

\$1,674,969,943



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-136**

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 Certificateholder

We will make monthly payments on the certificates. You, the investor, will receive

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

We will pay principal at rates that may vary from time to time. We may not pay principal to certain classes for long periods of time.

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own Fannie Mae MBS.

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
AB	1	\$250,000,000	SEQ/AD	4.0%	FIX	31398SSC8	September 2036
AZ	1	28,546,000	SEQ	4.0	FIX/Z	31398SSD6	December 2040
MA	2	150,000,000	SEQ/AD	4.0	FIX	31398SSE4	September 2036
MZ	2	17,127,000	SEQ	4.0	FIX/Z	31398SSF1	December 2040
BA	3	344,000,000	PT	3.5	FIX	31398SSG9	December 2030
FG	3	68,800,000	PT	(2)	FLT	31398SSH7	December 2030
SG	3	68,800,000(3)	NTL	(2)	INV/IO	31398SSJ3	December 2030
PG(4)	4	39,851,000	PAC/AD	3.0	FIX	31398SSK0	May 2038
PI(4)	4	7,970,200(3)	NTL	5.0	FIX/IO	31398SSL8	May 2038
PY	4	10,070,000	PAC/AD	4.0	FIX	31398SSM6	December 2040
ZB	4	11,147,566	SUP	4.0	FIX/Z	31398SSN4	December 2040
F	4	40,712,377	PT	(2)	FLT	31398SSP9	December 2040
S	4	40,712,377(3)	NTL	(2)	INV/IO	31398SSQ7	December 2040
CA	5	150,000,000	PAC	2.0	FIX	31398SSR5	June 2038
CF	5	120,000,000	PAC	(2)	FLT	31398SSS3	June 2038
CS	5	120,000,000(3)	NTL	(2)	INV/IO	31398SST1	June 2038
CX	5	28,287,000	PAC	4.0	FIX	31398SSU8	August 2039
CV(4)	5	12,940,000	PAC/AD	4.0	FIX	31398SSV6	February 2022
CZ(4)	5	23,183,000	PAC	4.0	FIX/Z	31398SSW4	December 2040
FB	5	62,946,400	SUP	(2)	FLT	31398SSX2	December 2040
SB	5	25,178,560	SUP	(2)	INV	31398SSY0	December 2040
GS	5	2,098,214	SUP	(2)	INV	31398SSZ7	December 2040
DS	5	2,098,213	SUP	(2)	INV	31398STA1	December 2040
HS	5	2,098,213	SUP	(2)	INV	31398STB9	December 2040
FA	5	285,886,400	PT	(2)	FLT	31398STC7	December 2040
SA	5	285,886,400(3)	NTL	(2)	INV/IO	31398STD5	December 2040
R		0	NPR	0	NPR	31398STE3	December 2040
RL		0	NPR	0	NPR	31398STF0	December 2040

- (1) See "Description of the Certificates—The Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
 (2) Based on LIBOR.
 (3) Notional balances. These classes are interest only classes. See page S-6 for a description of how their notional balances are calculated.
 (4) Exchangeable classes.

Carefully consider the risk factors on page S-7 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 "exempt securities" under the Securities Exchange Act of 1934.

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 PJ, PA and CY 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 listed above from time to time in negotiated transactions at varying prices. We expect the settlement date to be November 30, 2010.

BofA Merrill Lynch

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AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 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”); 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 is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

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

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

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

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

Merrill, Lynch, Pierce, Fenner & Smith Incorporated
Mortgage Finance Department
One Bryant Park
New York, New York 10036
(telephone 646-743-0260).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of November 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	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS

Group 1, Group 2, Group 3, Group 4 and Group 5

Characteristics of the 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	\$278,546,000	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS	\$167,127,000	4.00%	4.25% to 6.50%	241 to 360
Group 3 MBS	\$412,800,000	4.00%	4.25% to 6.50%	181 to 240
Group 4 MBS	\$101,780,943	5.00%	5.25% to 7.50%	241 to 360
Group 5 MBS	\$714,716,000	5.00%	5.25% to 7.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$278,546,000	360	359	1	4.57%
Group 2 MBS	\$167,127,000	360	359	1	4.57%
Group 3 MBS	\$412,800,000	240	239	1	4.35%
Group 4 MBS	\$101,780,943	360	356	2	5.42%
Group 5 MBS	\$714,716,000	360	341	13	5.39%

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

Settlement Date

We expect to issue the certificates on November 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>
FG.....	0.756%	6.500%	0.5%	LIBOR + 50 basis points
SG.....	5.744%	6.000%	0.0%	6% – LIBOR
F.....	0.756%	6.500%	0.5%	LIBOR + 50 basis points
S.....	5.744%	6.000%	0.0%	6% – LIBOR
CF.....	0.756%	6.500%	0.5%	LIBOR + 50 basis points
CS.....	5.744%	6.000%	0.0%	6% – LIBOR
FB.....	1.256%	6.000%	1.0%	LIBOR + 100 basis points
SB.....	9.985%	10.625%	0.0%	10.625% – (2.5 × LIBOR)
GS.....	7.500%	7.500%	0.0%	134.99996% – (29.999991 × LIBOR)
DS.....	7.500%	7.500%	0.0%	142.5% – (30 × LIBOR)
HS.....	7.500%	7.500%	0.0%	150% – (30 × LIBOR)
FA.....	0.756%	6.500%	0.5%	LIBOR + 50 basis points
SA.....	5.744%	6.000%	0.0%	6% – LIBOR

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

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>	
SG.....	100% of the FG Class
PI	20% of the PG Class
S	100% of the F Class
CS.....	100% of the CF Class
SA.....	100% of the FA 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>200%</u>	<u>300%</u>	<u>600%</u>	<u>1000%</u>		
AB.....	16.0	8.0	5.4	4.1	2.6	1.9		
AZ.....	28.0	22.9	17.7	13.8	7.7	4.7		
<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>600%</u>	<u>1000%</u>		
MA	16.0	8.0	5.4	4.1	2.6	1.9		
MZ	28.0	22.9	17.7	13.8	7.7	4.7		
<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>600%</u>	<u>1000%</u>		
BA, FG and SG.....	12.1	8.2	6.2	5.0	3.1	2.1		
<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>121%</u>	<u>185%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
PG, PI, PJ and PA	12.3	5.3	5.0	5.0	5.0	3.1	2.0	1.5
PY.....	21.9	15.5	15.5	15.5	15.5	8.5	4.2	2.5
ZB	26.8	20.0	19.1	11.0	2.9	1.3	0.7	0.5
F and S	20.2	11.0	10.0	7.8	6.3	3.7	2.1	1.5
<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
CA, CF and CS	15.9	5.4	4.2	4.2	4.2	2.6	1.4	0.9
CX	25.2	12.8	11.0	11.0	11.0	6.2	2.8	1.5
CV	6.0	6.0	6.0	6.0	6.0	5.2	2.9	1.5
CZ	26.5	16.8	16.5	16.5	16.5	10.0	4.6	2.0
FB, SB, GS, DS and HS ...	28.6	21.1	17.0	9.1	2.2	0.8	0.4	0.2
FA and SA	20.2	10.3	8.5	6.8	5.3	3.1	1.5	0.8
CY.....	26.5	16.8	16.5	16.5	16.5	9.6	4.2	1.9

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

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.

“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 1 MBS and Group 2 MBS have been designated as pools that include “jumbo-conforming” or “high-balance” mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans than

borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower’s monthly payment than a similar interest rate change for a conforming balance loan.

