

\$1,402,893,269



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2011-111**

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
KA	1	\$ 91,861,000	SEQ	4.00%	FIX	3136A2GZ0	June 2029
KB	1	23,139,000	SEQ	4.00	FIX	3136A2HA4	November 2031
PC	2	23,318,948	PAC/AD	2.25	FIX	3136A2HB2	March 2040
PF	2	20,987,052	PAC/AD	(2)	FLT	3136A2HC0	March 2040
PS	2	20,987,052(3)	NTL	(2)	INV/IO	3136A2HD8	March 2040
PZ	2	1,596,000	PAC/AD	4.50	FIX/Z	3136A2HE6	November 2041
UZ	2	10,098,000	SUP	4.50	FIX/Z	3136A2HF3	November 2041
FE(4)	3	74,166,666	PT	(2)	FLT	3136A2HG1	November 2041
ID(4)	3	74,166,666(3)	NTL	(2)	INV/IO	3136A2HH9	November 2041
SD(4)	3	74,166,666(3)	NTL	(2)	INV/IO	3136A2HJ5	November 2041
DG(4)	3	183,774,316	SEQ	2.25	FIX	3136A2HK2	December 2038
DF(4)	3	107,201,684	SEQ	(2)	FLT	3136A2HL0	December 2038
IE(4)	3	107,201,684(3)	NTL	(2)	INV/IO	3136A2HM8	December 2038
ES(4)	3	107,201,684(3)	NTL	(2)	INV/IO	3136A2HN6	December 2038
DB	3	79,857,334	SEQ	4.00	FIX	3136A2HP1	November 2041

(Table continued on next page)

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 FD, SE, EF, DS, DH, DJ, DA, FA, SB, BA, UA, FU and SU Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and “Description of the Certificates—The Certificates—Combination and Recombination” in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be October 31, 2011.

Carefully consider the risk factors on page S-10 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.

Barclays Capital

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
BD(4)	4	\$ 54,351,600	PAC	2.00%	FIX	3136A2HQ9	July 2040
BF(4)	4	36,234,400	PAC	(2)	FLT	3136A2HR7	July 2040
BS(4)	4	36,234,400(3)	NTL	(2)	INV/IO	3136A2HS5	July 2040
BE	4	10,227,000	PAC	4.00	FIX	3136A2HT3	November 2041
UF	4	20,217,453	SUP	(2)	FLT	3136A2HU0	November 2041
US	4	10,108,727	SUP	(2)	INV	3136A2HV8	November 2041
FB(4)	4	26,227,836	PT	(2)	FLT	3136A2HW6	November 2041
IF(4)	4	26,227,836(3)	NTL	(2)	INV/IO	3136A2HX4	November 2041
SA(4)	4	26,227,836(3)	NTL	(2)	INV/IO	3136A2HY2	November 2041
A	5	105,641,000	SEQ	4.00	FIX	3136A2HZ9	May 2037
VA	5	11,846,964	SEQ/AD	4.00	FIX	3136A2JA2	January 2023
VB	5	11,286,937	SEQ/AD	4.00	FIX	3136A2JB0	May 2030
VZ	5	21,225,099	SEQ	4.00	FIX/Z	3136A2JC8	November 2041
MA	6	86,904,000	PAC	4.00	FIX	3136A2JD6	July 2038
ME	6	25,477,000	PAC	4.00	FIX	3136A2JE4	November 2041
LA	6	6,824,000	PAC	4.00	FIX	3136A2JF1	July 2041
LB	6	1,989,000	PAC	4.00	FIX	3136A2JG9	October 2041
LC	6	1,381,000	PAC	4.00	FIX	3136A2JH7	November 2041
FY(4)	6	10,292,000	SUP	(2)	FLT	3136A2JJ3	December 2040
UI(4)	6	10,292,000(3)	NTL	(2)	INV/IO	3136A2JK0	December 2040
SY(4)	6	5,146,000	SUP	(2)	INV	3136A2JL8	December 2040
UB	6	2,910,000	SUP	4.00	FIX	3136A2JM6	March 2041
UC	6	2,509,000	SUP	4.00	FIX	3136A2JN4	June 2041
UD	6	2,134,000	SUP	4.00	FIX	3136A2JP9	September 2041
UE	6	2,630,000	SUP	4.00	FIX	3136A2JQ7	November 2041
CA	7	103,904,000	SEQ	4.00	FIX	3136A2JR5	May 2037
VC	7	11,684,901	SEQ/AD	4.00	FIX	3136A2JS3	January 2023
VD	7	11,132,535	SEQ/AD	4.00	FIX	3136A2JT1	May 2030
CZ	7	20,934,743	SEQ	4.00	FIX/Z	3136A2JU8	November 2041
EA	8	115,000,000	SEQ/AD	5.00	FIX	3136A2JV6	December 2038
EZ	8	7,050,614	SEQ	5.00	FIX/Z	3136A2JW4	November 2041
HA	9	51,042,000	SEQ	4.00	FIX	3136A2JX2	June 2039
HB	9	10,581,460	SEQ	4.00	FIX	3136A2JY0	November 2041
R		0	NPR	0	NPR	3136A2JZ7	November 2041
RL		0	NPR	0	NPR	3136A2KA0	November 2041

- (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-8 for a description of how their notional balances are calculated.
(4) Exchangeable classes.

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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
 - July 1, 2011, for all MBS issued on or after July 1, 2011,
 - June 1, 2009, for all MBS issued on or after January 1, 2009 and prior to July 1, 2011,
 - 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 July 1, 2011.

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:

Barclays Capital Inc.
Attn: MBS Syndication Operations
70 Hudson Street
Jersey City, New Jersey 07302
(telephone 201-499-8506).

RECENT DEVELOPMENTS

Ratings Matters

Standard and Poor's Ratings Services

On August 8, 2011, Standard and Poor's Ratings Services ("Standard & Poor's") announced that it had downgraded Fannie Mae senior unsecured long-term debt from "AAA" to "AA+" with a negative outlook. This announcement followed a similar action by Standard & Poor's taken on August 5, 2011 on the United States sovereign long-term debt rating. Standard & Poor's also announced that Fannie Mae's debt ratings were no longer on CreditWatch Negative, and that the ratings on Fannie Mae short term debt and subordinated debt remain unchanged at "A-1+" and "A", respectively.

The action taken by Standard & Poor's with respect to Fannie Mae's ratings was announced at the same time as similar ratings actions on other institutions with ties to the United States Government, including Freddie Mac, select Federal Home Loan Banks, and the Farm Credit System.

Moody's Investors Service

On August 2, 2011, Moody's Investors Service ("Moody's") confirmed the "Aaa" rating of institutions directly linked to the United States Government, including Fannie Mae. Moody's also announced that the rating outlook for Fannie Mae and other institutions directly linked to the United States Government was being revised to negative, following a similar revision on the outlook of the United States Government.

Fitch Ratings Limited

On August 16, 2011, Fitch Ratings Limited ("Fitch") affirmed the long-term issuer default rating and senior unsecured debt rating of Fannie Mae at "AAA", with a Ratings Outlook of Stable, following a similar affirmation of the United States sovereign rating. Fitch has previously indicated that the ratings of Fannie Mae and other issuers with ties to the United States Government would ultimately be aligned with the United States sovereign rating assigned by Fitch.

For additional information on the impacts of a credit rating downgrade on Fannie Mae and its securities, please refer to our Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2011, including the Risk Factors set forth in that Quarterly Report.

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of October 1, 2011. 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
6	Group 6 MBS
7	Group 7 MBS
8	Group 8 MBS
9	Group 9 MBS

Group 1, Group 2, Group 3, Group 4, Group 5, Group 6, Group 7, Group 8 and Group 9

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	\$ 65,000,000	4.00%	4.25% to 6.50%	181 to 240
	\$ 50,000,000	4.00%	4.25% to 6.50%	181 to 240
Group 2 MBS	\$ 56,000,000	4.50%	4.75% to 7.00%	241 to 360
Group 3 MBS	\$445,000,000	4.50%	4.75% to 7.00%	241 to 360
Group 4 MBS	\$157,367,016	4.50%	4.75% to 7.00%	241 to 360
Group 5 MBS	\$150,000,000	4.00%	4.25% to 6.50%	241 to 360
Group 6 MBS	\$148,196,000	4.00%	4.25% to 6.50%	241 to 360
Group 7 MBS	\$147,656,179	4.00%	4.25% to 6.50%	241 to 360
Group 8 MBS	\$ 83,116,507	5.00%	5.25% to 7.50%	241 to 360
	\$ 38,934,107	5.00%	5.25% to 7.50%	241 to 360
Group 9 MBS	\$ 61,623,460	4.00%	4.25% to 6.50%	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	\$ 65,000,000	240	235	4	4.483%
	\$ 50,000,000	240	234	5	4.483%
Group 2 MBS	\$ 56,000,000	360	321	28	4.958%
Group 3 MBS	\$445,000,000	360	345	10	4.966%
Group 4 MBS	\$157,367,016	360	321	28	4.958%
Group 5 MBS	\$150,000,000	360	358	2	4.654%
Group 6 MBS	\$148,196,000	360	358	2	4.654%
Group 7 MBS	\$147,656,179	360	359	1	4.399%
Group 8 MBS	\$ 83,116,507	360	249	98	5.470%
	\$ 38,934,107	360	274	77	5.600%
Group 9 MBS	\$ 61,623,460	360	250	98	4.667%

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 October 31, 2011.

