

\$581,075,168



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-156**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own Fannie Mae MBS. 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
A	1	\$210,000,000	SEQ/AD	4.0%	FIX	31398S4H3	September 2036
Z	1	24,069,297	SEQ	4.0	FIX/Z	31398S4J9	January 2041
AB	2	100,000,000	SEQ	4.0	FIX	31398S4K6	May 2038
VA	2	8,310,012	SEQ/AD	4.0	FIX	31398S4L4	March 2022
AZ	2	14,888,271	SEQ	4.0	FIX/Z	31398S4M2	January 2041
BA(2) . . .	3	100,000,000	SEQ/AD	4.0	FIX	31398S4N0	October 2031
ZB	3	29,793,669	SEQ/AD	4.0	FIX/Z	31398S4P5	December 2040
ZC	3	263,919	SEQ	4.0	FIX/Z	31398S4Q3	January 2041
DA	4	75,000,000	SEQ	3.5	FIX	31398S4R1	December 2023
DY	4	18,750,000	SEQ	3.5	FIX	31398S4S9	January 2026
R		0	NPR	0	NPR	31398S4T7	January 2041

(1) See "Description of the Certificates—The Certificates—Class Definitions and Abbreviations" in the REMIC prospectus. (2) Exchangeable class.

If you own certificates of the BA Class, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The BC, BD, BE, BG and BI 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 December 30, 2010.

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 "exempted securities" under the Securities Exchange Act of 1934.

Credit Suisse

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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:

Credit Suisse (USA) LLC
Prospectus Department
11 Madison Avenue
New York, New York 10010-3629
(telephone 212-325-2580).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of December 1, 2010. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

Group	Assets
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS

Group 1, Group 2, Group 3 and Group 4

Characteristics of the MBS

	Approximate Principal Balance	Pass- Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 1 MBS	\$234,069,297	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS	\$123,198,283	4.00%	4.25% to 6.50%	241 to 360
Group 3 MBS	\$130,057,588	4.00%	4.25% to 6.50%	241 to 360
Group 4 MBS	\$ 93,750,000	3.50%	3.75% to 6.00%	121 to 180

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS	\$234,069,297	360	359	1	4.600%
Group 2 MBS	\$123,198,283	360	359	1	4.600%
Group 3 MBS	\$130,057,588	360	359	1	4.600%
Group 4 MBS	\$ 93,750,000	180	179	1	3.854%

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 December 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 Class	R Class

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.

Notional Class

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

<u>Class</u>	
BI	25% of the BA 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>278%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>
A	16.0	8.0	4.4	2.9	2.2	1.9
Z	28.0	22.9	14.5	9.1	6.2	4.7
	<u>PSA Prepayment Assumption</u>					
<u>Group 2 Classes</u>	<u>0%</u>	<u>100%</u>	<u>278%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>
AB	17.5	8.0	4.1	2.7	2.1	1.7
VA	6.0	6.0	5.8	4.6	3.5	2.9
AZ	28.7	23.4	13.9	8.7	6.0	4.5

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>278%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>
BA, BC, BD, BE, BG and BI.....	12.3	6.0	3.4	2.4	1.9	1.6
ZB.....	25.8	19.1	11.3	7.1	4.9	3.8
ZC.....	30.0	29.6	26.1	18.0	12.1	8.7

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>239%</u>	<u>300%</u>	<u>600%</u>	<u>900%</u>
DA.....	7.3	4.9	3.5	3.1	2.1	1.7
DY.....	14.0	12.6	10.4	9.5	6.1	4.3

* 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 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, Group 2 and Group 3 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, Group 2 and Group 3 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 December 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 four groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS” and “Group 4 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 constitute a “real estate mortgage investment conduit” (“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 interest” of the REMIC. The REMIC Certificates other than the R Class are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R Class is referred to as the “Residual Class” or “Residual Certificate.”

	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
REMIC	MBS	All Classes of REMIC Certificates other than the R Class	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 Certificate in fully registered, certificated form. The “Holder” or “Certificateholder” of the Residual Certificate is its registered owner. The Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association (“US Bank”) in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of the Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Class” below.

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

<u>Classes</u>	<u>Denominations</u>
Interest Only Class	\$100,000 minimum plus whole dollar increments
All other Classes (except the R Class)	\$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 and Group 3 MBS, and up to 15 years in the case of the Group 4 MBS.

In addition, the pools underlying the Group 1 MBS, Group 2 MBS and Group 3 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 Balances that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 1 MBS, Group 2 MBS and Group 3 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 and Group 4—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	—

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

Accrual Classes. The Z, AZ, ZB and ZC 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 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 Z Accrual Amount to A until retired, and thereafter to Z.