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

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

As a result of these factors, the Group 1 Classes and Group 2 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives and yields of those Classes may be affected, perhaps significantly.

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 November 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 five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS” and “Group 5 MBS,” and together, the “MBS”).

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

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	MBS	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 and the MBS, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus and the MBS Prospectus. 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 MBS

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS, Group 2 MBS, Group 4 MBS and Group 5 MBS, and up to 20 years in the case of the Group 3 MBS.

In addition, the pools of mortgage loans backing the Group 1 MBS and Group 2 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balance that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 1 MBS and Group 2 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also “Additional Risk Factors—*“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in this prospectus supplement.

For additional information, see “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—Characteristics of the 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.

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 the FB, SB, GS, DS and HS Classes	All other 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 AZ, MZ, ZB and CZ Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on each

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

Distributions of Principal

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

- *Group 1*

The AZ Accrual Amount to AB until retired, and thereafter to AZ. } **Accretion Directed Class and Accrual Class**

The Group 1 Cash Flow Distribution Amount to AB and AZ, in that order, until retired. } **Sequential Pay Classes**

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

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

- *Group 2*

The MZ Accrual Amount to MA until retired, and thereafter to MZ. } **Accretion Directed Class and Accrual Class**

The Group 2 Cash Flow Distribution Amount to MA and MZ, in that order, until retired. } **Sequential Pay Classes**

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

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

- *Group 3*

The Group 3 Principal Distribution Amount to BA and FG, pro rata, until retired. } **Pass-Through Classes**

The “Group 3 Principal Distribution Amount” is the principal then paid on the Group 3 MBS.

- *Group 4*

The ZB Accrual Amount to Aggregate Group I to its Planned Balance, and thereafter to ZB. } **Accretion Directed/PAC Group and Accrual Class**

The Group 4 Cash Flow Distribution Amount as follows:

— 60.0000001965% in the following priority:

first to Aggregate Group I to its Planned Balance; } **PAC Group**

second to ZB until retired; and } **Support Class**

third, to Aggregate Group I to zero, and } **PAC Group**

— 39.9999998035% to F until retired. } **Pass-Through Class**

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

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

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

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

- *Group 5*

The CZ Accrual Amount to CV until retired, and thereafter to CZ.

} Accretion
Directed
Class and
Accrual Class

The Group 5 Cash Flow Distribution Amount as follows:

— 60% in the following priority:

first, to Aggregate Group II to its Planned Balance;

} PAC Group

second, to FB, SB, GS, DS and HS, pro rata, until retired; and

} Support
Classes

third, to Aggregate Group II to zero, and

} PAC Group

— 40% to FA until retired.

} Pass-Through
Class

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

The “Group 5 Cash Flow Distribution Amount” is the principal then paid on the Group 5 MBS.

“Aggregate Group II” consists of the CA, CF, CX, CV and CZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

first, to CA and CF, pro rata, until retired; and

second, to CX, CV and CZ, in that order, until retired.

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

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the following assumptions (the “Pricing Assumptions”):

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is November 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 Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an

Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, 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 related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

<u>Groups</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 121% and 250% PSA	Between 121% and 250% PSA
Aggregate Group II Planned Balances	Between 142% and 275% PSA	Between 142% and 275% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I PG and PY
 Aggregate Group II CA, CF, CX, CV and CZ

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

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

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

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

Yield Tables

General. The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA and, where specified, to changes in the Index. **The tables below are provided for illustrative purposes only and are not intended as a forecast or prediction of the actual yields on the applicable Classes.** We calculated the yields set forth in the tables by

- determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Classes, would cause the discounted present values of the assumed streams of cash flows to equal the assumed aggregate purchase prices of those Classes, and
- converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations in the interest rates at which you could reinvest distributions on the Certificates. Accordingly, these calculations do not illustrate the return on any investment in the Certificates when reinvestment rates are taken into account.

We cannot assure you that

- the pre-tax yields on the applicable Certificates will correspond to any of the pre-tax yields shown here, or
- the aggregate purchase prices of the applicable Certificates will be as assumed.

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is unlikely that

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

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

<u>Class</u>	
PI	710% PSA

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

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

<u>Class</u>	<u>Price*</u>
PI	12.0%

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

Sensitivity of the PI Class to Prepayments

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>121%</u>	<u>185%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
Pre-Tax Yields to Maturity	34.7%	29.8%	28.2%	28.2%	28.2%	14.0%	(18.3)%	(50.0)%

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 levels of the Index, and
- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
SG	17.38%
S	14.09%
CS	10.27%
SB	100.14%
GS	100.10%
DS	100.23%
HS	100.28%
SA	10.20%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>600%</u>	<u>1000%</u>
0.125%	29.1%	26.7%	21.9%	17.0%	1.9%	(19.2)%
0.256%	28.2%	25.8%	21.0%	16.1%	0.9%	(20.3)%
2.256%	14.7%	12.2%	7.1%	1.9%	(14.3)%	(37.5)%
4.256%	(0.3)%	(2.9)%	(8.2)%	(13.6)%	(30.9)%	(56.7)%
6.000%	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>121%</u>	<u>185%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
0.125%	41.1%	38.7%	37.7%	34.5%	31.3%	18.7%	(7.9)%	(42.3)%
0.256%	40.0%	37.6%	36.6%	33.4%	30.2%	17.5%	(9.2)%	(43.8)%
2.256%	23.7%	21.2%	20.1%	16.7%	13.3%	(0.4)%	(29.6)%	(67.9)%
4.256%	7.3%	4.5%	3.4%	(0.2)%	(3.9)%	(18.7)%	(51.8)%	(97.4)%
6.000%	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
0.125%	55.5%	49.5%	44.0%	44.0%	44.0%	29.1%	(25.0)%	(90.9)%
0.256%	53.9%	47.9%	42.4%	42.4%	42.4%	27.3%	(27.1)%	(92.6)%
2.256%	30.7%	24.1%	18.0%	18.0%	18.0%	(1.5)%	(59.3)%	*
4.256%	6.8%	(1.6)%	(9.2)%	(9.2)%	(9.2)%	(35.4)%	(97.1)%	*
6.000%	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
0.125%	10.4%	10.4%	10.4%	10.4%	10.1%	9.4%	8.2%	6.7%
0.256%	10.1%	10.1%	10.1%	10.0%	9.8%	9.1%	8.0%	6.5%
2.256%	5.0%	5.0%	5.0%	5.0%	4.8%	4.5%	3.8%	3.0%
4.250%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.1)%	(0.3)%	(0.5)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
4.250%	7.6%	7.6%	7.6%	7.5%	7.3%	6.8%	6.0%	4.9%
4.375%	3.8%	3.8%	3.8%	3.7%	3.6%	3.4%	2.9%	2.3%
4.500%	0.0%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.2)%	(0.3)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
4.500%	7.6%	7.5%	7.5%	7.5%	7.2%	6.7%	5.6%	4.3%
4.625%	3.7%	3.7%	3.7%	3.7%	3.6%	3.2%	2.5%	1.7%
4.750%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.3)%	(0.5)%	(0.9)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
4.750%	7.5%	7.5%	7.5%	7.5%	7.2%	6.6%	5.5%	4.1%
4.875%	3.7%	3.7%	3.7%	3.7%	3.5%	3.1%	2.4%	1.5%
5.000%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.3)%	(0.7)%	(1.1)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>142%</u>	<u>200%</u>	<u>275%</u>	<u>500%</u>	<u>1000%</u>	<u>1600%</u>
0.125%	59.6%	56.3%	53.6%	49.8%	44.7%	28.9%	(11.1)%	(76.9)%
0.256%	58.0%	54.8%	52.1%	48.3%	43.2%	27.4%	(12.5)%	(78.4)%
2.256%	35.0%	31.8%	29.2%	25.4%	20.5%	5.1%	(34.4)%	*
4.256%	12.5%	9.5%	6.9%	3.2%	(1.6)%	(16.7)%	(56.2)%	*
6.000%	*	*	*	*	*	*	*	*