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>
PF	0.60%	7.00%	0.40%	LIBOR + 40 basis points
PS	6.40%	6.60%	0.00%	6.60% – LIBOR
FE	0.70%	7.00%	0.50%	LIBOR + 50 basis points
ID	0.05%	0.05%	0.00%	6.50% – LIBOR
SD	6.25%	6.45%	0.00%	6.45% – LIBOR
DF	0.60%	7.00%	0.40%	LIBOR + 40 basis points
IE	0.05%	0.05%	0.00%	6.60% – LIBOR
ES	6.35%	6.55%	0.00%	6.55% – LIBOR
BF	0.60%	7.00%	0.40%	LIBOR + 40 basis points
BS	6.40%	6.60%	0.00%	6.60% – LIBOR
UF	1.30%	6.00%	1.10%	LIBOR + 110 basis points
US	9.40%	9.80%	0.00%	9.80% – (2 × LIBOR)
FB	0.70%	7.00%	0.50%	LIBOR + 50 basis points
IF	0.05%	0.05%	0.00%	6.50% – LIBOR
SA	6.25%	6.45%	0.00%	6.45% – LIBOR
FY	1.20%	6.00%	1.00%	LIBOR + 100 basis points
UI	0.15%	0.15%	0.00%	5% – LIBOR
SY	9.30%	9.70%	0.00%	9.70% – (2 × LIBOR)
FD	0.75%	7.00%	0.55%	LIBOR + 55 basis points
SE	6.30%	6.50%	0.00%	6.50% – LIBOR
EF	0.65%	7.00%	0.45%	LIBOR + 45 basis points
DS	6.40%	6.60%	0.00%	6.60% – LIBOR
FA	0.75%	7.00%	0.55%	LIBOR + 55 basis points
SB	6.30%	6.50%	0.00%	6.50% – LIBOR
FU	1.35%	6.00%	1.15%	LIBOR + 115 basis points
SU	9.60%	10.00%	0.00%	10% – (2 × 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>	
PS	100% of the PF Class
ID	100% of the FE Class
SD	100% of the FE Class
IE	100% of the DF Class
DS	100% of the DF Class
SE	100% of the FE Class
ES	100% of the DF Class
BS	100% of the BF Class
IF	100% of the FB Class
SA	100% of the FB Class
SB	100% of the FB Class
UI	100% of the FY Class

Distributions of Principal

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

Weighted Average Lives (years)*

			PSA Prepayment Assumption							
Group 1 Classes			0%	100%	250%	400%	800%	1200%		
KA.....			10.4	5.9	3.6	2.7	1.7	1.3		
KB.....			18.8	16.1	11.9	8.8	4.7	3.1		
			PSA Prepayment Assumption							
Group 2 Classes			0%	100%	124%	160%	250%	500%	1100%	1600%
PC, PF and PS			12.6	5.5	5.2	5.2	5.2	2.8	1.0	0.4
PZ.....			21.7	18.5	18.5	18.5	18.5	10.9	4.1	1.4
UZ.....			26.4	17.9	17.0	13.5	1.8	0.4	0.1	0.1
			PSA Prepayment Assumption							
Group 3 Classes			0%	100%	200%	400%	600%	900%		
FE, ID, SD, FD and SE			19.9	10.4	6.9	3.9	2.7	1.8		
DG, DF, IE, ES, EF, DS, DH, DJ and DA ...			17.5	7.2	4.4	2.5	1.8	1.3		
DB			28.6	22.0	15.9	9.1	6.0	3.9		
			PSA Prepayment Assumption							
Group 4 Classes			0%	100%	120%	160%	250%	500%	1100%	1600%
BD, BF, BS and BA.....			16.4	5.5	5.0	5.0	5.0	2.6	0.9	0.4
BE.....			26.1	17.2	17.2	17.2	17.2	9.3	3.3	1.1
UF and US			28.5	19.1	17.1	11.1	2.0	0.5	0.2	0.1
FB, IF, SA, FA and SB			19.9	9.6	8.7	7.4	5.3	2.7	0.9	0.4
			PSA Prepayment Assumption							
Group 5 Classes			0%	100%	250%	500%	1100%	1700%		
A			16.1	6.7	3.6	2.3	1.4	1.1		
VA			6.0	6.0	5.4	3.8	2.3	1.7		
VB			15.0	14.1	8.8	5.2	2.8	2.0		
VZ			27.9	21.5	14.3	8.3	3.9	2.3		

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>									
	<u>0%</u>	<u>100%</u>	<u>115%</u>	<u>140%</u>	<u>175%</u>	<u>240%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1700%</u>
MA	14.5	5.4	5.0	5.0	5.0	5.0	5.0	3.2	1.9	1.4
ME	24.9	15.3	15.1	15.1	15.1	15.1	15.1	8.4	3.8	2.2
LA	26.8	14.5	11.7	2.9	2.9	2.9	2.9	1.8	1.1	0.8
LB	27.3	16.4	14.1	7.9	7.9	7.9	6.0	2.2	1.2	0.9
LC	27.5	19.4	18.7	18.5	18.5	18.5	7.1	2.2	1.2	0.9
FY, UI, SY, FU, SU and UA	28.3	20.4	18.6	14.8	6.2	1.9	1.8	0.9	0.5	0.4
UB	29.2	24.7	23.5	20.9	16.0	3.5	3.2	1.5	0.8	0.6
UC	29.5	26.2	25.2	23.1	18.9	4.2	3.8	1.6	0.9	0.7
UD	29.7	27.5	26.8	25.3	21.9	4.9	4.3	1.8	1.0	0.7
UE	29.9	29.0	28.7	28.0	26.4	6.4	5.1	1.9	1.0	0.7

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1700%</u>
CA	16.1	6.6	3.7	2.3	1.5	1.1
VC	6.0	6.0	5.4	3.8	2.3	1.8
VD	15.0	14.1	8.8	5.3	2.8	2.1
CZ	27.9	21.5	14.3	8.4	3.9	2.3

<u>Group 8 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
EA	17.6	6.9	3.4	2.1	0.9	0.4
EZ	28.6	18.8	13.2	8.9	4.0	1.7

<u>Group 9 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>400%</u>	<u>800%</u>	<u>1200%</u>
HA	17.7	6.1	3.9	2.1	1.0	0.5
HB	28.8	17.4	14.0	8.6	4.0	2.1

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

ADDITIONAL RISK FACTOR

Mortgage loans with high loan-to-value ratios may have different prepayment and default characteristics than conforming mortgage loans generally. The mortgage loans underlying the Group 3 MBS have been refinanced under Fannie Mae's Home Affordable Refinance Program ("Fannie Mae Refi Plus") and are designated as "high loan-to-value ratio" loans, with loan-to-value ratios ranging from greater than 105% up to 125%. There is limited information regarding the default and prepayment rates for Fannie Mae Refi Plus high loan-to-value ratio loans. It is possible that these loans could experience

higher rates of default and lower rates of voluntary prepayment than other conforming loans generally, and could experience higher or lower rates of default and higher or lower rates of voluntary prepayment than other high loan-to-value ratio loans not refinanced through the Fannie Mae Refi Plus initiative. We are unable to predict how these factors will affect loan performance. Accordingly, the Group 3 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives of the Group 3 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 October 1, 2011 (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 nine groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," "Group 2 MBS," "Group 3 MBS," "Group 4 MBS," "Group 5 MBS," "Group 6 MBS," "Group 7 MBS," "Group 8 MBS" and "Group 9 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 20 years in the case of the Group 1 MBS; and up to 30 years in the case of the Group 2 MBS, Group 3 MBS, Group 4 MBS, Group 5 MBS, Group 6 MBS, Group 7 MBS, Group 8 MBS and Group 9 MBS.

In addition, the Mortgage Loans underlying the Group 3 MBS have been refinanced under Fannie Mae Refi Plus and are designated as “high loan-to-value ratio” loans, with loan-to-value ratios ranging from greater than 105% up to 125% at the time of refinance. These loans are targeted at borrowers who have demonstrated an acceptable payment history on their mortgage loans but may have been unable to refinance due to a decline in home prices or the unavailability of mortgage insurance. Fannie Mae Refi Plus refinancing is available only if the new mortgage loan either reduces the monthly principal and interest payment for the borrower or provides a more stable loan product (such as movement from an adjustable-rate loan to a fixed rate loan). For more information on Home Affordable Refinance Program, see “Yield, Maturity, and Prepayment Considerations—Maturity and

Prepayment Considerations—Borrower Refinancings” in the MBS Prospectus dated July 1, 2011 and on our Web site at www.fanniemae.com. See also “Additional Risk Factor—*Mortgage loans with high loan-to-value ratios may have different prepayment and default characteristics than conforming mortgage loans generally*” in this prospectus supplement.

Furthermore, the pools of mortgage loans backing the Group 5 MBS, Group 6 MBS and Group 7 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 Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated July 1, 2011. 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 5 MBS, Group 6 MBS and Group 7 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—*Refinancing—“Jumbo-conforming” 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 the MBS Prospectus dated July 1, 2011.

For additional information, see “Summary—Group 1, Group 2, Group 3, Group 4, Group 5, Group 6, Group 7, Group 8 and Group 9—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 UF and US Classes	Floating Rate and Inverse Floating Rate Classes other than the UF and US Classes

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

Accrual Classes. The PZ, UZ, VZ, CZ and EZ 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 Principals” 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 Group 1 Principal Distribution Amount to KA and KB, in that order, until } Sequential Pay Classes
retired.

