010	31398PQD4	4.0%	FIX	April 2040	PAC/AD	\$38,553,050	0.98782924	\$38,083,830.08	5.752%	353	6

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

Group 4 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal or Notional Balance of Class	July 2010 Class Factor	Principal or Notional Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2009-71	GI	August 2009	31398FBT7	4.5%	FIX/IO	April 2023	NTL	\$100,000,000	0.71343292	\$59,452,743.10	5.054%	147	28
2009-71	MB	August 2009	31398FAL5	4.5	FIX	September 2024	SEQ	53,351,319	1.00000000	19,161,319.00	5.054	147	28

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

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1		ML	\$ 98,475,417	SEQ	3.25%	FIX	31398TXX4	April 2028
WA	\$91,441,459							
MF	7,033,958							
MS	7,033,958(3)							
Recombination 2		ME	106,681,702	SEQ	3.50	FIX	31398TXY2	April 2028
WA	91,441,459							
MF	15,240,243							
MS	15,240,243(3)							
Recombination 3		WB	98,475,417	SEQ	3.25	FIX	31398TXZ9	April 2028
WA	91,441,459							
MF	7,033,958							
MS	7,033,958(3)							
Recombination 4		JL	5,523,230	SC/SEQ	(4)	WAC	31398TYA3	April 2040
JB	5,523,230							
JI	16,280,300(3)							
Recombination 5		AM(5)	36,225,017	XAC	4.00	FIX	31398TYB1	August 2040
AD	13,725,017							
VN	15,054,284							
ZN	7,445,716							
Recombination 6		AP(5)	36,225,017	XAC	(4)	WAC	31398TYC9	August 2040
AD	13,725,017							
AI	27,464,055(3)							
VN	15,054,284							
ZN	7,445,716							

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 7								
VN	\$15,054,284	AL(5)	\$ 22,500,000	SEQ	4.00%	FIX	31398TYD7	August 2040
ZN	7,445,716							

- (1) REMIC Certificates and RCR Certificates in any Recombination may be exchanged only in the proportions of *original* principal or notional 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—The Certificates—*Class Definitions and Abbreviations*” in the REMIC Prospectus.
- (3) Notional balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional balances are calculated.
- (4) For a description of these interest rates, see “Description of the Certificates—Distributions of Interest—*Weighted Average Coupon Classes*” in this prospectus supplement.
- (5) Principal payments on the REMIC Certificates in Recombinations 5, 6 and 7 from the ZN 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 Schedule