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, and
- the priority sequences of distributions of principal of the Group 1, Group 2, Group 4 and Group 5 Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

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

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 and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	6.50%
Group 2 MBS	360 months	6.50%
Group 3 MBS	240 months	6.50%
Group 4 MBS	360 months	7.50%
Group 5 MBS	360 months	7.50%

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

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA, 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	AB Class						AZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	300%	600%	1000%	0%	100%	200%	300%	600%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	98	96	94	93	88	81	104	104	104	104	104	104
November 2012	96	90	84	78	63	43	108	108	108	108	108	108
November 2013	95	81	71	61	35	10	113	113	113	113	113	113
November 2014	93	74	59	46	17	0	117	117	117	117	117	78
November 2015	90	66	48	34	5	0	122	122	122	122	122	30
November 2016	88	59	39	24	0	0	127	127	127	127	103	12
November 2017	86	52	31	15	0	0	132	132	132	132	64	5
November 2018	83	46	24	9	0	0	138	138	138	138	40	2
November 2019	80	40	17	3	0	0	143	143	143	143	25	1
November 2020	77	35	12	0	0	0	149	149	149	136	16	*
November 2021	74	29	7	0	0	0	155	155	155	108	10	*
November 2022	71	24	2	0	0	0	161	161	161	85	6	*
November 2023	68	19	0	0	0	0	168	168	155	67	4	*
November 2024	64	15	0	0	0	0	175	175	131	53	2	*
November 2025	60	11	0	0	0	0	182	182	110	42	1	*
November 2026	56	6	0	0	0	0	189	189	92	32	1	*
November 2027	52	2	0	0	0	0	197	197	77	25	1	*
November 2028	47	0	0	0	0	0	205	194	64	19	*	*
November 2029	42	0	0	0	0	0	214	170	53	15	*	*
November 2030	37	0	0	0	0	0	222	148	43	11	*	*
November 2031	31	0	0	0	0	0	231	128	35	9	*	*
November 2032	25	0	0	0	0	0	241	109	28	6	*	*
November 2033	19	0	0	0	0	0	251	92	22	5	*	0
November 2034	12	0	0	0	0	0	261	75	17	3	*	0
November 2035	5	0	0	0	0	0	271	60	12	2	*	0
November 2036	0	0	0	0	0	0	260	46	9	2	*	0
November 2037	0	0	0	0	0	0	201	33	6	1	*	0
November 2038	0	0	0	0	0	0	138	21	4	1	*	0
November 2039	0	0	0	0	0	0	71	10	2	*	*	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.0	8.0	5.4	4.1	2.6	1.9	28.0	22.9	17.7	13.8	7.7	4.7

Date	MA Class						MZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	300%	600%	1000%	0%	100%	200%	300%	600%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	98	96	94	93	88	81	104	104	104	104	104	104
November 2012	96	90	84	78	63	43	108	108	108	108	108	108
November 2013	95	81	71	61	35	10	113	113	113	113	113	113
November 2014	93	74	59	46	17	0	117	117	117	117	117	78
November 2015	90	66	48	34	5	0	122	122	122	122	122	30
November 2016	88	59	39	24	0	0	127	127	127	127	103	12
November 2017	86	52	31	15	0	0	132	132	132	132	64	5
November 2018	83	46	24	9	0	0	138	138	138	138	40	2
November 2019	80	40	17	3	0	0	143	143	143	143	25	1
November 2020	77	35	12	0	0	0	149	149	149	136	16	*
November 2021	74	29	7	0	0	0	155	155	155	108	10	*
November 2022	71	24	2	0	0	0	161	161	161	85	6	*
November 2023	68	19	0	0	0	0	168	168	155	67	4	*
November 2024	64	15	0	0	0	0	175	175	131	53	2	*
November 2025	60	11	0	0	0	0	182	182	110	42	1	*
November 2026	56	6	0	0	0	0	189	189	92	32	1	*
November 2027	52	2	0	0	0	0	197	197	77	25	1	*
November 2028	47	0	0	0	0	0	205	194	64	19	*	*
November 2029	42	0	0	0	0	0	214	170	53	15	*	*
November 2030	37	0	0	0	0	0	222	148	43	11	*	*
November 2031	31	0	0	0	0	0	231	128	35	9	*	*
November 2032	25	0	0	0	0	0	241	109	28	6	*	*
November 2033	19	0	0	0	0	0	251	92	22	5	*	0
November 2034	12	0	0	0	0	0	261	75	17	3	*	0
November 2035	5	0	0	0	0	0	271	60	12	2	*	0
November 2036	0	0	0	0	0	0	260	46	9	2	*	0
November 2037	0	0	0	0	0	0	201	33	6	1	*	0
November 2038	0	0	0	0	0	0	138	21	4	1	*	0
November 2039	0	0	0	0	0	0	71	10	2	*	*	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.0	8.0	5.4	4.1	2.6	1.9	28.0	22.9	17.7	13.8	7.7	4.7

* 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.

BA, FG and SG† Classes

Date	PSA Prepayment Assumption					
	0%	100%	200%	300%	600%	1000%
Initial Percent	100	100	100	100	100	100
November 2011	97	95	94	92	88	82
November 2012	95	88	84	79	65	48
November 2013	92	80	71	62	41	19
November 2014	89	72	60	49	25	7
November 2015	86	65	50	39	15	3
November 2016	82	58	42	30	9	1
November 2017	78	52	35	23	6	*
November 2018	74	46	29	18	3	*
November 2019	70	40	24	14	2	*
November 2020	66	35	20	10	1	*
November 2021	61	30	16	8	1	*
November 2022	56	26	13	6	*	*
November 2023	50	22	10	4	*	*
November 2024	44	18	8	3	*	*
November 2025	38	14	6	2	*	*
November 2026	31	11	4	1	*	*
November 2027	24	8	3	1	*	*
November 2028	17	5	2	*	*	*
November 2029	9	2	1	*	*	0
November 2030	0	0	0	0	0	0
Weighted Average Life (years)**	12.1	8.2	6.2	5.0	3.1	2.1

PG, PI†, PJ and PA Classes

Date	PSA Prepayment Assumption							
	0%	100%	121%	185%	250%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100
November 2011	97	94	94	94	94	94	94	83
November 2012	95	85	83	83	83	83	47	10
November 2013	92	73	70	70	70	50	4	0
November 2014	89	62	58	58	58	26	0	0
November 2015	86	51	46	46	46	10	0	0
November 2016	82	41	36	36	36	0	0	0
November 2017	78	32	26	26	26	0	0	0
November 2018	75	23	18	18	18	0	0	0
November 2019	70	14	10	10	10	0	0	0
November 2020	66	5	4	4	4	0	0	0
November 2021	61	0	0	0	0	0	0	0
November 2022	56	0	0	0	0	0	0	0
November 2023	51	0	0	0	0	0	0	0
November 2024	45	0	0	0	0	0	0	0
November 2025	39	0	0	0	0	0	0	0
November 2026	33	0	0	0	0	0	0	0
November 2027	26	0	0	0	0	0	0	0
November 2028	19	0	0	0	0	0	0	0
November 2029	11	0	0	0	0	0	0	0
November 2030	3	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
November 2036	0	0	0	0	0	0	0	0
November 2037	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.3	5.3	5.0	5.0	5.0	3.1	2.0	1.5