} Accretion
Directed
Class and
Accrual Class

The Group 1 Cash Flow Distribution Amount to A and Z, in that order, until retired.

} Sequential
Pay Classes

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

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

- *Group 2*

The AZ Accrual Amount to VA until retired, and thereafter to AZ.

} Accretion
Directed
Class and
Accrual Class

The Group 2 Cash Flow Distribution Amount to AB, VA 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 2 Cash Flow Distribution Amount” is the principal then paid on the Group 2 MBS.

- *Group 3*

The ZC Accrual Amount to BA and ZB, in that order, until retired, and thereafter to ZC.

} Accretion
Directed
Classes and
Accrual Class

The ZB Accrual Amount to BA until retired, and thereafter to ZB.

} Accretion
Directed
Class and
Accrual Class

The Group 3 Cash Flow Distribution Amount to BA, ZB and ZC, in that order, until retired.

} Sequential
Pay Classes

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

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

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

- *Group 4*

The Group 4 Principal Distribution Amount to DA and DY, in that order, until retired.

} Sequential
Pay Classes

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

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 and Group 4—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 December 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.

Yield Table for the Fixed Rate Interest Only Class

The table below illustrates the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Class to various constant percentages of PSA. **The table below is provided for illustrative purposes only and is not intended as a forecast or prediction of the actual yields on the applicable Class.** We calculated the yields set forth in the table by

- determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Class, would cause the discounted present values of the assumed streams of cash flows to equal the assumed aggregate purchase price of that Class, 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 price of the applicable Certificates will be as assumed.

In addition, 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, or
- all of the Mortgage Loans will prepay at the same rate.

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>	
BI	384% 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 original principal balance) is as follows:

<u>Class</u>	<u>Price*</u>
BI	11.0%

* 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 BI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	278%	500%	750%	1000%
Pre-Tax Yields to Maturity	29.5%	25.4%	9.5%	(9.9)%	(29.0)%	(45.0)%

Weighted Average Lives of the Certificates

For a description of how the weighted average life of a Certificate is determined, see “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

In general, the weighted average lives of the Certificates will be shortened if the level of prepayments of principal of the related Mortgage Loans increases. However, the weighted average lives will depend upon a variety of other factors, including:

- the timing of changes in the rate of principal distributions, and
- the priority sequences of distributions of principal of the Group 1, Group 2, Group 3 and Group 4 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.

Mortgage Loans Backing Trust Assets Specified Below	Original and Remaining Terms to Maturity	Interest Rates
Group 1 MBS	360 months	6.50%
Group 2 MBS	360 months	6.50%
Group 3 MBS	360 months	6.50%
Group 4 MBS	180 months	6.00%

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates or remaining terms to maturity 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	A Class						Z Class						AB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	278%	500%	750%	1000%	0%	100%	278%	500%	750%	1000%	0%	100%	278%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	96	93	89	85	81	104	104	104	104	104	104	99	96	93	89	84	80
December 2012	96	90	80	68	55	43	108	108	108	108	108	108	97	90	79	65	51	38
December 2013	95	81	63	43	24	10	113	113	113	113	113	113	96	81	61	38	18	2
December 2014	93	74	48	25	7	0	117	117	117	117	117	77	94	73	45	19	0	0
December 2015	90	66	37	12	0	0	122	122	122	122	94	30	92	65	33	6	0	0
December 2016	88	59	27	3	0	0	127	127	127	127	51	12	90	58	22	0	0	0
December 2017	86	52	18	0	0	0	132	132	132	107	27	5	88	52	14	0	0	0
December 2018	83	46	11	0	0	0	138	138	138	73	15	2	86	45	7	0	0	0
December 2019	80	40	6	0	0	0	143	143	143	50	8	1	84	39	1	0	0	0
December 2020	77	35	1	0	0	0	149	149	149	34	4	*	81	34	0	0	0	0
December 2021	74	29	0	0	0	0	155	155	126	23	2	*	79	29	0	0	0	0
December 2022	71	24	0	0	0	0	161	161	101	16	1	*	76	24	0	0	0	0
December 2023	68	19	0	0	0	0	168	168	81	10	1	*	73	20	0	0	0	0
December 2024	64	15	0	0	0	0	175	175	65	7	*	*	70	15	0	0	0	0
December 2025	60	11	0	0	0	0	182	182	52	5	*	*	66	12	0	0	0	0
December 2026	56	6	0	0	0	0	189	189	41	3	*	*	63	8	0	0	0	0
December 2027	51	2	0	0	0	0	197	197	32	2	*	*	59	4	0	0	0	0
December 2028	47	0	0	0	0	0	205	193	25	1	*	*	55	1	0	0	0	0
December 2029	42	0	0	0	0	0	214	170	20	1	*	*	50	0	0	0	0	0
December 2030	37	0	0	0	0	0	222	148	15	1	*	*	45	0	0	0	0	0
December 2031	31	0	0	0	0	0	231	128	12	*	*	*	40	0	0	0	0	0
December 2032	25	0	0	0	0	0	241	109	9	*	*	*	35	0	0	0	0	0
December 2033	19	0	0	0	0	0	251	92	7	*	*	0	29	0	0	0	0	0
December 2034	12	0	0	0	0	0	261	75	5	*	*	0	23	0	0	0	0	0
December 2035	5	0	0	0	0	0	271	60	3	*	*	0	17	0	0	0	0	0
December 2036	0	0	0	0	0	0	259	46	2	*	*	0	10	0	0	0	0	0
December 2037	0	0	0	0	0	0	201	33	1	*	*	0	2	0	0	0	0	0
December 2038	0	0	0	0	0	0	138	21	1	*	*	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	71	10	*	*	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.0	8.0	4.4	2.9	2.2	1.9	28.0	22.9	14.5	9.1	6.2	4.7	17.5	8.0	4.1	2.7	2.1	1.7