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$44,546,442.00	May 2015	\$16,303,495.42	March 2020	\$ 4,471,065.38
August 2010	43,826,725.63	June 2015	15,970,020.91	April 2020	4,366,836.73
September 2010	43,162,621.58	July 2015	15,640,552.35	May 2020	4,264,962.48
October 2010	42,506,495.24	August 2015	15,315,041.61	June 2020	4,165,390.54
November 2010	41,858,250.78	September 2015	14,993,441.14	July 2020	4,068,069.93
December 2010	41,217,793.52	October 2015	14,678,323.70	August 2020	3,972,950.82
January 2011	40,585,029.90	November 2015	14,369,829.08	September 2020	3,879,984.44
February 2011	39,959,867.52	December 2015	14,067,818.10	October 2020	3,789,123.09
March 2011	39,342,215.05	January 2016	13,772,154.49	November 2020	3,700,320.12
April 2011	38,731,982.28	February 2016	13,482,704.85	December 2020	3,613,529.89
May 2011	38,129,080.08	March 2016	13,199,338.58	January 2021	3,528,707.76
June 2011	37,533,420.39	April 2016	12,921,927.82	February 2021	3,444,408.26
July 2011	36,944,916.21	May 2016	12,650,347.41	March 2021	3,362,042.49
August 2011	36,363,481.58	June 2016	12,384,474.81	April 2021	3,281,567.23
September 2011	35,789,031.58	July 2016	12,124,190.06	May 2021	3,202,940.20
October 2011	35,221,482.30	August 2016	11,869,375.71	June 2021	3,126,120.03
November 2011	34,660,750.84	September 2016	11,619,916.81	July 2021	3,051,066.30
December 2011	34,106,755.31	October 2016	11,375,700.79	August 2021	2,977,739.44
January 2012	33,559,414.78	November 2016	11,136,617.46	September 2021	2,906,100.78
February 2012	33,018,649.32	December 2016	10,902,558.95	October 2021	2,836,112.49
March 2012	32,484,379.93	January 2017	10,673,419.66	November 2021	2,767,737.55
April 2012	31,956,528.58	February 2017	10,449,096.18	December 2021	2,700,939.80
May 2012	31,435,018.18	March 2017	10,229,487.32	January 2022	2,635,683.84
June 2012	30,919,772.55	April 2017	10,014,493.98	February 2022	2,571,935.06
July 2012	30,410,716.44	May 2017	9,804,019.17	March 2022	2,509,659.63
August 2012	29,907,775.48	June 2017	9,597,967.90	April 2022	2,448,824.43
September 2012	29,410,876.23	July 2017	9,396,247.22	May 2022	2,389,397.10
October 2012	28,919,946.10	August 2017	9,198,766.10	June 2022	2,331,345.99
November 2012	28,434,913.39	September 2017	9,005,435.45	July 2022	2,274,640.13
December 2012	27,955,707.25	October 2017	8,799,539.04	August 2022	2,219,249.26
January 2013	27,482,257.70	November 2017	8,598,235.46	September 2022	2,165,143.76
February 2013	27,014,495.57	December 2017	8,401,423.97	October 2022	2,112,294.68
March 2013	26,552,352.55	January 2018	8,209,005.97	November 2022	2,060,673.72
April 2013	26,095,761.14	February 2018	8,020,885.03	December 2022	2,010,253.18
May 2013	25,644,654.64	March 2018	7,836,966.78	January 2023	1,961,005.99
June 2013	25,198,967.17	April 2018	7,657,158.94	February 2023	1,912,905.68
July 2013	24,758,633.63	May 2018	7,481,371.20	March 2023	1,865,926.34
August 2013	24,323,589.71	June 2018	7,309,515.21	April 2023	1,820,042.66
September 2013	23,893,771.85	July 2018	7,141,504.56	May 2023	1,775,229.89
October 2013	23,469,117.29	August 2018	6,977,254.70	June 2023	1,731,463.81
November 2013	23,049,564.00	September 2018	6,816,682.93	July 2023	1,688,720.75
December 2013	22,635,050.69	October 2018	6,659,708.33	August 2023	1,646,977.55
January 2014	22,225,516.82	November 2018	6,506,251.75	September 2023	1,606,211.59
February 2014	21,820,902.58	December 2018	6,356,235.76	October 2023	1,566,400.72
March 2014	21,421,148.87	January 2019	6,209,584.60	November 2023	1,527,523.31
April 2014	21,026,197.30	February 2019	6,066,224.17	December 2023	1,489,558.18
May 2014	20,635,990.18	March 2019	5,926,081.98	January 2024	1,452,484.64
June 2014	20,250,470.52	April 2019	5,789,087.13	February 2024	1,416,282.46
July 2014	19,869,582.00	May 2019	5,655,170.22	March 2024	1,380,931.85
August 2014	19,493,269.01	June 2019	5,524,263.41	April 2024	1,346,413.45
September 2014	19,121,476.56	July 2019	5,396,300.30	May 2024	1,312,708.37
October 2014	18,754,150.37	August 2019	5,271,215.96	June 2024	1,279,798.09
November 2014	18,391,236.77	September 2019	5,148,946.86	July 2024	1,247,664.53
December 2014	18,032,682.76	October 2019	5,029,430.85	August 2024	1,216,290.01
January 2015	17,678,435.96	November 2019	4,912,607.15	September 2024	1,185,657.24
February 2015	17,328,444.65	December 2019	4,798,416.30	October 2024	1,155,749.31
March 2015	16,982,657.69	January 2020	4,686,800.11	November 2024	1,126,549.69
April 2015	16,641,024.58	February 2020	4,577,701.69	December 2024	1,098,042.22