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

- *Group 2*

The PZ Accrual Amount to PC and PF, pro rata, until retired, and thereafter to PZ. } **Accretion
Directed
Classes and
Accrual Class**

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

The Group 2 Cash Flow Distribution Amount in the following priority:

1. Aggregate Group I to its Planned Balance. } **PAC Group**
2. To UZ until retired. } **Support Class**
3. To Aggregate Group I to zero. } **PAC Group**

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

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

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

“Aggregate Group I” consists of the PC, PF and PZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I as follows:

- first*, to PC and PF, pro rata, until retired; and
- second*, to PZ until retired.

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

- *Group 3*

The Group 3 Principal Distribution Amount as follows:

- 16.6666665169% to FE until retired, and } **Pass-Through
Class**
- 83.3333334831% as follows:
 - first*, to DG and DF, pro rata, until retired; and } **Sequential
Pay Classes**
 - second*, to DB until retired.

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

- *Group 4*

The Group 4 Principal Distribution Amount as follows:

- 83.3333333333% as follows:
 - first*, to Aggregate Group II to its Planned Balance; } **PAC Group**
 - second*, to UF and US, pro rata, until retired; and } **Support
Classes**
 - third*, to Aggregate Group II to zero, and } **PAC Group**
- 16.6666666667% to FB until retired. } **Pass-Through
Class**

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

“Aggregate Group II” consists of the BD, BF and BE Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

first, to BD and BF, pro rata, until retired; and

second, to BE until retired.

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

- *Group 5*

The VZ Accrual Amount to VA and VB, in that order, until retired, and thereafter to VZ. } **Accretion Directed Classes and Accrual Class**

The Group 5 Cash Flow Distribution Amount to A, VA, VB, and VZ, in that order, until retired. } **Sequential Pay Classes**

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

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

- *Group 6*

The Group 6 Principal Distribution Amount in the following priority:

1. To Aggregate Group III to its Planned Balance. } **PAC Groups**
2. To Aggregate Group IV to its Planned Balance. }
3. To FY and SY, pro rata, until retired. } **Support Classes**
4. To UB, UC, UD, UE, in that order, until retired. }
5. To Aggregate Group IV to zero. } **PAC Groups**
6. To Aggregate Group III to zero. }

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 MBS.

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

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

“Aggregate Group IV” consists of the LA, LB and LC Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group IV to LA, LB and LC, in that order, until retired.

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

- *Group 7*

The CZ Accrual Amount to VC and VD, in that order, until retired, and thereafter to CZ. } **Accretion Directed Classes and Accrual Class**

The Group 7 Cash Flow Distribution Amount to CA, VC, VD and CZ, in that order, until retired. } **Sequential Pay Classes**

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

The “Group 7 Cash Flow Distribution Amount” is the principal then paid on the Group 7 MBS.

- *Group 8*

The EZ Accrual Amount to EA until retired, and thereafter to EZ.

} Accretion
Directed
Class and
Accrual Class

The Group 8 Cash Flow Distribution Amount to EA and EZ, in that order, until retired.

} Sequential
Pay Classes

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

The “Group 8 Cash Flow Distribution Amount” is the principal then paid on the Group 8 MBS.

- *Group 9*

The Group 9 Principal Distribution Amount to HA and HB, in that order, until retired.

} Sequential
Pay Classes

The “Group 9 Principal Distribution Amount” is the principal then paid on the Group 9 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, Group 4, Group 5, Group 6, Group 7, Group 8 and Group 9—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 October 31, 2011; 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 124% and 250% PSA	Between 124% and 250% PSA
Aggregate Group II Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
Aggregate Group III Planned Balances	Between 115% and 250% PSA	Between 115% and 250% PSA
Aggregate Group IV Planned Balances	Between 140% and 240% PSA	Between 140% and 240% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	PC, PF and PZ
Aggregate Group II	BD, BF and BE
Aggregate Group III	MA and ME
Aggregate Group IV	LA, LB and LC

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 an Aggregate Group will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of an 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 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 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 for the Inverse Floating Rate Classes

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 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 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 (other than the US, SY and SU Classes) would lose money on their initial investments under certain Index and prepayment scenarios.

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Summary—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified level of the Index, and

- the aggregate purchase prices of these Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
PS	19.31250%
ID	0.15625%
SD	19.65625%
IE	0.15625%
ES	17.37500%
BS	19.18750%
US	98.00000%
IF	0.15625%
SA	20.62500%
UI	0.18750%
SY	100.12500%
SE	19.81250%
DS	17.53125%
SB	20.78125%
SU	100.31250%

* 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 PS 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>124%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1600%</u>
0.1%	25.3%	19.6%	17.7%	17.7%	17.7%	(3.0)%	(82.5)%	*
0.2%	24.6%	19.0%	17.1%	17.1%	17.1%	(3.7)%	(83.2)%	*
2.2%	12.1%	6.3%	4.8%	4.8%	4.8%	(17.9)%	(97.5)%	*
4.2%	(2.0)%	(8.0)%	(9.1)%	(9.1)%	(9.1)%	(34.7)%	*	*
6.6%	*	*	*	*	*	*	*	*

**Sensitivity of the ID 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>400%</u>	<u>600%</u>	<u>900%</u>
6.450% and below	29.0%	26.0%	19.9%	7.3%	(6.1)%	(28.2)%
6.475%	10.9%	7.9%	1.9%	(10.8)%	(24.4)%	(47.1)%
6.500%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	600%	900%
0.10%	29.3%	26.3%	20.3%	7.6%	(5.8)%	(27.8)%
0.20%	28.7%	25.8%	19.7%	7.1%	(6.4)%	(28.4)%
2.20%	17.3%	14.3%	8.3%	(4.4)%	(17.9)%	(40.3)%
4.20%	5.4%	2.5%	(3.5)%	(16.2)%	(29.8)%	(52.6)%
6.45% and above	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	600%	900%
6.550% and below	27.1%	22.7%	12.4%	(12.0)%	(37.4)%	(72.4)%
6.575%	8.4%	3.1%	(9.7)%	(38.6)%	(66.5)%	*
6.600%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	600%	900%
0.10%	33.1%	28.8%	19.0%	(4.4)%	(29.3)%	(64.0)%
0.20%	32.5%	28.2%	18.3%	(5.2)%	(30.1)%	(64.9)%
2.20%	19.2%	14.5%	3.4%	(22.6)%	(49.0)%	(84.1)%
4.20%	5.3%	(0.3)%	(13.6)%	(43.5)%	(71.9)%	*
6.55% and above	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	120%	160%	250%	500%	1100%	1600%
0.1%	26.6%	20.0%	17.3%	17.3%	17.3%	(5.7)%	(97.4)%	*
0.2%	26.0%	19.4%	16.7%	16.7%	16.7%	(6.4)%	(98.2)%	*
2.2%	13.9%	6.7%	4.0%	4.0%	4.0%	(22.1)%	*	*
4.2%	0.4%	(8.0)%	(10.6)%	(10.6)%	(10.6)%	(40.9)%	*	*
6.6%	*	*	*	*	*	*	*	*

**Sensitivity of the US 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>120%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1600%</u>
0.1%	9.9%	10.0%	10.0%	10.0%	10.6%	12.7%	18.7%	27.2%
0.2%	9.7%	9.7%	9.8%	9.8%	10.4%	12.5%	18.6%	27.2%
2.2%	5.6%	5.6%	5.6%	5.7%	6.4%	8.9%	16.1%	26.4%
4.2%	1.5%	1.5%	1.5%	1.6%	2.4%	5.3%	13.7%	25.7%
4.9%	0.1%	0.1%	0.1%	0.2%	1.0%	4.0%	12.8%	25.4%

**Sensitivity of the IF 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>120%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1600%</u>
6.450% and below . . .	28.1%	24.6%	23.2%	20.4%	13.9%	(5.5)%	(63.7)%	*
6.475%	10.1%	6.9%	5.6%	3.0%	(3.1)%	(21.1)%	(77.0)%	*
6.500%	*	*	*	*	*	*	*	*

**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>120%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1600%</u>
0.10%	26.7%	23.3%	21.9%	19.0%	12.5%	(6.7)%	(64.2)%	*
0.20%	26.2%	22.7%	21.3%	18.5%	12.0%	(7.2)%	(64.5)%	*
2.20%	15.4%	12.1%	10.7%	8.0%	1.8%	(16.6)%	(71.7)%	*
4.20%	3.9%	0.8%	(0.5)%	(3.1)%	(9.0)%	(26.5)%	(79.9)%	*
6.45% and above	*	*	*	*	*	*	*	*

**Sensitivity of the UI 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>115%</u>	<u>140%</u>	<u>175%</u>	<u>240%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1700%</u>
4.850% and below . . .	94.3%	94.3%	94.3%	94.3%	80.6%	44.6%	39.4%	(50.7)%	*	*
4.925%	44.7%	44.7%	44.6%	44.4%	30.1%	(18.7)%	(24.4)%	*	*	*
5.000%	*	*	*	*	*	*	*	*	*	*

**Sensitivity of the SY 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>115%</u>	<u>140%</u>	<u>175%</u>	<u>240%</u>	<u>250%</u>	<u>500%</u>	<u>1100%</u>	<u>1700%</u>
0.10%	9.7%	9.7%	9.7%	9.7%	9.6%	9.6%	9.6%	9.5%	9.3%	9.2%
0.20%	9.5%	9.5%	9.5%	9.5%	9.4%	9.4%	9.4%	9.3%	9.1%	9.0%
2.20%	5.4%	5.4%	5.4%	5.4%	5.4%	5.4%	5.4%	5.5%	5.6%	5.7%
4.20%	1.3%	1.3%	1.3%	1.3%	1.4%	1.5%	1.5%	1.8%	2.2%	2.5%
4.85% and above	0.0%	0.0%	0.0%	0.0%	0.1%	0.3%	0.3%	0.6%	1.0%	1.4%