PY Class

Date	PSA Prepayment Assumption							
	0%	100%	121%	185%	250%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100
November 2011	100	100	100	100	100	100	100	100
November 2012	100	100	100	100	100	100	100	100
November 2013	100	100	100	100	100	100	100	100
November 2014	100	100	100	100	100	100	100	45
November 2015	100	100	100	100	100	100	100	18
November 2016	100	100	100	100	100	100	96	7
November 2017	100	100	100	100	100	100	66	3
November 2018	100	100	100	100	100	100	45	1
November 2019	100	100	100	100	100	100	31	*
November 2020	100	100	100	100	100	100	21	*
November 2021	100	96	96	96	96	96	14	*
November 2022	100	79	79	79	79	79	10	*
November 2023	100	65	65	65	65	65	7	*
November 2024	100	53	53	53	53	53	4	*
November 2025	100	43	43	43	43	43	3	*
November 2026	100	35	35	35	35	35	2	*
November 2027	100	28	28	28	28	28	1	*
November 2028	100	23	23	23	23	23	1	*
November 2029	100	18	18	18	18	18	1	*
November 2030	100	14	14	14	14	14	*	*
November 2031	76	11	11	11	11	11	*	*
November 2032	39	9	9	9	9	9	*	*
November 2033	7	7	7	7	7	7	*	0
November 2034	5	5	5	5	5	5	*	0
November 2035	3	3	3	3	3	3	*	0
November 2036	2	2	2	2	2	2	*	0
November 2037	2	2	2	2	2	2	*	0
November 2038	1	1	1	1	1	1	*	0
November 2039	*	*	*	*	*	*	*	0
November 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.9	15.5	15.5	15.5	15.5	8.5	4.2	2.5

* 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	ZB Class								F and S† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	121%	185%	250%	500%	1000%	1600%	0%	100%	121%	185%	250%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	104	104	103	97	91	68	21	0	99	97	97	95	94	90	82	71
November 2012	108	108	107	88	69	0	0	0	98	92	90	87	83	71	47	23
November 2013	113	112	111	76	42	0	0	0	97	85	83	76	70	49	19	1
November 2014	117	117	115	67	23	0	0	0	96	78	75	67	58	34	7	*
November 2015	122	122	119	62	11	0	0	0	95	72	69	58	49	23	3	*
November 2016	127	127	123	59	4	0	0	0	93	67	62	51	41	16	1	*
November 2017	132	132	125	57	1	0	0	0	92	61	57	44	34	11	*	*
November 2018	138	137	127	56	*	0	0	0	90	56	51	38	28	7	*	0
November 2019	143	143	126	54	*	0	0	0	89	52	46	33	23	5	*	0
November 2020	149	149	124	52	*	0	0	0	87	47	42	29	19	3	*	0
November 2021	155	149	119	49	*	0	0	0	85	43	38	25	16	2	*	0
November 2022	161	143	113	45	*	0	0	0	83	39	34	21	13	2	*	0
November 2023	168	136	107	41	*	0	0	0	80	36	30	18	11	1	*	0
November 2024	175	128	100	38	*	0	0	0	78	32	27	16	9	1	*	0
November 2025	182	119	92	34	*	0	0	0	75	29	24	13	7	*	*	0
November 2026	189	110	85	30	*	0	0	0	73	26	21	11	6	*	*	0
November 2027	197	101	77	27	*	0	0	0	70	23	19	10	5	*	*	0
November 2028	205	92	69	23	*	0	0	0	66	21	16	8	4	*	*	0
November 2029	214	83	61	20	*	0	0	0	63	18	14	7	3	*	*	0
November 2030	222	74	54	17	*	0	0	0	59	16	12	5	2	*	*	0
November 2031	231	65	47	15	*	0	0	0	55	14	10	4	2	*	0	0
November 2032	241	56	40	12	*	0	0	0	50	12	9	4	1	*	0	0
November 2033	244	48	34	10	*	0	0	0	46	10	7	3	1	*	0	0
November 2034	217	39	28	8	*	0	0	0	40	8	6	2	1	*	0	0
November 2035	188	32	22	6	*	0	0	0	35	6	5	2	1	*	0	0
November 2036	156	24	17	4	*	0	0	0	29	5	3	1	*	*	0	0
November 2037	122	17	12	3	*	0	0	0	22	3	2	1	*	*	0	0
November 2038	84	10	7	2	*	0	0	0	16	2	1	*	*	*	0	0
November 2039	44	4	3	1	*	0	0	0	8	1	1	*	*	*	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.8	20.0	19.1	11.0	2.9	1.3	0.7	0.5	20.2	11.0	10.0	7.8	6.3	3.7	2.1	1.5

Date	CA, CF and CS† Classes								CX Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	142%	200%	275%	500%	1000%	1600%	0%	100%	142%	200%	275%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	99	91	89	89	89	89	71	32	100	100	100	100	100	100	100	100
November 2012	97	80	75	75	75	64	15	0	100	100	100	100	100	100	100	0
November 2013	95	70	61	61	61	36	0	0	100	100	100	100	100	100	18	0
November 2014	93	60	49	49	49	18	0	0	100	100	100	100	100	100	0	0
November 2015	91	50	38	38	38	5	0	0	100	100	100	100	100	100	0	0
November 2016	89	42	28	28	28	0	0	0	100	100	100	100	100	58	0	0
November 2017	87	33	18	18	18	0	0	0	100	100	100	100	100	0	0	0
November 2018	85	26	10	10	10	0	0	0	100	100	100	100	100	0	0	0
November 2019	82	18	4	4	4	0	0	0	100	100	100	100	100	0	0	0
November 2020	79	11	0	0	0	0	0	0	100	100	88	88	88	0	0	0
November 2021	76	5	0	0	0	0	0	0	100	100	46	46	46	0	0	0
November 2022	73	0	0	0	0	0	0	0	100	92	12	12	12	0	0	0
November 2023	69	0	0	0	0	0	0	0	100	38	0	0	0	0	0	0
November 2024	65	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2025	61	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2026	56	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2027	52	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2028	46	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2029	41	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2030	35	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2031	28	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2032	21	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2033	14	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2034	5	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0	68	0	0	0	0	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.9	5.4	4.2	4.2	4.2	2.6	1.4	0.9	25.2	12.8	11.0	11.0	11.0	6.2	2.8	1.5