Date	VA Class						AZ Class						BA, BC, BD, BE, BG and BI† Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	278%	500%	750%	1000%	0%	100%	278%	500%	750%	1000%	0%	100%	278%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	93	93	93	93	93	93	104	104	104	104	104	104	97	95	91	87	82	77
December 2012	85	85	85	85	85	85	108	108	108	108	108	108	94	87	75	61	46	32
December 2013	77	77	77	77	77	77	113	113	113	113	113	113	92	76	55	31	10	0
December 2014	69	69	69	69	57	0	117	117	117	117	117	66	88	66	37	9	0	0
December 2015	60	60	60	60	0	0	122	122	122	122	80	26	85	57	22	0	0	0
December 2016	51	51	51	11	0	0	127	127	127	127	43	10	82	48	10	0	0	0
December 2017	42	42	42	0	0	0	132	132	132	91	23	4	78	39	0	0	0	0
December 2018	33	33	33	0	0	0	138	138	138	62	12	2	74	31	0	0	0	0
December 2019	23	23	23	0	0	0	143	143	143	42	7	1	70	23	0	0	0	0
December 2020	12	12	0	0	0	0	149	149	132	29	4	*	65	16	0	0	0	0
December 2021	1	1	0	0	0	0	155	155	107	20	2	*	61	8	0	0	0	0
December 2022	0	0	0	0	0	0	156	156	86	13	1	*	56	1	0	0	0	0
December 2023	0	0	0	0	0	0	156	156	69	9	1	*	51	0	0	0	0	0
December 2024	0	0	0	0	0	0	156	156	55	6	*	*	45	0	0	0	0	0
December 2025	0	0	0	0	0	0	156	156	44	4	*	*	40	0	0	0	0	0
December 2026	0	0	0	0	0	0	156	156	35	3	*	*	34	0	0	0	0	0
December 2027	0	0	0	0	0	0	156	156	28	2	*	*	27	0	0	0	0	0
December 2028	0	0	0	0	0	0	156	156	22	1	*	*	20	0	0	0	0	0
December 2029	0	0	0	0	0	0	156	145	17	1	*	*	13	0	0	0	0	0
December 2030	0	0	0	0	0	0	156	126	13	*	*	*	6	0	0	0	0	0
December 2031	0	0	0	0	0	0	156	109	10	*	*	*	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	156	93	8	*	*	*	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	156	78	6	*	*	0	0	0	0	0	0	0
December 2034	0	0	0	0	0	0	156	64	4	*	*	0	0	0	0	0	0	0
December 2035	0	0	0	0	0	0	156	51	3	*	*	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	156	39	2	*	*	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	156	28	1	*	*	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	117	18	1	*	*	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	61	8	*	*	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	6.0	6.0	5.8	4.6	3.5	2.9	28.7	23.4	13.9	8.7	6.0	4.5	12.3	6.0	3.4	2.4	1.9	1.6