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	600%	900%
0.1%	29.3%	26.3%	20.3%	7.6%	(5.8)%	(27.8)%
0.2%	28.7%	25.8%	19.7%	7.1%	(6.4)%	(28.4)%
2.2%	17.4%	14.4%	8.4%	(4.3)%	(17.8)%	(40.2)%
4.2%	5.6%	2.7%	(3.3)%	(16.0)%	(29.6)%	(52.4)%
6.5%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	600%	900%
0.1%	33.1%	28.8%	18.9%	(4.5)%	(29.3)%	(64.1)%
0.2%	32.4%	28.1%	18.2%	(5.3)%	(30.2)%	(65.0)%
2.2%	19.3%	14.6%	3.5%	(22.5)%	(48.8)%	(84.0)%
4.2%	5.5%	0.0%	(13.4)%	(43.2)%	(71.6)%	*
6.6%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	120%	160%	250%	500%	1100%	1600%
0.1%	26.7%	23.3%	21.9%	19.1%	12.6%	(6.7)%	(64.2)%	*
0.2%	26.2%	22.7%	21.3%	18.5%	12.1%	(7.1)%	(64.5)%	*
2.2%	15.5%	12.2%	10.8%	8.1%	1.9%	(16.5)%	(71.7)%	*
4.2%	4.1%	1.0%	(0.3)%	(2.9)%	(8.8)%	(26.3)%	(79.7)%	*
6.5%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
0.1%	10.0%	10.0%	10.0%	10.0%	9.9%	9.8%	9.8%	9.6%	9.2%	8.9%
0.2%	9.8%	9.8%	9.8%	9.7%	9.7%	9.6%	9.6%	9.4%	9.0%	8.8%
2.2%	5.7%	5.7%	5.7%	5.7%	5.7%	5.6%	5.6%	5.6%	5.5%	5.5%
4.2%	1.6%	1.6%	1.6%	1.6%	1.6%	1.7%	1.7%	1.9%	2.1%	2.2%
5.0%	0.0%	0.0%	0.0%	0.0%	0.1%	0.2%	0.2%	0.4%	0.7%	0.9%

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 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	240 months	6.50%
Group 2 MBS	360 months	7.00%
Group 3 MBS	360 months	7.00%
Group 4 MBS	360 months	7.00%
Group 5 MBS	360 months	6.50%
Group 6 MBS	360 months	6.50%
Group 7 MBS	360 months	6.50%
Group 8 MBS	360 months	7.50%
Group 9 MBS	360 months	6.50%

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

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA, 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	KA Class						KB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	250%	400%	800%	1200%	0%	100%	250%	400%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	97	93	89	85	74	64	100	100	100	100	100	100
October 2013	93	84	73	62	35	13	100	100	100	100	100	100
October 2014	90	73	55	38	5	0	100	100	100	100	100	41
October 2015	86	64	40	21	0	0	100	100	100	100	60	11
October 2016	82	54	28	8	0	0	100	100	100	100	30	3
October 2017	78	46	17	0	0	0	100	100	100	96	15	1
October 2018	73	38	9	0	0	0	100	100	100	69	7	*
October 2019	68	31	2	0	0	0	100	100	100	49	4	*
October 2020	63	24	0	0	0	0	100	100	86	35	2	*
October 2021	57	17	0	0	0	0	100	100	68	25	1	*
October 2022	51	11	0	0	0	0	100	100	53	17	*	*
October 2023	45	6	0	0	0	0	100	100	40	12	*	*
October 2024	38	1	0	0	0	0	100	100	30	8	*	*
October 2025	30	0	0	0	0	0	100	83	22	5	*	*
October 2026	23	0	0	0	0	0	100	66	16	3	*	*
October 2027	14	0	0	0	0	0	100	49	11	2	*	0
October 2028	5	0	0	0	0	0	100	34	7	1	*	0
October 2029	0	0	0	0	0	0	83	20	4	1	*	0
October 2030	0	0	0	0	0	0	43	7	1	*	*	0
October 2031	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.4	5.9	3.6	2.7	1.7	1.3	18.8	16.1	11.9	8.8	4.7	3.1

Date	PC, PF and PS† Classes								PZ Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	124%	160%	250%	500%	1100%	1600%	0%	100%	124%	160%	250%	500%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	98	89	87	87	87	83	39	1	105	105	105	105	105	105	105	105
October 2013	95	79	76	76	76	56	10	0	109	109	109	109	109	109	109	6
October 2014	92	69	64	64	64	37	1	0	114	114	114	114	114	114	114	*
October 2015	89	59	54	54	54	24	0	0	120	120	120	120	120	120	43	*
October 2016	86	50	45	45	45	15	0	0	125	125	125	125	125	125	14	*
October 2017	83	42	37	37	37	8	0	0	131	131	131	131	131	131	5	*
October 2018	79	34	30	30	30	4	0	0	137	137	137	137	137	137	2	0
October 2019	75	26	23	23	23	1	0	0	143	143	143	143	143	143	1	0
October 2020	71	18	18	18	18	0	0	0	150	150	150	150	150	113	*	0
October 2021	67	13	13	13	13	0	0	0	157	157	157	157	157	76	*	0
October 2022	63	10	10	10	10	0	0	0	164	164	164	164	164	51	*	0
October 2023	58	7	7	7	7	0	0	0	171	171	171	171	171	34	*	0
October 2024	53	4	4	4	4	0	0	0	179	179	179	179	179	23	*	0
October 2025	47	2	2	2	2	0	0	0	188	188	188	188	188	15	*	0
October 2026	42	0	0	0	0	0	0	0	196	184	184	184	184	10	*	0
October 2027	36	0	0	0	0	0	0	0	205	146	146	146	146	7	*	0
October 2028	29	0	0	0	0	0	0	0	215	115	115	115	115	4	*	0
October 2029	23	0	0	0	0	0	0	0	224	90	90	90	90	3	*	0
October 2030	15	0	0	0	0	0	0	0	235	69	69	69	69	2	*	0
October 2031	8	0	0	0	0	0	0	0	246	53	53	53	53	1	0	0
October 2032	0	0	0	0	0	0	0	0	242	39	39	39	39	1	0	0
October 2033	0	0	0	0	0	0	0	0	28	28	28	28	28	*	0	0
October 2034	0	0	0	0	0	0	0	0	19	19	19	19	19	*	0	0
October 2035	0	0	0	0	0	0	0	0	12	12	12	12	12	*	0	0
October 2036	0	0	0	0	0	0	0	0	7	7	7	7	7	*	0	0
October 2037	0	0	0	0	0	0	0	0	2	2	2	2	2	*	0	0
October 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.6	5.5	5.2	5.2	5.2	2.8	1.0	0.4	21.7	18.5	18.5	18.5	18.5	10.9	4.1	1.4

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

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

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

Date	UZ Class								FE, ID†, SD†, FD and SE† Classes							DG, DF, IE†, ES†, EF, DS†, DH, DJ and DA Classes						
	PSA Prepayment Assumption								PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	124%	160%	250%	500%	1100%	1600%	0%	100%	200%	400%	600%	900%		0%	100%	200%	400%	600%	900%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100		100	100	100	100	100	100	
October 2012	105	105	104	93	63	0	0	0	99	95	92	85	79	69		99	94	90	81	73	60	
October 2013	109	109	109	88	37	0	0	0	98	88	80	65	52	34		97	85	75	56	38	16	
October 2014	114	114	113	85	20	0	0	0	97	82	69	49	32	15		96	76	61	35	14	0	
October 2015	120	120	117	84	9	0	0	0	95	75	60	36	20	7		94	68	49	19	0	0	
October 2016	125	125	120	83	3	0	0	0	94	69	52	27	13	3		93	61	38	7	0	0	
October 2017	131	131	122	82	*	0	0	0	93	63	44	20	8	1		91	53	29	0	0	0	
October 2018	137	137	123	81	*	0	0	0	91	58	38	15	5	1		89	47	21	0	0	0	
October 2019	143	143	122	79	*	0	0	0	89	53	33	11	3	*		87	40	14	0	0	0	
October 2020	150	150	118	76	*	0	0	0	88	49	28	8	2	*		84	35	8	0	0	0	
October 2021	157	146	113	71	*	0	0	0	86	44	24	6	1	*		82	29	3	0	0	0	
October 2022	164	139	106	66	*	0	0	0	84	40	20	4	1	*		79	24	0	0	0	0	
October 2023	171	131	99	61	*	0	0	0	82	37	17	3	*	*		77	19	0	0	0	0	
October 2024	179	122	91	55	*	0	0	0	79	33	15	2	*	*		74	15	0	0	0	0	
October 2025	188	112	83	50	*	0	0	0	77	30	12	2	*	*		70	10	0	0	0	0	
October 2026	196	103	75	44	*	0	0	0	74	27	10	1	*	*		67	6	0	0	0	0	
October 2027	205	93	67	39	*	0	0	0	71	24	9	1	*	*		63	3	0	0	0	0	
October 2028	215	83	59	34	*	0	0	0	68	21	7	1	*	*		59	0	0	0	0	0	
October 2029	224	73	52	29	*	0	0	0	65	18	6	*	*	*		55	0	0	0	0	0	
October 2030	235	63	44	24	*	0	0	0	61	16	5	*	*	*		50	0	0	0	0	0	
October 2031	246	54	37	20	*	0	0	0	57	14	4	*	*	*		46	0	0	0	0	0	
October 2032	257	45	31	16	*	0	0	0	53	12	3	*	*	*		40	0	0	0	0	0	
October 2033	266	36	24	13	*	0	0	0	49	10	2	*	*	*		35	0	0	0	0	0	
October 2034	241	28	19	10	*	0	0	0	44	8	2	*	*	0		29	0	0	0	0	0	
October 2035	214	20	13	7	*	0	0	0	39	6	1	*	*	0		22	0	0	0	0	0	
October 2036	185	12	8	4	*	0	0	0	34	5	1	*	*	0		15	0	0	0	0	0	
October 2037	154	5	3	2	*	0	0	0	28	3	1	*	*	0		8	0	0	0	0	0	
October 2038	119	0	0	0	0	0	0	0	22	2	*	*	*	0		*	0	0	0	0	0	
October 2039	82	0	0	0	0	0	0	0	15	1	*	*	*	0		0	0	0	0	0	0	
October 2040	43	0	0	0	0	0	0	0	8	0	0	0	0	0		0	0	0	0	0	0	
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	
Weighted Average Life (years)**	26.4	17.9	17.0	13.5	1.8	0.4	0.1	0.1	19.9	10.4	6.9	3.9	2.7	1.8		17.5	7.2	4.4	2.5	1.8	1.3	