* 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	CV Class								CZ Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	142%	200%	275%	500%	1000%	1600%	0%	100%	142%	200%	275%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	93	93	93	93	93	93	93	93	104	104	104	104	104	104	104	104
November 2012	85	85	85	85	85	85	85	0	108	108	108	108	108	108	108	36
November 2013	77	77	77	77	77	77	77	0	113	113	113	113	113	113	113	1
November 2014	69	69	69	69	69	69	0	0	117	117	117	117	117	117	70	*
November 2015	60	60	60	60	60	60	0	0	122	122	122	122	122	122	27	*
November 2016	51	51	51	51	51	51	0	0	127	127	127	127	127	127	11	*
November 2017	42	42	42	42	42	40	0	0	132	132	132	132	132	132	4	*
November 2018	33	33	33	33	33	0	0	0	138	138	138	138	138	105	2	0
November 2019	23	23	23	23	23	0	0	0	143	143	143	143	143	72	1	0
November 2020	12	12	12	12	12	0	0	0	149	149	149	149	149	49	*	0
November 2021	1	1	1	1	1	0	0	0	155	155	155	155	155	33	*	0
November 2022	0	0	0	0	0	0	0	0	156	156	156	156	156	22	*	0
November 2023	0	0	0	0	0	0	0	0	156	156	137	137	137	15	*	0
November 2024	0	0	0	0	0	0	0	0	156	141	110	110	110	10	*	0
November 2025	0	0	0	0	0	0	0	0	156	87	87	87	87	7	*	0
November 2026	0	0	0	0	0	0	0	0	156	69	69	69	69	4	*	0
November 2027	0	0	0	0	0	0	0	0	156	54	54	54	54	3	*	0
November 2028	0	0	0	0	0	0	0	0	156	42	42	42	42	2	*	0
November 2029	0	0	0	0	0	0	0	0	156	33	33	33	33	1	*	0
November 2030	0	0	0	0	0	0	0	0	156	25	25	25	25	1	*	0
November 2031	0	0	0	0	0	0	0	0	156	19	19	19	19	1	*	0
November 2032	0	0	0	0	0	0	0	0	156	14	14	14	14	*	*	0
November 2033	0	0	0	0	0	0	0	0	156	10	10	10	10	*	0	0
November 2034	0	0	0	0	0	0	0	0	156	7	7	7	7	*	0	0
November 2035	0	0	0	0	0	0	0	0	156	5	5	5	5	*	0	0
November 2036	0	0	0	0	0	0	0	0	128	3	3	3	3	*	0	0
November 2037	0	0	0	0	0	0	0	0	9	1	1	1	1	*	0	0
November 2038	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	6.0	6.0	6.0	6.0	6.0	5.2	2.9	1.5	26.5	16.8	16.5	16.5	16.5	10.0	4.6	2.0

Date	FB, SB, GS, DS and HS Classes								FA and SA† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	142%	200%	275%	500%	1000%	1600%	0%	100%	142%	200%	275%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	100	100	100	90	77	37	0	0	99	95	93	91	88	79	60	35
November 2012	100	100	100	77	48	0	0	0	98	88	84	79	73	55	24	2
November 2013	100	100	100	67	28	0	0	0	97	81	75	68	60	38	10	*
November 2014	100	100	100	60	14	0	0	0	96	75	68	59	49	26	4	*
November 2015	100	100	100	55	5	0	0	0	95	69	61	51	40	18	1	*
November 2016	100	100	100	51	1	0	0	0	93	63	54	44	33	12	1	*
November 2017	100	100	100	50	*	0	0	0	92	58	48	38	27	8	*	0
November 2018	100	100	98	48	*	0	0	0	90	53	43	32	22	6	*	0
November 2019	100	100	95	45	*	0	0	0	89	49	38	28	18	4	*	0
November 2020	100	100	90	42	*	0	0	0	87	44	34	24	14	3	*	0
November 2021	100	100	85	39	*	0	0	0	85	40	30	20	11	2	*	0
November 2022	100	100	79	35	*	0	0	0	83	36	27	17	9	1	*	0
November 2023	100	100	73	32	*	0	0	0	80	33	23	14	7	1	*	0
November 2024	100	100	66	28	*	0	0	0	78	30	20	12	6	1	*	0
November 2025	100	99	60	25	*	0	0	0	75	27	18	10	5	*	*	0
November 2026	100	91	53	21	*	0	0	0	73	24	15	8	4	*	*	0
November 2027	100	82	47	19	*	0	0	0	70	21	13	7	3	*	*	0
November 2028	100	73	41	16	*	0	0	0	66	18	11	6	2	*	*	0
November 2029	100	65	36	13	*	0	0	0	63	16	10	5	2	*	*	0
November 2030	100	57	31	11	*	0	0	0	59	14	8	4	1	*	0	0
November 2031	100	49	26	9	*	0	0	0	55	12	7	3	1	*	0	0
November 2032	100	41	21	7	*	0	0	0	50	10	5	2	1	*	0	0
November 2033	100	34	17	6	*	0	0	0	46	8	4	2	1	*	0	0
November 2034	100	27	13	4	*	0	0	0	40	6	3	1	*	*	0	0
November 2035	100	20	10	3	*	0	0	0	35	5	2	1	*	*	0	0
November 2036	100	14	7	2	*	0	0	0	29	3	2	1	*	*	0	0
November 2037	100	8	4	1	*	0	0	0	22	2	1	*	*	*	0	0
November 2038	70	2	1	*	*	0	0	0	16	1	*	*	*	*	0	0
November 2039	37	0	0	0	0	0	0	0	8	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	21.1	17.0	9.1	2.2	0.8	0.4	0.2	20.2	10.3	8.5	6.8	5.3	3.1	1.5	0.8

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

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

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

Date	CY Class							
	PSA Prepayment Assumption							
	0%	100%	142%	200%	275%	500%	1000%	1600%
Initial Percent	100	100	100	100	100	100	100	100
November 2011	100	100	100	100	100	100	100	100
November 2012	100	100	100	100	100	100	100	23
November 2013	100	100	100	100	100	100	100	1
November 2014	100	100	100	100	100	100	45	*
November 2015	100	100	100	100	100	100	18	*
November 2016	100	100	100	100	100	100	7	*
November 2017	100	100	100	100	100	99	3	*
November 2018	100	100	100	100	100	68	1	0
November 2019	100	100	100	100	100	46	*	0
November 2020	100	100	100	100	100	31	*	0
November 2021	100	100	100	100	100	21	*	0
November 2022	100	100	100	100	100	14	*	0
November 2023	100	100	88	88	88	10	*	0
November 2024	100	91	70	70	70	6	*	0
November 2025	100	56	56	56	56	4	*	0
November 2026	100	44	44	44	44	3	*	0
November 2027	100	35	35	35	35	2	*	0
November 2028	100	27	27	27	27	1	*	0
November 2029	100	21	21	21	21	1	*	0
November 2030	100	16	16	16	16	1	*	0
November 2031	100	12	12	12	12	*	*	0
November 2032	100	9	9	9	9	*	*	0
November 2033	100	7	7	7	7	*	0	0
November 2034	100	5	5	5	5	*	0	0
November 2035	100	3	3	3	3	*	0	0
November 2036	82	2	2	2	2	*	0	0
November 2037	5	1	1	1	1	*	0	0
November 2038	*	*	*	*	*	*	0	0
November 2039	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.5	16.8	16.5	16.5	16.5	9.6	4.2	1.9

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

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

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 CV Class 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	200% PSA
2	200% PSA
3	200% PSA
4	185% PSA
5	200% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

The RCR Classes will be created, sold and administered pursuant to an arrangement that will be classified as a grantor trust under subpart E, part I of subchapter J of the Code. The Regular Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The Classes of RCR Certificates 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 Merrill, Lynch, Pierce, Fenner & Smith Incorporated (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. Orrick, Herrington & Sutcliffe LLP will provide legal representation for the Dealer.

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									
PG	\$39,851,000	PJ	\$39,851,000	PAC/AD	3.5%	FIX	31398STG8	May 2038	
PI	3,985,100(3)								
Recombination 2									
PG	\$39,851,000	PA	\$39,851,000	PAC/AD	4.0	FIX	31398STH6	May 2038	
PI	7,970,200(3)								
Recombination 3									
CV	\$12,940,000	CY(4)	\$36,123,000	PAC	4.0	FIX	31398STJ2	December 2040	
CZ	\$23,183,000								

(1) REMIC Certificates and RCR Certificates in each 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—*Class Definitions and Abbreviations*" in the REMIC Prospectus.