* 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						ZC Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	278%	500%	750%	1000%	0%	100%	278%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	104	104	104	104	104	104	104	104	104	104	104	104
December 2012	108	108	108	108	108	108	108	108	108	108	108	108
December 2013	113	113	113	113	113	88	113	113	113	113	113	113
December 2014	117	117	117	117	78	34	117	117	117	117	117	117
December 2015	122	122	122	102	41	13	122	122	122	122	122	122
December 2016	127	127	127	69	22	4	127	127	127	127	127	127
December 2017	132	132	130	47	11	1	132	132	132	132	132	132
December 2018	138	138	105	32	5	0	138	138	138	138	138	92
December 2019	143	143	85	21	2	0	143	143	143	143	143	36
December 2020	149	149	69	14	1	0	149	149	149	149	149	14
December 2021	155	155	55	9	0	0	155	155	155	155	113	5
December 2022	161	161	44	6	0	0	161	161	161	161	60	2
December 2023	168	150	35	3	0	0	168	168	168	168	32	1
December 2024	175	135	28	2	0	0	175	175	175	175	17	*
December 2025	182	121	22	*	0	0	182	182	182	182	9	*
December 2026	189	108	17	0	0	0	189	189	189	159	5	*
December 2027	197	96	13	0	0	0	197	197	197	105	2	*
December 2028	205	85	10	0	0	0	205	205	205	70	1	*
December 2029	214	74	7	0	0	0	214	214	214	46	1	*
December 2030	222	65	5	0	0	0	222	222	222	30	*	*
December 2031	223	55	3	0	0	0	231	231	231	19	*	*
December 2032	204	47	2	0	0	0	241	241	241	12	*	*
December 2033	184	39	1	0	0	0	251	251	251	8	*	*
December 2034	162	31	0	0	0	0	261	261	243	5	*	*
December 2035	139	25	0	0	0	0	271	271	172	3	*	*
December 2036	114	18	0	0	0	0	282	282	117	2	*	*
December 2037	87	12	0	0	0	0	294	294	74	1	*	*
December 2038	59	7	0	0	0	0	306	306	42	*	*	*
December 2039	29	1	0	0	0	0	318	318	17	*	*	*
December 2040	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.8	19.1	11.3	7.1	4.9	3.8	30.0	29.6	26.1	18.0	12.1	8.7

Date	DA Class					DY Class						
	PSA Prepayment Assumption					PSA Prepayment Assumption						
	0%	100%	239%	300%	600%	900%	0%	100%	239%	300%	600%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	95	92	89	88	83	77	100	100	100	100	100	100
December 2012	89	81	73	69	53	37	100	100	100	100	100	100
December 2013	83	69	54	48	23	3	100	100	100	100	100	100
December 2014	77	57	38	31	3	0	100	100	100	100	100	48
December 2015	70	47	25	17	0	0	100	100	100	100	67	20
December 2016	63	37	14	7	0	0	100	100	100	100	39	9
December 2017	55	27	5	0	0	0	100	100	100	95	23	4
December 2018	47	19	0	0	0	0	100	100	93	69	13	1
December 2019	39	11	0	0	0	0	100	100	69	49	7	1
December 2020	30	4	0	0	0	0	100	100	50	34	4	*
December 2021	20	0	0	0	0	0	100	87	35	23	2	*
December 2022	10	0	0	0	0	0	100	62	23	14	1	*
December 2023	0	0	0	0	0	0	95	39	13	8	*	*
December 2024	0	0	0	0	0	0	49	18	5	3	*	*
December 2025	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	7.3	4.9	3.5	3.1	2.1	1.7	14.0	12.6	10.4	9.5	6.1	4.3

* 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.

Characteristics of the Residual Class

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 Election and Special Tax Attributes

We will make a REMIC election with respect to the 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 Class will be designated as the “residual interest” in the REMIC 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 Class, 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 Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	278% PSA
2	278% PSA
3	278% PSA
4	239% 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 Strip 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 Credit Suisse (USA) LLC (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. Bingham McCutchen 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								
BA	\$100,000,000	BC	\$100,000,000	SEQ/AD	3.00%	FIX	31398S4U4	October 2031
		BI	25,000,000(3)	NTL	4.00	FIX/IO	31398S4Y6	October 2031
Recombination 2								
BA	100,000,000	BD	100,000,000	SEQ/AD	3.25	FIX	31398S4V2	October 2031
		BI	18,750,000(3)	NTL	4.00	FIX/IO	31398S4Y6	October 2031
Recombination 3								
BA	100,000,000	BE	100,000,000	SEQ/AD	3.50	FIX	31398S4W0	October 2031
		BI	12,500,000(3)	NTL	4.00	FIX/IO	31398S4Y6	October 2031
Recombination 4								
BA	100,000,000	BG	100,000,000	SEQ/AD	3.75	FIX	31398S4X8	October 2031
		BI	6,250,000(3)	NTL	4.00	FIX/IO	31398S4Y6	October 2031

(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 Balance. This Class is an Interest Only Class. See page S-5 for a description of how its notional balance is calculated.

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.

\$581,075,168



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2010-156

PROSPECTUS SUPPLEMENT

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Credit Suisse

December 22, 2010