Date	DB Class						BD, BF, BS† and BA Classes							
	PSA Prepayment Assumption						PSA Prepayment Assumption							
	0%	100%	200%	400%	600%	900%	0%	100%	120%	160%	250%	500%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	99	89	87	87	87	87	37	0
October 2013	100	100	100	100	100	100	97	78	75	75	75	57	5	0
October 2014	100	100	100	100	100	71	95	69	64	64	64	36	0	0
October 2015	100	100	100	100	95	32	93	59	54	54	54	21	0	0
October 2016	100	100	100	100	59	14	92	51	45	45	45	11	0	0
October 2017	100	100	100	93	37	6	89	43	36	36	36	4	0	0
October 2018	100	100	100	69	23	3	87	35	28	28	28	0	0	0
October 2019	100	100	100	51	14	1	85	28	21	21	21	0	0	0
October 2020	100	100	100	38	9	1	82	21	15	15	15	0	0	0
October 2021	100	100	100	28	6	*	79	15	11	11	11	0	0	0
October 2022	100	100	94	20	3	*	77	9	7	7	7	0	0	0
October 2023	100	100	80	15	2	*	73	4	3	3	3	0	0	0
October 2024	100	100	67	11	1	*	70	*	*	*	*	0	0	0
October 2025	100	100	57	8	1	*	66	0	0	0	0	0	0	0
October 2026	100	100	48	6	*	*	62	0	0	0	0	0	0	0
October 2027	100	100	40	4	*	*	58	0	0	0	0	0	0	0
October 2028	100	97	33	3	*	*	54	0	0	0	0	0	0	0
October 2029	100	86	27	2	*	*	49	0	0	0	0	0	0	0
October 2030	100	75	22	1	*	*	44	0	0	0	0	0	0	0
October 2031	100	65	18	1	*	*	38	0	0	0	0	0	0	0
October 2032	100	55	14	1	*	*	32	0	0	0	0	0	0	0
October 2033	100	46	11	*	*	*	26	0	0	0	0	0	0	0
October 2034	100	38	9	*	*	*	19	0	0	0	0	0	0	0
October 2035	100	30	6	*	*	*	12	0	0	0	0	0	0	0
October 2036	100	23	5	*	*	0	4	0	0	0	0	0	0	0
October 2037	100	16	3	*	*	0	0	0	0	0	0	0	0	0
October 2038	100	10	2	*	*	0	0	0	0	0	0	0	0	0
October 2039	69	4	1	*	*	0	0	0	0	0	0	0	0	0
October 2040	36	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	22.0	15.9	9.1	6.0	3.9	16.4	5.5	5.0	5.0	5.0	2.6	0.9	0.4

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

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

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

Date	BE Class								UF and US Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	120%	160%	250%	500%	1100%	1600%	0%	100%	120%	160%	250%	500%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	100	53	100	100	100	90	67	3	0	0
October 2013	100	100	100	100	100	100	100	2	100	100	100	82	42	0	0	0
October 2014	100	100	100	100	100	100	48	*	100	100	100	75	25	0	0	0
October 2015	100	100	100	100	100	100	16	*	100	100	100	71	13	0	0	0
October 2016	100	100	100	100	100	100	5	*	100	100	100	67	5	0	0	0
October 2017	100	100	100	100	100	100	2	*	100	100	100	65	1	0	0	0
October 2018	100	100	100	100	100	90	1	0	100	100	100	64	*	0	0	0
October 2019	100	100	100	100	100	61	*	0	100	100	99	62	*	0	0	0
October 2020	100	100	100	100	100	41	*	0	100	100	96	59	*	0	0	0
October 2021	100	100	100	100	100	28	*	0	100	100	92	56	*	0	0	0
October 2022	100	100	100	100	100	19	*	0	100	100	87	52	*	0	0	0
October 2023	100	100	100	100	100	13	*	0	100	100	81	48	*	0	0	0
October 2024	100	100	100	100	100	8	*	0	100	95	75	43	*	0	0	0
October 2025	100	84	84	84	84	6	*	0	100	88	69	39	*	0	0	0
October 2026	100	67	67	67	67	4	*	0	100	80	62	34	*	0	0	0
October 2027	100	54	54	54	54	2	*	0	100	72	56	30	*	0	0	0
October 2028	100	42	42	42	42	2	*	0	100	65	49	26	*	0	0	0
October 2029	100	33	33	33	33	1	*	0	100	57	43	23	*	0	0	0
October 2030	100	25	25	25	25	1	0	0	100	49	37	19	*	0	0	0
October 2031	100	19	19	19	19	*	0	0	100	42	31	16	*	0	0	0
October 2032	100	14	14	14	14	*	0	0	100	35	26	13	*	0	0	0
October 2033	100	10	10	10	10	*	0	0	100	28	20	10	*	0	0	0
October 2034	100	7	7	7	7	*	0	0	100	22	16	7	*	0	0	0
October 2035	100	4	4	4	4	*	0	0	100	15	11	5	*	0	0	0
October 2036	100	2	2	2	2	*	0	0	100	10	7	3	*	0	0	0
October 2037	60	1	1	1	1	*	0	0	100	4	3	1	*	0	0	0
October 2038	0	0	0	0	0	0	0	0	93	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	64	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	33	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.1	17.2	17.2	17.2	17.2	9.3	3.3	1.1	28.5	19.1	17.1	11.1	2.0	0.5	0.2	0.1

Date	FB, IF†, SA†, FA and SB† Classes								A Class						VA Class					
	PSA Prepayment Assumption								PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	120%	160%	250%	500%	1100%	1600%	0%	100%	250%	500%	1100%	1700%	0%	100%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	99	92	91	89	83	69	34	4	98	95	92	86	71	56	93	93	93	93	93	93
October 2013	98	85	83	79	70	47	11	*	97	88	76	58	18	0	85	85	85	85	85	0
October 2014	97	78	75	70	58	32	4	*	95	78	57	27	0	0	77	77	77	77	0	0
October 2015	95	72	68	62	48	22	1	*	93	68	40	5	0	0	69	69	69	69	0	0
October 2016	94	66	62	54	40	15	*	*	91	60	27	0	0	0	60	60	60	0	0	0
October 2017	93	60	56	48	33	10	*	0	89	51	15	0	0	0	51	51	51	0	0	0
October 2018	91	55	50	42	27	7	*	0	86	44	5	0	0	0	42	42	42	0	0	0
October 2019	89	50	45	37	22	5	*	0	84	37	0	0	0	0	33	33	8	0	0	0
October 2020	88	46	41	32	18	3	*	0	81	30	0	0	0	0	23	23	0	0	0	0
October 2021	86	41	36	28	15	2	*	0	78	24	0	0	0	0	12	12	0	0	0	0
October 2022	84	37	32	24	12	1	*	0	75	18	0	0	0	0	1	1	0	0	0	0
October 2023	82	34	29	21	10	1	*	0	72	12	0	0	0	0	0	0	0	0	0	0
October 2024	79	30	25	18	8	1	*	0	69	7	0	0	0	0	0	0	0	0	0	0
October 2025	77	27	22	16	7	*	*	0	65	2	0	0	0	0	0	0	0	0	0	0
October 2026	74	24	20	13	5	*	*	0	61	0	0	0	0	0	0	0	0	0	0	0
October 2027	71	21	17	11	4	*	*	0	57	0	0	0	0	0	0	0	0	0	0	0
October 2028	68	18	15	9	3	*	0	0	52	0	0	0	0	0	0	0	0	0	0	0
October 2029	65	16	12	8	3	*	0	0	48	0	0	0	0	0	0	0	0	0	0	0
October 2030	61	13	10	6	2	*	0	0	42	0	0	0	0	0	0	0	0	0	0	0
October 2031	57	11	9	5	2	*	0	0	37	0	0	0	0	0	0	0	0	0	0	0
October 2032	53	9	7	4	1	*	0	0	31	0	0	0	0	0	0	0	0	0	0	0
October 2033	49	7	6	3	1	*	0	0	25	0	0	0	0	0	0	0	0	0	0	0
October 2034	44	6	4	2	1	*	0	0	18	0	0	0	0	0	0	0	0	0	0	0
October 2035	39	4	3	2	*	*	0	0	11	0	0	0	0	0	0	0	0	0	0	0
October 2036	34	2	2	1	*	*	0	0	4	0	0	0	0	0	0	0	0	0	0	0
October 2037	28	1	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2038	22	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	15	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.9	9.6	8.7	7.4	5.3	2.7	0.9	0.4	16.1	6.7	3.6	2.3	1.4	1.1	6.0	6.0	5.4	3.8	2.3	1.7