(3) Notional balance. This Class is an Interest Only Class. See page S-6 for a description of how its notional balance is calculated.

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

Principal Balance Schedules

Aggregate Group I Planned Balances

<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	\$49,921,000.00	March 2015	\$31,589,848.70	July 2019	\$15,126,692.08
December 2010	49,777,413.59	April 2015	31,202,334.77	August 2019	14,891,299.14
January 2011	49,646,531.58	May 2015	30,816,980.88	September 2019	14,659,359.65
February 2011	49,500,158.61	June 2015	30,433,771.99	October 2019	14,430,824.59
March 2011	49,338,358.50	July 2015	30,052,693.16	November 2019	14,205,645.58
April 2011	49,161,207.00	August 2015	29,673,729.56	December 2019	13,983,774.96
May 2011	48,968,791.79	September 2015	29,297,854.76	January 2020	13,765,165.71
June 2011	48,761,212.43	October 2015	28,925,133.04	February 2020	13,549,771.45
July 2011	48,538,580.29	November 2015	28,555,539.02	March 2020	13,337,546.49
August 2011	48,301,018.45	December 2015	28,189,047.50	April 2020	13,128,445.73
September 2011	48,048,661.62	January 2016	27,825,633.51	May 2020	12,922,424.74
October 2011	47,784,136.29	February 2016	27,465,272.26	June 2020	12,719,439.68
November 2011	47,507,676.83	March 2016	27,107,939.14	July 2020	12,519,447.32
December 2011	47,219,401.19	April 2016	26,753,609.76	August 2020	12,322,405.06
January 2012	46,919,434.62	May 2016	26,402,259.91	September 2020	12,128,270.87
February 2012	46,607,909.58	June 2016	26,053,865.59	October 2020	11,937,003.32
March 2012	46,284,965.63	July 2016	25,708,402.96	November 2020	11,748,561.55
April 2012	45,950,749.34	August 2016	25,365,848.39	December 2020	11,562,905.28
May 2012	45,605,414.11	September 2016	25,026,178.45	January 2021	11,379,994.77
June 2012	45,249,120.14	October 2016	24,689,369.85	February 2021	11,199,790.86
July 2012	44,882,034.19	November 2016	24,355,399.54	March 2021	11,022,254.92
August 2012	44,504,329.50	December 2016	24,024,244.60	April 2021	10,847,348.88
September 2012	44,116,185.64	January 2017	23,695,882.34	May 2021	10,675,035.18
October 2012	43,717,788.30	February 2017	23,370,290.22	June 2021	10,505,276.79
November 2012	43,309,329.21	March 2017	23,047,445.88	July 2021	10,338,037.21
December 2012	42,891,005.88	April 2017	22,727,327.15	August 2021	10,173,280.44
January 2013	42,463,021.52	May 2017	22,409,912.03	September 2021	10,010,970.97
February 2013	42,025,584.76	June 2017	22,095,178.69	October 2021	9,851,073.81
March 2013	41,578,909.54	July 2017	21,783,105.48	November 2021	9,693,554.46
April 2013	41,134,801.16	August 2017	21,473,670.92	December 2021	9,538,378.88
May 2013	40,693,242.13	September 2017	21,166,853.69	January 2022	9,385,513.52
June 2013	40,254,215.07	October 2017	20,862,632.65	February 2022	9,234,925.31
July 2013	39,817,702.71	November 2017	20,560,986.83	March 2022	9,086,581.62
August 2013	39,383,687.88	December 2017	20,261,895.42	April 2022	8,940,450.29
September 2013	38,952,153.53	January 2018	19,965,337.78	May 2022	8,796,499.61
October 2013	38,523,082.69	February 2018	19,671,293.43	June 2022	8,654,698.31
November 2013	38,096,458.51	March 2018	19,379,742.05	July 2022	8,515,015.57
December 2013	37,672,264.22	April 2018	19,090,663.49	August 2022	8,377,420.99
January 2014	37,250,483.18	May 2018	18,804,037.75	September 2022	8,241,884.59
February 2014	36,831,098.84	June 2018	18,519,844.99	October 2022	8,108,376.82
March 2014	36,414,094.73	July 2018	18,238,065.53	November 2022	7,976,868.55
April 2014	35,999,454.51	August 2018	17,958,679.86	December 2022	7,847,331.06
May 2014	35,587,161.91	September 2018	17,681,857.36	January 2023	7,719,736.00
June 2014	35,177,200.79	October 2018	17,409,075.62	February 2023	7,594,055.46
July 2014	34,769,555.08	November 2018	17,140,277.42	March 2023	7,470,261.90
August 2014	34,364,208.82	December 2018	16,875,406.36	April 2023	7,348,328.17
September 2014	33,961,146.15	January 2019	16,614,406.80	May 2023	7,228,227.50
October 2014	33,560,351.28	February 2019	16,357,223.90	June 2023	7,109,933.49
November 2014	33,161,808.54	March 2019	16,103,803.56	July 2023	6,993,420.14
December 2014	32,765,502.36	April 2019	15,854,092.44	August 2023	6,878,661.77
January 2015	32,371,417.24	May 2019	15,608,037.94	September 2023	6,765,633.09
February 2015	31,979,537.79	June 2019	15,365,588.20	October 2023	6,654,309.17