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2025	\$ 1,070,211.11	May 2029	\$ 260,519.24	September 2033	\$ 45,609.04
February 2025	1,043,040.90	June 2029	253,020.13	October 2033	43,774.88
March 2025	1,016,516.48	July 2029	245,710.98	November 2033	41,993.26
April 2025	990,623.09	August 2029	238,587.27	December 2033	40,262.85
May 2025	965,346.30	September 2029	231,644.60	January 2034	38,582.36
June 2025	940,671.98	October 2029	224,878.66	February 2034	36,950.52
July 2025	916,586.34	November 2029	218,285.25	March 2034	35,366.10
August 2025	893,075.88	December 2029	211,860.26	April 2034	33,827.90
September 2025	870,127.41	January 2030	205,599.66	May 2034	32,334.72
October 2025	847,728.04	February 2030	199,499.54	June 2034	30,885.43
November 2025	825,865.15	March 2030	193,556.06	July 2034	29,478.90
December 2025	804,526.42	April 2030	187,765.47	August 2034	28,114.04
January 2026	783,699.81	May 2030	182,124.12	September 2034	26,789.77
February 2026	763,373.53	June 2030	176,628.42	October 2034	25,505.06
March 2026	743,536.06	July 2030	171,274.88	November 2034	24,258.89
April 2026	724,176.16	August 2030	166,060.09	December 2034	23,050.25
May 2026	705,282.80	September 2030	160,980.72	January 2035	21,878.18
June 2026	686,845.23	October 2030	156,033.50	February 2035	20,741.74
July 2026	668,852.94	November 2030	151,215.25	March 2035	19,640.00
August 2026	651,295.64	December 2030	146,522.86	April 2035	18,572.05
September 2026	634,163.29	January 2031	141,953.29	May 2035	17,537.02
October 2026	617,446.05	February 2031	137,503.58	June 2035	16,534.04
November 2026	601,134.32	March 2031	133,170.82	July 2035	15,562.29
December 2026	585,218.71	April 2031	128,952.18	August 2035	14,620.93
January 2027	569,690.06	May 2031	124,844.90	September 2035	13,709.18
February 2027	554,539.38	June 2031	120,846.27	October 2035	12,826.25
March 2027	539,757.90	July 2031	116,953.66	November 2035	11,971.39
April 2027	525,337.07	August 2031	113,164.47	December 2035	11,143.84
May 2027	511,268.49	September 2031	109,476.20	January 2036	10,342.89
June 2027	497,543.97	October 2031	105,886.38	February 2036	9,643.58
July 2027	484,155.53	November 2031	102,392.61	March 2036	8,966.66
August 2027	471,095.32	December 2031	98,992.54	April 2036	8,311.54
September 2027	458,355.70	January 2032	95,683.87	May 2036	7,677.64
October 2027	445,929.20	February 2032	92,464.38	June 2036	7,064.39
November 2027	433,808.51	March 2032	89,331.86	July 2036	6,471.25
December 2027	421,986.50	April 2032	86,284.18	August 2036	5,897.68
January 2028	410,456.17	May 2032	83,319.26	September 2036	5,343.14
February 2028	399,210.72	June 2032	80,435.06	October 2036	4,807.14
March 2028	388,243.46	July 2032	77,629.58	November 2036	4,289.16
April 2028	377,547.90	August 2032	74,900.89	December 2036	3,788.73
May 2028	367,117.65	September 2032	72,247.08	January 2037	3,305.37
June 2028	356,946.50	October 2032	69,666.30	February 2037	2,838.61
July 2028	347,028.36	November 2032	67,156.75	March 2037	2,388.01
August 2028	337,357.28	December 2032	64,716.64	April 2037	1,953.12
September 2028	327,927.47	January 2033	62,344.26	May 2037	1,533.51
October 2028	318,733.23	February 2033	60,037.91	June 2037	1,128.76
November 2028	309,769.02	March 2033	57,795.96	July 2037	738.47
December 2028	301,029.42	April 2033	55,616.79	August 2037	362.24
January 2029	292,509.13	May 2033	53,498.84	September 2037 and thereafter	0.00
February 2029	284,202.97	June 2033	51,440.56		
March 2029	276,105.88	July 2033	49,440.48		
April 2029	268,212.91	August 2033	47,497.11		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in or incorporated into this Prospectus Supplement and the additional Disclosure Documents. We take no responsibility for 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.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved the Certificates or determined if this Prospectus Supplement is truthful and complete. Any representation to the contrary is a criminal offense.

TABLE OF CONTENTS

	Page
Table of Contents	S- 2
Available Information	S- 3
Summary	S- 4
Additional Risk Factors	S- 8
Description of the Certificates	S- 9
Certain Additional Federal Income Tax Consequences	S-25
Plan of Distribution	S-27
Legal Matters	S-27
Exhibit A	A- 1
Schedule 1	A- 2
Principal Balance Schedule	B- 1

\$491,178,351



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-90**

PROSPECTUS SUPPLEMENT

Jefferies & Company

July 26, 2010