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

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

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

Date	VB Class						VZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	250%	500%	1100%	1700%	0%	100%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	104	104	104	104	104	104
October 2013	100	100	100	100	100	46	108	108	108	108	108	108
October 2014	100	100	100	100	0	0	113	113	113	113	104	0
October 2015	100	100	100	100	0	0	117	117	117	117	35	0
October 2016	100	100	100	75	0	0	122	122	122	122	11	0
October 2017	100	100	100	0	0	0	127	127	127	111	4	0
October 2018	100	100	100	0	0	0	132	132	132	76	1	0
October 2019	100	100	100	0	0	0	138	138	138	52	*	0
October 2020	100	100	34	0	0	0	143	143	143	35	*	0
October 2021	100	100	0	0	0	0	149	149	133	24	*	0
October 2022	100	100	0	0	0	0	155	155	110	16	*	0
October 2023	89	89	0	0	0	0	161	161	90	11	*	0
October 2024	77	77	0	0	0	0	168	168	74	7	*	0
October 2025	64	64	0	0	0	0	175	175	60	5	*	0
October 2026	51	30	0	0	0	0	182	182	49	3	*	0
October 2027	37	0	0	0	0	0	189	177	40	2	*	0
October 2028	22	0	0	0	0	0	197	158	32	1	*	0
October 2029	7	0	0	0	0	0	205	140	25	1	*	0
October 2030	0	0	0	0	0	0	209	123	20	1	*	0
October 2031	0	0	0	0	0	0	209	107	16	*	0	0
October 2032	0	0	0	0	0	0	209	92	12	*	0	0
October 2033	0	0	0	0	0	0	209	79	10	*	0	0
October 2034	0	0	0	0	0	0	209	66	7	*	0	0
October 2035	0	0	0	0	0	0	209	54	5	*	0	0
October 2036	0	0	0	0	0	0	209	43	4	*	0	0
October 2037	0	0	0	0	0	0	188	33	3	*	0	0
October 2038	0	0	0	0	0	0	146	23	2	*	0	0
October 2039	0	0	0	0	0	0	100	15	1	*	0	0
October 2040	0	0	0	0	0	0	52	6	*	*	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.0	14.1	8.8	5.2	2.8	2.0	27.9	21.5	14.3	8.3	3.9	2.3

Date	MA Class										ME Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	98	94	94	94	94	94	94	94	94	88	100	100	100	100	100	100	100	100	100	100
October 2013	96	85	84	84	84	84	84	84	43	3	100	100	100	100	100	100	100	100	100	100
October 2014	94	73	71	71	71	71	71	54	0	0	100	100	100	100	100	100	100	85	0	0
October 2015	92	62	58	58	58	58	58	28	0	0	100	100	100	100	100	100	100	100	28	0
October 2016	89	51	47	47	47	47	47	10	0	0	100	100	100	100	100	100	100	100	9	0
October 2017	86	42	36	36	36	36	36	0	0	0	100	100	100	100	100	100	100	91	3	0
October 2018	84	32	27	27	27	27	27	0	0	0	100	100	100	100	100	100	100	62	1	0
October 2019	81	24	18	18	18	18	18	0	0	0	100	100	100	100	100	100	100	43	*	0
October 2020	77	16	10	10	10	10	10	0	0	0	100	100	100	100	100	100	100	29	*	0
October 2021	74	8	3	3	3	3	3	0	0	0	100	100	100	100	100	100	100	20	*	0
October 2022	70	1	0	0	0	0	0	0	0	0	100	100	90	90	90	90	90	13	*	0
October 2023	67	0	0	0	0	0	0	0	0	0	100	81	74	74	74	74	74	9	*	0
October 2024	62	0	0	0	0	0	0	0	0	0	100	61	61	61	61	61	61	6	*	0
October 2025	58	0	0	0	0	0	0	0	0	0	100	49	49	49	49	49	49	4	*	0
October 2026	53	0	0	0	0	0	0	0	0	0	100	40	40	40	40	40	40	3	*	0
October 2027	48	0	0	0	0	0	0	0	0	0	100	33	33	33	33	33	33	2	*	0
October 2028	43	0	0	0	0	0	0	0	0	0	100	26	26	26	26	26	26	1	*	0
October 2029	37	0	0	0	0	0	0	0	0	0	100	21	21	21	21	21	21	1	*	0
October 2030	31	0	0	0	0	0	0	0	0	0	100	17	17	17	17	17	17	1	*	0
October 2031	24	0	0	0	0	0	0	0	0	0	100	13	13	13	13	13	13	*	0	0
October 2032	17	0	0	0	0	0	0	0	0	0	100	10	10	10	10	10	10	*	0	0
October 2033	10	0	0	0	0	0	0	0	0	0	100	8	8	8	8	8	8	*	0	0
October 2034	2	0	0	0	0	0	0	0	0	0	100	6	6	6	6	6	6	*	0	0
October 2035	0	0	0	0	0	0	0	0	0	0	78	4	4	4	4	4	4	*	0	0
October 2036	0	0	0	0	0	0	0	0	0	0	47	3	3	3	3	3	3	*	0	0
October 2037	0	0	0	0	0	0	0	0	0	0	14	2	2	2	2	2	2	*	0	0
October 2038	0	0	0	0	0	0	0	0	0	0	1	1	1	1	1	1	1	*	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	1	1	1	1	1	1	1	*	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	*	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.5	5.4	5.0	5.0	5.0	5.0	5.0	3.2	1.9	1.4	24.9	15.3	15.1	15.1	15.1	15.1	15.1	8.4	3.8	2.2

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

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

Date	LA Class										LB Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	91	91	91	91	91	91	0	100	100	100	100	100	100	100	100	100	0
October 2013	100	100	100	70	70	70	70	39	0	0	100	100	100	100	100	100	100	100	0	0
October 2014	100	100	100	45	45	45	45	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2015	100	100	100	24	24	24	24	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2016	100	100	100	8	8	8	8	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2017	100	100	100	0	0	0	0	0	0	0	100	100	100	84	84	84	49	0	0	0
October 2018	100	100	100	0	0	0	0	0	0	0	100	100	100	54	54	54	0	0	0	0
October 2019	100	100	100	0	0	0	0	0	0	0	100	100	100	33	33	33	0	0	0	0
October 2020	100	100	97	0	0	0	0	0	0	0	100	100	100	27	27	27	0	0	0	0
October 2021	100	100	86	0	0	0	0	0	0	0	100	100	100	20	20	20	0	0	0	0
October 2022	100	100	68	0	0	0	0	0	0	0	100	100	100	13	13	13	0	0	0	0
October 2023	100	100	45	0	0	0	0	0	0	0	100	100	100	5	5	5	0	0	0	0
October 2024	100	99	18	0	0	0	0	0	0	0	100	100	100	0	0	0	0	0	0	0
October 2025	100	68	0	0	0	0	0	0	0	0	100	100	60	0	0	0	0	0	0	0
October 2026	100	34	0	0	0	0	0	0	0	0	100	100	0	0	0	0	0	0	0	0
October 2027	100	0	0	0	0	0	0	0	0	0	100	95	0	0	0	0	0	0	0	0
October 2028	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2029	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2030	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2031	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2032	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2033	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2034	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2035	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2036	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2037	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2038	18	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.8	14.5	11.7	2.9	2.9	2.9	2.9	1.8	1.1	0.8	27.3	16.4	14.1	7.9	7.9	7.9	6.0	2.2	1.2	0.9

Date	LC Class										FY, UI†, SY, FU, SU and UA Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	100	100	100	0	100	100	100	100	94	84	82	42	0	0
October 2013	100	100	100	100	100	100	100	100	0	0	100	100	100	100	82	48	43	0	0	0
October 2014	100	100	100	100	100	100	100	0	0	0	100	100	100	100	67	7	0	0	0	0
October 2015	100	100	100	100	100	100	100	0	0	0	100	100	100	100	55	0	0	0	0	0
October 2016	100	100	100	100	100	100	100	0	0	0	100	100	100	100	46	0	0	0	0	0
October 2017	100	100	100	100	100	100	100	0	0	0	100	100	100	100	40	0	0	0	0	0
October 2018	100	100	100	100	100	100	50	0	0	0	100	100	100	100	36	0	0	0	0	0
October 2019	100	100	100	100	100	100	2	0	0	0	100	100	100	100	34	0	0	0	0	0
October 2020	100	100	100	100	100	100	*	0	0	0	100	100	100	98	32	0	0	0	0	0
October 2021	100	100	100	100	100	100	*	0	0	0	100	100	100	94	28	0	0	0	0	0
October 2022	100	100	100	100	100	100	*	0	0	0	100	100	100	87	23	0	0	0	0	0
October 2023	100	100	100	100	100	100	*	0	0	0	100	100	100	78	17	0	0	0	0	0
October 2024	100	100	100	96	96	96	*	0	0	0	100	100	100	69	10	0	0	0	0	0
October 2025	100	100	100	85	85	85	*	0	0	0	100	100	100	59	4	0	0	0	0	0
October 2026	100	100	75	75	75	75	*	0	0	0	100	100	96	49	0	0	0	0	0	0
October 2027	100	100	65	65	65	65	*	0	0	0	100	100	83	38	0	0	0	0	0	0
October 2028	100	58	56	56	56	56	*	0	0	0	100	100	70	28	0	0	0	0	0	0
October 2029	100	47	47	47	47	47	*	0	0	0	100	85	56	18	0	0	0	0	0	0
October 2030	100	40	40	40	40	40	*	0	0	0	100	70	43	8	0	0	0	0	0	0
October 2031	100	33	33	33	33	33	*	0	0	0	100	55	31	0	0	0	0	0	0	0
October 2032	100	27	27	27	27	27	*	0	0	0	100	40	18	0	0	0	0	0	0	0
October 2033	100	22	22	22	22	22	*	0	0	0	100	26	6	0	0	0	0	0	0	0
October 2034	100	17	17	17	17	17	*	0	0	0	100	12	0	0	0	0	0	0	0	0
October 2035	100	13	13	13	13	13	*	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2036	100	9	9	9	9	9	*	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2037	100	6	6	6	6	6	*	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2038	100	4	4	4	4	4	*	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2039	2	2	2	2	2	2	*	0	0	0	69	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	*	0	0	0	4	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.5	19.4	18.7	18.5	18.5	18.5	7.1	2.2	1.2	0.9	28.3	20.4	18.6	14.8	6.2	1.9	1.8	0.9	0.5	0.4