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2023	\$ 6,544,665.41	June 2028	\$ 2,509,353.85	January 2033	\$ 827,466.88
December 2023	6,436,677.57	July 2028	2,463,457.90	February 2033	808,946.18
January 2024	6,330,321.74	August 2028	2,418,288.46	March 2033	790,741.00
February 2024	6,225,574.36	September 2028	2,373,834.78	April 2033	772,846.50
March 2024	6,122,412.19	October 2028	2,330,086.24	May 2033	755,257.90
April 2024	6,020,812.32	November 2028	2,287,032.41	June 2033	737,970.51
May 2024	5,920,752.16	December 2028	2,244,662.97	July 2033	720,979.70
June 2024	5,822,209.46	January 2029	2,202,967.79	August 2033	704,280.89
July 2024	5,725,162.24	February 2029	2,161,936.84	September 2033	687,869.58
August 2024	5,629,588.87	March 2029	2,121,560.26	October 2033	671,741.35
September 2024	5,535,468.01	April 2029	2,081,828.34	November 2033	655,891.83
October 2024	5,442,778.61	May 2029	2,042,731.48	December 2033	640,316.71
November 2024	5,351,499.94	June 2029	2,004,260.24	January 2034	625,011.75
December 2024	5,261,611.54	July 2029	1,966,405.30	February 2034	609,972.77
January 2025	5,173,093.24	August 2029	1,929,157.49	March 2034	595,195.66
February 2025	5,085,925.17	September 2029	1,892,507.75	April 2034	580,676.34
March 2025	5,000,087.74	October 2029	1,856,447.18	May 2034	566,410.83
April 2025	4,915,561.62	November 2029	1,820,966.97	June 2034	552,395.19
May 2025	4,832,327.75	December 2029	1,786,058.47	July 2034	538,625.52
June 2025	4,750,367.37	January 2030	1,751,713.13	August 2034	525,098.01
July 2025	4,669,661.96	February 2030	1,717,922.54	September 2034	511,808.89
August 2025	4,590,193.26	March 2030	1,684,678.40	October 2034	498,754.44
September 2025	4,511,943.28	April 2030	1,651,972.54	November 2034	485,931.00
October 2025	4,434,894.28	May 2030	1,619,796.88	December 2034	473,334.97
November 2025	4,359,028.76	June 2030	1,588,143.50	January 2035	460,962.79
December 2025	4,284,329.50	July 2030	1,557,004.55	February 2035	448,810.96
January 2026	4,210,779.47	August 2030	1,526,372.33	March 2035	436,876.04
February 2026	4,138,361.93	September 2030	1,496,239.22	April 2035	425,154.62
March 2026	4,067,060.36	October 2030	1,466,597.73	May 2035	413,643.36
April 2026	3,996,858.47	November 2030	1,437,440.46	June 2035	402,338.95
May 2026	3,927,740.20	December 2030	1,408,760.14	July 2035	391,238.15
June 2026	3,859,689.72	January 2031	1,380,549.58	August 2035	380,337.76
July 2026	3,792,691.42	February 2031	1,352,801.72	September 2035	369,634.61
August 2026	3,726,729.93	March 2031	1,325,509.58	October 2035	359,125.60
September 2026	3,661,790.07	April 2031	1,298,666.28	November 2035	348,807.68
October 2026	3,597,856.90	May 2031	1,272,265.06	December 2035	338,677.81
November 2026	3,534,915.67	June 2031	1,246,299.24	January 2036	328,733.02
December 2026	3,472,951.85	July 2031	1,220,762.24	February 2036	318,970.40
January 2027	3,411,951.13	August 2031	1,195,647.58	March 2036	309,387.05
February 2027	3,351,899.37	September 2031	1,170,948.86	April 2036	299,980.12
March 2027	3,292,782.66	October 2031	1,146,659.79	May 2036	290,746.83
April 2027	3,234,587.28	November 2031	1,122,774.16	June 2036	281,684.40
May 2027	3,177,299.70	December 2031	1,099,285.86	July 2036	272,790.12
June 2027	3,120,906.58	January 2032	1,076,188.85	August 2036	264,061.32
July 2027	3,065,394.77	February 2032	1,053,477.20	September 2036	255,495.35
August 2027	3,010,751.32	March 2032	1,031,145.04	October 2036	247,089.62
September 2027	2,956,963.45	April 2032	1,009,186.62	November 2036	238,841.57
October 2027	2,904,018.57	May 2032	987,596.23	December 2036	230,748.66
November 2027	2,851,904.26	June 2032	966,368.28	January 2037	222,808.43
December 2027	2,800,608.29	July 2032	945,497.25	February 2037	215,018.41
January 2028	2,750,118.59	August 2032	924,977.68	March 2037	207,376.21
February 2028	2,700,423.27	September 2032	904,804.23	April 2037	199,879.44
March 2028	2,651,510.61	October 2032	884,971.59	May 2037	192,525.76
April 2028	2,603,369.05	November 2032	865,474.56	June 2037	185,312.87
May 2028	2,555,987.21	December 2032	846,308.01	July 2037	178,238.50

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2037	\$ 171,300.42	September 2038	\$ 92,548.12	October 2039	\$ 32,158.42
September 2037	164,496.41	October 2038	87,301.02	November 2039	28,166.08
October 2037	157,824.31	November 2038	82,160.42	December 2039	24,259.36
November 2037	151,281.98	December 2038	77,124.54	January 2040	20,436.83
December 2037	144,867.32	January 2039	72,191.67	February 2040	16,697.08
January 2038	138,578.25	February 2039	67,360.10	March 2040	13,038.71
February 2038	132,412.72	March 2039	62,628.16	April 2040	9,460.35
March 2038	126,368.73	April 2039	57,994.19	May 2040	5,960.63
April 2038	120,444.30	May 2039	53,456.57	June 2040	2,538.23
May 2038	114,637.47	June 2039	49,013.69	July 2040 and thereafter	0.00
June 2038	108,946.31	July 2039	44,663.98		
July 2038	103,368.94	August 2039	40,405.88		
August 2038	97,903.49	September 2039	36,237.86		

Aggregate Group II Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$334,410,000.00	December 2013	\$226,347,561.41	January 2017	\$134,431,731.41
December 2010	332,435,999.54	January 2014	223,492,505.18	February 2017	132,304,022.17
January 2011	330,363,568.30	February 2014	220,659,911.12	March 2017	130,193,271.12
February 2011	328,193,901.64	March 2014	217,849,609.62	April 2017	128,099,349.62
March 2011	325,928,265.77	April 2014	215,061,432.32	May 2017	126,022,129.96
April 2011	323,567,996.56	May 2014	212,295,212.10	June 2017	123,961,485.40
May 2011	321,114,498.29	June 2014	209,550,783.10	July 2017	121,917,290.14
June 2011	318,569,242.28	July 2014	206,827,980.68	August 2017	119,889,419.32
July 2011	315,933,765.48	August 2014	204,126,641.45	September 2017	117,877,749.00
August 2011	313,209,668.98	September 2014	201,446,603.20	October 2017	115,882,156.19
September 2011	310,398,616.36	October 2014	198,787,704.95	November 2017	113,918,384.12
October 2011	307,502,332.08	November 2014	196,149,786.92	December 2017	111,986,370.51
November 2011	304,522,599.71	December 2014	193,532,690.51	January 2018	110,085,615.78
December 2011	301,461,260.08	January 2015	190,936,258.29	February 2018	108,215,628.08
January 2012	298,320,209.45	February 2015	188,360,334.01	March 2018	106,375,923.17
February 2012	295,101,397.49	March 2015	185,804,762.61	April 2018	104,566,024.29
March 2012	291,806,825.29	April 2015	183,269,390.14	May 2018	102,785,462.07
April 2012	288,438,543.25	May 2015	180,754,063.81	June 2018	101,033,774.38
May 2012	285,096,594.17	June 2015	178,258,631.99	July 2018	99,310,506.25
June 2012	281,780,779.66	July 2015	175,782,944.15	August 2018	97,615,209.76
July 2012	278,490,902.79	August 2015	173,326,850.89	September 2018	95,947,443.91
August 2012	275,226,768.11	September 2015	170,890,203.93	October 2018	94,306,774.53
September 2012	271,988,181.59	October 2015	168,472,856.08	November 2018	92,692,774.17
October 2012	268,774,950.69	November 2015	166,074,661.25	December 2018	91,105,022.01
November 2012	265,586,884.26	December 2015	163,695,474.45	January 2019	89,543,103.74
December 2012	262,423,792.58	January 2016	161,335,151.75	February 2019	88,006,611.47
January 2013	259,285,487.36	February 2016	158,993,550.30	March 2019	86,495,143.63
February 2013	256,171,781.68	March 2016	156,670,528.32	April 2019	85,008,304.88
March 2013	253,082,490.04	April 2016	154,365,945.09	May 2019	83,545,705.99
April 2013	250,017,428.30	May 2016	152,079,660.91	June 2019	82,106,963.80
May 2013	246,976,413.69	June 2016	149,811,537.14	July 2019	80,691,701.05
June 2013	243,959,264.80	July 2016	147,561,436.18	August 2019	79,299,546.36
July 2013	240,965,801.57	August 2016	145,329,221.45	September 2019	77,930,134.10
August 2013	237,995,845.28	September 2016	143,114,757.36	October 2019	76,583,104.32
September 2013	235,049,218.54	October 2016	140,917,909.38	November 2019	75,258,102.65
October 2013	232,125,745.27	November 2016	138,738,543.93	December 2019	73,954,780.22
November 2013	229,225,250.72	December 2016	136,576,528.47	January 2020	72,672,793.58