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

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

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

Date	UB Class										UC Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	100	100	0	0	100	100	100	100	100	100	100	100	0	0
October 2013	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2014	100	100	100	100	100	100	100	90	0	0	100	100	100	100	100	100	100	0	0	0
October 2015	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	72	2	0	0	0
October 2016	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2017	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2018	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2019	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2020	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2021	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2022	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2023	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2024	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2025	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2026	100	100	100	100	84	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2027	100	100	100	100	49	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2028	100	100	100	100	15	0	0	0	0	0	100	100	100	100	100	0	0	0	0	0
October 2029	100	100	100	100	0	0	0	0	0	0	100	100	100	100	80	0	0	0	0	0
October 2030	100	100	100	100	0	0	0	0	0	0	100	100	100	100	45	0	0	0	0	0
October 2031	100	100	100	92	0	0	0	0	0	0	100	100	100	100	12	0	0	0	0	0
October 2032	100	100	100	45	0	0	0	0	0	0	100	100	100	100	0	0	0	0	0	0
October 2033	100	100	100	1	0	0	0	0	0	0	100	100	100	100	0	0	0	0	0	0
October 2034	100	100	75	0	0	0	0	0	0	0	100	100	100	53	0	0	0	0	0	0
October 2035	100	95	18	0	0	0	0	0	0	0	100	100	100	8	0	0	0	0	0	0
October 2036	100	28	0	0	0	0	0	0	0	0	100	100	59	0	0	0	0	0	0	0
October 2037	100	0	0	0	0	0	0	0	0	0	100	59	*	0	0	0	0	0	0	0
October 2038	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2039	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2040	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.2	24.7	23.5	20.9	16.0	3.5	3.2	1.5	0.8	0.6	29.5	26.2	25.2	23.1	18.9	4.2	3.8	1.6	0.9	0.7

Date	UD Class										UE Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%	0%	100%	115%	140%	175%	240%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	100	100	100	100	100	100	100	100	0	0	100	100	100	100	100	100	100	100	50	0
October 2013	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2014	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2015	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	100	100	0	0	0
October 2016	100	100	100	100	100	35	0	0	0	0	100	100	100	100	100	100	53	0	0	0
October 2017	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	52	0	0	0	0
October 2018	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	12	0	0	0	0
October 2019	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2020	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2021	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2022	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2023	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2024	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2025	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2026	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2027	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2028	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2029	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2030	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2031	100	100	100	100	100	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2032	100	100	100	100	79	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2033	100	100	100	100	46	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2034	100	100	100	100	16	0	0	0	0	0	100	100	100	100	100	1	0	0	0	0
October 2035	100	100	100	100	0	0	0	0	0	0	100	100	100	100	90	1	0	0	0	0
October 2036	100	100	100	61	0	0	0	0	0	0	100	100	100	100	70	1	0	0	0	0
October 2037	100	100	100	16	0	0	0	0	0	0	100	100	100	100	53	1	0	0	0	0
October 2038	100	87	36	0	0	0	0	0	0	0	100	100	100	80	37	1	0	0	0	0
October 2039	100	9	0	0	0	0	0	0	0	0	100	100	81	49	22	1	0	0	0	0
October 2040	100	0	0	0	0	0	0	0	0	0	100	48	36	22	10	1	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.7	27.5	26.8	25.3	21.9	4.9	4.3	1.8	1.0	0.7	29.9	29.0	28.7	28.0	26.4	6.4	5.1	1.9	1.0	0.7

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

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

Date	CA Class						VC Class						VD Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	250%	500%	1100%	1700%	0%	100%	250%	500%	1100%	1700%	0%	100%	250%	500%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	98	96	92	87	74	61	93	93	93	93	93	93	100	100	100	100	100	100
October 2013	97	88	77	60	23	0	85	85	85	85	85	0	100	100	100	100	100	93
October 2014	95	78	58	29	0	0	77	77	77	77	0	0	100	100	100	100	0	0
October 2015	93	69	41	7	0	0	69	69	69	69	0	0	100	100	100	100	0	0
October 2016	91	60	27	0	0	0	60	60	60	0	0	0	100	100	100	82	0	0
October 2017	89	51	15	0	0	0	51	51	51	0	0	0	100	100	100	0	0	0
October 2018	86	44	6	0	0	0	42	42	42	0	0	0	100	100	100	0	0	0
October 2019	84	36	0	0	0	0	33	33	10	0	0	0	100	100	100	0	0	0
October 2020	81	30	0	0	0	0	23	23	0	0	0	0	100	100	36	0	0	0
October 2021	78	23	0	0	0	0	12	12	0	0	0	0	100	100	0	0	0	0
October 2022	75	17	0	0	0	0	1	1	0	0	0	0	100	100	0	0	0	0
October 2023	72	12	0	0	0	0	0	0	0	0	0	0	89	89	0	0	0	0
October 2024	69	7	0	0	0	0	0	0	0	0	0	0	77	77	0	0	0	0
October 2025	65	2	0	0	0	0	0	0	0	0	0	0	64	64	0	0	0	0
October 2026	61	0	0	0	0	0	0	0	0	0	0	0	51	27	0	0	0	0
October 2027	57	0	0	0	0	0	0	0	0	0	0	0	37	0	0	0	0	0
October 2028	52	0	0	0	0	0	0	0	0	0	0	0	22	0	0	0	0	0
October 2029	48	0	0	0	0	0	0	0	0	0	0	0	7	0	0	0	0	0
October 2030	42	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2031	37	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2032	31	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2033	25	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2034	18	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2035	11	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2036	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.1	6.6	3.7	2.3	1.5	1.1	6.0	6.0	5.4	3.8	2.3	1.8	15.0	14.1	8.8	5.3	2.8	2.1

Date	CZ Class						EA Class						EZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	250%	500%	1100%	1700%	0%	100%	300%	500%	1000%	1500%	0%	100%	300%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	104	104	104	104	104	104	99	91	78	66	35	4	105	105	105	105	105	105
October 2013	108	108	108	108	108	108	97	82	61	43	9	0	110	110	110	110	110	16
October 2014	113	113	113	113	112	0	96	74	47	26	0	0	116	116	116	116	102	2
October 2015	117	117	117	117	37	0	94	66	35	15	0	0	122	122	122	122	39	*
October 2016	122	122	122	122	12	0	93	59	26	7	0	0	128	128	128	128	15	*
October 2017	127	127	127	113	4	0	91	52	18	2	0	0	135	135	135	135	6	*
October 2018	132	132	132	77	1	0	89	46	12	0	0	0	142	142	142	113	2	*
October 2019	138	138	138	53	*	0	87	40	7	0	0	0	149	149	149	75	1	*
October 2020	143	143	143	36	*	0	84	34	3	0	0	0	157	157	157	50	*	*
October 2021	149	149	134	24	*	0	82	28	0	0	0	0	165	165	160	33	*	0
October 2022	155	155	110	17	*	0	79	23	0	0	0	0	173	173	123	22	*	0
October 2023	161	161	90	11	*	0	77	18	0	0	0	0	182	182	93	14	*	0
October 2024	168	168	74	8	*	0	74	14	0	0	0	0	191	191	70	9	*	0
October 2025	175	175	60	5	*	0	71	9	0	0	0	0	201	201	52	6	*	0
October 2026	182	182	49	3	*	0	67	5	0	0	0	0	211	211	38	4	*	0
October 2027	189	176	40	2	*	0	63	1	0	0	0	0	222	222	27	2	*	0
October 2028	197	157	32	1	*	0	59	0	0	0	0	0	234	187	18	1	*	0
October 2029	205	138	25	1	*	0	55	0	0	0	0	0	246	139	12	1	*	0
October 2030	209	122	20	1	*	0	51	0	0	0	0	0	258	94	7	*	*	0
October 2031	209	106	16	*	0	0	46	0	0	0	0	0	271	53	3	*	*	0
October 2032	209	91	12	*	0	0	41	0	0	0	0	0	285	20	1	*	0	0
October 2033	209	78	10	*	0	0	35	0	0	0	0	0	300	9	*	*	0	0
October 2034	209	65	7	*	0	0	29	0	0	0	0	0	315	0	0	0	0	0
October 2035	209	54	5	*	0	0	23	0	0	0	0	0	331	0	0	0	0	0
October 2036	209	43	4	*	0	0	16	0	0	0	0	0	348	0	0	0	0	0
October 2037	188	33	3	*	0	0	8	0	0	0	0	0	366	0	0	0	0	0
October 2038	145	23	2	*	0	0	*	0	0	0	0	0	385	0	0	0	0	0
October 2039	100	15	1	*	0	0	0	0	0	0	0	0	269	0	0	0	0	0
October 2040	52	7	*	*	0	0	0	0	0	0	0	0	140	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.9	21.5	14.3	8.4	3.9	2.3	17.6	6.9	3.4	2.1	0.9	0.4	28.6	18.8	13.2	8.9	4.0	1.7

* 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.