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
February 2020	\$ 71,411,804.62	September 2024	\$ 26,404,176.38	April 2029	\$ 8,841,348.51
March 2020	70,171,480.47	October 2024	25,912,242.29	May 2029	8,654,536.01
April 2020	68,951,493.43	November 2024	25,428,674.39	June 2029	8,471,085.98
May 2020	67,751,520.91	December 2024	24,953,337.10	July 2029	8,290,942.24
June 2020	66,571,245.31	January 2025	24,486,097.00	August 2029	8,114,049.49
July 2020	65,410,353.98	February 2025	24,026,822.74	September 2029	7,940,353.33
August 2020	64,268,539.13	March 2025	23,575,385.06	October 2029	7,769,800.22
September 2020	63,145,497.76	April 2025	23,131,656.72	November 2029	7,602,337.48
October 2020	62,040,931.57	May 2025	22,695,512.50	December 2029	7,437,913.30
November 2020	60,954,546.93	June 2025	22,266,829.16	January 2030	7,276,476.69
December 2020	59,886,054.73	July 2025	21,845,485.38	February 2030	7,117,977.45
January 2021	58,835,170.41	August 2025	21,431,361.79	March 2030	6,962,366.25
February 2021	57,801,613.82	September 2025	21,024,340.87	April 2030	6,809,594.49
March 2021	56,785,109.15	October 2025	20,624,306.97	May 2030	6,659,614.39
April 2021	55,785,384.93	November 2025	20,231,146.28	June 2030	6,512,378.94
May 2021	54,802,173.89	December 2025	19,844,746.77	July 2030	6,367,841.87
June 2021	53,835,212.92	January 2026	19,464,998.19	August 2030	6,225,957.66
July 2021	52,884,243.03	February 2026	19,091,792.02	September 2030	6,086,681.54
August 2021	51,949,009.25	March 2026	18,725,021.47	October 2030	5,949,969.44
September 2021	51,029,260.61	April 2026	18,364,581.43	November 2030	5,815,778.02
October 2021	50,124,750.02	May 2026	18,010,368.48	December 2030	5,684,064.63
November 2021	49,235,234.27	June 2026	17,662,280.79	January 2031	5,554,787.31
December 2021	48,360,473.93	July 2026	17,320,218.18	February 2031	5,427,904.78
January 2022	47,500,233.33	August 2026	16,984,082.05	March 2031	5,303,376.42
February 2022	46,654,280.44	September 2026	16,653,775.35	April 2031	5,181,162.29
March 2022	45,822,386.89	October 2026	16,329,202.57	May 2031	5,061,223.08
April 2022	45,004,327.85	November 2026	16,010,269.74	June 2031	4,943,520.10
May 2022	44,199,882.02	December 2026	15,696,884.34	July 2031	4,828,015.32
June 2022	43,408,831.55	January 2027	15,388,955.34	August 2031	4,714,671.31
July 2022	42,630,962.00	February 2027	15,086,393.16	September 2031	4,603,451.24
August 2022	41,866,062.26	March 2027	14,789,109.64	October 2031	4,494,318.89
September 2022	41,113,924.56	April 2027	14,497,018.00	November 2031	4,387,238.62
October 2022	40,374,344.34	May 2027	14,210,032.86	December 2031	4,282,175.37
November 2022	39,647,120.26	June 2027	13,928,070.20	January 2032	4,179,094.67
December 2022	38,932,054.14	July 2027	13,651,047.31	February 2032	4,077,962.56
January 2023	38,228,950.87	August 2027	13,378,882.82	March 2032	3,978,745.69
February 2023	37,537,618.43	September 2027	13,111,496.65	April 2032	3,881,411.22
March 2023	36,857,867.79	October 2027	12,848,809.98	May 2032	3,785,926.85
April 2023	36,189,512.87	November 2027	12,590,745.26	June 2032	3,692,260.81
May 2023	35,532,370.52	December 2027	12,337,226.17	July 2032	3,600,381.83
June 2023	34,886,260.46	January 2028	12,088,177.60	August 2032	3,510,259.19
July 2023	34,251,005.22	February 2028	11,843,525.65	September 2032	3,421,862.62
August 2023	33,626,430.14	March 2028	11,603,197.59	October 2032	3,335,162.39
September 2023	33,012,363.28	April 2028	11,367,121.84	November 2032	3,250,129.23
October 2023	32,408,635.39	May 2028	11,135,227.98	December 2032	3,166,734.35
November 2023	31,815,079.89	June 2028	10,907,446.71	January 2033	3,084,949.43
December 2023	31,231,532.82	July 2028	10,683,709.83	February 2033	3,004,746.62
January 2024	30,657,832.77	August 2028	10,463,950.22	March 2033	2,926,098.53
February 2024	30,093,820.89	September 2028	10,248,101.85	April 2033	2,848,978.21
March 2024	29,539,340.81	October 2028	10,036,099.75	May 2033	2,773,359.14
April 2024	28,994,238.61	November 2028	9,827,879.96	June 2033	2,699,215.26
May 2024	28,458,362.82	December 2028	9,623,379.57	July 2033	2,626,520.92
June 2024	27,931,564.31	January 2029	9,422,536.67	August 2033	2,555,250.89
July 2024	27,413,696.33	February 2029	9,225,290.33	September 2033	2,485,380.37
August 2024	26,904,614.41	March 2029	9,031,580.60	October 2033	2,416,884.95

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2033	\$ 2,349,740.62	October 2035	\$ 1,128,627.72	September 2037	\$ 379,395.78
December 2033	2,283,923.79	November 2035	1,087,647.44	October 2037	354,787.48
January 2034	2,219,411.23	December 2035	1,047,531.52	November 2037	330,744.85
February 2034	2,156,180.10	January 2036	1,008,264.41	December 2037	307,257.34
March 2034	2,094,207.95	February 2036	969,830.81	January 2038	284,314.63
April 2034	2,033,472.68	March 2036	932,215.71	February 2038	261,906.55
May 2034	1,973,952.56	April 2036	895,404.32	March 2038	240,023.10
June 2034	1,915,626.23	May 2036	859,382.11	April 2038	218,654.46
July 2034	1,858,472.68	June 2036	824,134.79	May 2038	197,790.98
August 2034	1,802,471.22	July 2036	789,648.30	June 2038	177,423.16
September 2034	1,747,601.54	August 2036	755,908.84	July 2038	157,541.69
October 2034	1,693,843.65	September 2036	722,902.82	August 2038	138,137.38
November 2034	1,641,177.89	October 2036	690,616.88	September 2038	119,201.23
December 2034	1,589,584.91	November 2036	659,037.91	October 2038	100,724.39
January 2035	1,539,045.71	December 2036	628,152.98	November 2038	82,698.14
February 2035	1,489,541.60	January 2037	597,949.41	December 2038	65,113.93
March 2035	1,441,054.17	February 2037	568,414.72	January 2039	47,963.34
April 2035	1,393,565.35	March 2037	539,536.65	February 2039	31,238.12
May 2035	1,347,057.35	April 2037	511,303.13	March 2039	14,930.15
June 2035	1,301,512.69	May 2037	483,702.30	April 2039 and thereafter	0.00
July 2035	1,256,914.16	June 2037	456,722.51		
August 2035	1,213,244.87	July 2037	430,352.31		
September 2035	1,170,488.17	August 2037	404,580.42		

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.

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\$1,674,969,943



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-136**

PROSPECTUS SUPPLEMENT

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BofA Merrill Lynch

November 23, 2010