Date	HA Class						HB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	400%	800%	1200%	0%	100%	200%	400%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
October 2012	99	89	82	68	40	12	100	100	100	100	100	100
October 2013	97	80	67	45	10	0	100	100	100	100	100	43
October 2014	96	70	54	27	0	0	100	100	100	100	74	12
October 2015	94	62	43	15	0	0	100	100	100	100	37	3
October 2016	92	54	33	5	0	0	100	100	100	100	19	1
October 2017	90	46	24	0	0	0	100	100	100	90	9	*
October 2018	88	39	17	0	0	0	100	100	100	65	5	*
October 2019	86	33	11	0	0	0	100	100	100	47	2	*
October 2020	84	26	5	0	0	0	100	100	100	34	1	*
October 2021	82	21	1	0	0	0	100	100	100	24	1	*
October 2022	79	15	0	0	0	0	100	100	84	17	*	*
October 2023	76	10	0	0	0	0	100	100	68	12	*	*
October 2024	73	6	0	0	0	0	100	100	54	8	*	*
October 2025	70	2	0	0	0	0	100	100	43	5	*	*
October 2026	67	0	0	0	0	0	100	88	33	4	*	*
October 2027	63	0	0	0	0	0	100	70	24	2	*	0
October 2028	59	0	0	0	0	0	100	54	17	1	*	0
October 2029	55	0	0	0	0	0	100	38	12	1	*	0
October 2030	51	0	0	0	0	0	100	24	7	*	*	0
October 2031	46	0	0	0	0	0	100	10	3	*	*	0
October 2032	42	0	0	0	0	0	100	0	0	0	0	0
October 2033	36	0	0	0	0	0	100	0	0	0	0	0
October 2034	31	0	0	0	0	0	100	0	0	0	0	0
October 2035	25	0	0	0	0	0	100	0	0	0	0	0
October 2036	18	0	0	0	0	0	100	0	0	0	0	0
October 2037	11	0	0	0	0	0	100	0	0	0	0	0
October 2038	4	0	0	0	0	0	100	0	0	0	0	0
October 2039	0	0	0	0	0	0	83	0	0	0	0	0
October 2040	0	0	0	0	0	0	43	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.7	6.1	3.9	2.1	1.0	0.5	28.8	17.4	14.0	8.6	4.0	2.1

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

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

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.

Notwithstanding the foregoing, the Mortgage Loans underlying the Group 3 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The MBS” in this prospectus supplement. A portion of the Group 3 Classes may not be treated as “real estate assets” within the meaning of section 856(c)(5)(B) of the Code. See “Material Federal Income Tax Consequences—Special Tax Attributes” in the MBS Prospectus dated July 1, 2011. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of the Group 3 Classes, and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Classes. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	250% PSA
2	160% PSA
3	200% PSA
4	160% PSA
5	250% PSA
6	175% PSA
7	250% PSA
8	300% PSA
9	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. All of the RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Barclays Capital Inc. (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. Cleary Gottlieb Steen & Hamilton LLP will provide legal representation for the Dealer.

Available Recombinations(1)

REMIC Certificates		RCR Certificates					Final Distribution Date	
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)		CUSIP Number
Recombination 1								
FE	\$ 74,166,666	FD	\$ 74,166,666	PT	(3)	FLT	3136A2KB8	November 2041
ID	74,166,666(4)							
Recombination 2								
ID	74,166,666(4)	SE	74,166,666(4)	NTL	(3)	INV/IO	3136A2KC6	November 2041
SD	74,166,666(4)							
Recombination 3								
DF	107,201,684	EF	107,201,684	SEQ	(3)	FLT	3136A2KD4	December 2038
IE	107,201,684(4)							
Recombination 4								
IE	107,201,684(4)	DS	107,201,684(4)	NTL	(3)	INV/IO	3136A2KE2	December 2038
ES	107,201,684(4)							
Recombination 5								
DG	183,774,316	DH	193,984,000	SEQ	2.50%	FIX	3136A2KF9	December 2038
DF	10,209,684							
IE	10,209,684(4)							
ES	10,209,684(4)							
Recombination 6								
DG	183,774,316	DJ	205,394,823	SEQ	2.75	FIX	3136A2KG7	December 2038
DF	21,620,507							
IE	21,620,507(4)							
ES	21,620,507(4)							
Recombination 7								
DG	183,774,316	DA	218,232,000	SEQ	3.00	FIX	3136A2KH5	December 2038
DF	34,457,684							
IE	34,457,684(4)							
ES	34,457,684(4)							
Recombination 8								
FB	26,227,836	FA	26,227,836	PT	(3)	FLT	3136A2KJ1	November 2041
IF	26,227,836(4)							

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 9								
IF	\$ 26,227,836(4)	SB	\$ 26,227,836(4)	NTL	(3)	INV/IO	3136A2KK8	November 2041
SA	26,227,836(4)							
Recombination 10								
BD	54,351,600	BA	60,390,666	PAC	2.50%	FIX	3136A2KL6	July 2040
BF	6,039,066							
BS	6,039,066(4)							
Recombination 11								
FY	10,292,000	UA	15,438,000	SUP	4.00	FIX	3136A2KP7	December 2040
UI	10,292,000(4)							
SY	5,146,000							
Recombination 12								
FY	10,292,000	FU	10,292,000	SUP	(3)	FLT	3136A2KM4	December 2040
UI	10,292,000(4)							
Recombination 13								
SY	5,146,000	SU	5,146,000	SUP	(3)	INV	3136A2KN2	December 2040
UI	10,292,000(4)							

- (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—The Certificates—*Class Definitions and Abbreviations*” in the REMIC Prospectus.
- (3) For a description of these interest rates, see “Summary—Interest Rates” in this prospectus supplement.
- (4) Notional balances. These Classes are Interest Only Classes. See page S-8 for a description of how their notional balances are calculated.

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	\$45,902,000.00	February 2016	\$24,625,998.15	June 2020	\$11,037,557.55
November 2011	45,433,497.11	March 2016	24,291,282.34	July 2020	10,857,966.79
December 2011	44,958,279.44	April 2016	23,959,442.62	August 2020	10,681,083.47
January 2012	44,485,949.11	May 2016	23,630,455.50	September 2020	10,506,868.46
February 2012	44,016,485.79	June 2016	23,304,297.70	October 2020	10,335,283.13
March 2012	43,549,869.28	July 2016	22,980,946.14	November 2020	10,166,289.45
April 2012	43,086,079.49	August 2016	22,660,377.89	December 2020	9,999,849.88
May 2012	42,625,096.48	September 2016	22,342,570.23	January 2021	9,835,927.44
June 2012	42,166,900.41	October 2016	22,027,500.61	February 2021	9,674,485.66
July 2012	41,711,471.59	November 2016	21,715,146.67	March 2021	9,515,488.58
August 2012	41,258,790.43	December 2016	21,405,486.21	April 2021	9,358,900.75
September 2012	40,808,837.47	January 2017	21,098,497.23	May 2021	9,204,687.25
October 2012	40,361,593.36	February 2017	20,794,157.88	June 2021	9,052,813.60
November 2012	39,917,038.90	March 2017	20,492,446.51	July 2021	8,903,245.85
December 2012	39,475,154.98	April 2017	20,193,341.63	August 2021	8,755,950.52
January 2013	39,035,922.61	May 2017	19,896,821.92	September 2021	8,610,894.59
February 2013	38,599,322.94	June 2017	19,602,866.24	October 2021	8,468,045.53
March 2013	38,165,337.21	July 2017	19,311,453.61	November 2021	8,327,371.24
April 2013	37,733,946.80	August 2017	19,022,563.21	December 2021	8,188,840.10
May 2013	37,305,133.18	September 2017	18,736,174.41	January 2022	8,052,420.93
June 2013	36,878,877.96	October 2017	18,452,266.72	February 2022	7,918,082.99
July 2013	36,455,162.85	November 2017	18,170,819.84	March 2022	7,785,795.98
August 2013	36,033,969.67	December 2017	17,891,813.60	April 2022	7,655,530.01
September 2013	35,615,280.36	January 2018	17,615,228.03	May 2022	7,527,255.65
October 2013	35,199,076.97	February 2018	17,341,043.27	June 2022	7,400,943.84
November 2013	34,785,341.66	March 2018	17,069,239.67	July 2022	7,276,565.98
December 2013	34,374,056.71	April 2018	16,799,797.70	August 2022	7,154,093.84
January 2014	33,965,204.48	May 2018	16,534,062.15	September 2022	7,033,499.62
February 2014	33,558,767.48	June 2018	16,272,273.79	October 2022	6,914,755.87
March 2014	33,154,728.29	July 2018	16,014,376.04	November 2022	6,797,835.59
April 2014	32,753,069.62	August 2018	15,760,313.10	December 2022	6,682,712.10
May 2014	32,353,774.28	September 2018	15,510,029.94	January 2023	6,569,359.15
June 2014	31,956,825.18	October 2018	15,263,472.34	February 2023	6,457,750.84
July 2014	31,562,205.35	November 2018	15,020,586.82	March 2023	6,347,861.63
August 2014	31,169,897.91	December 2018	14,781,320.64	April 2023	6,239,666.36
September 2014	30,779,886.09	January 2019	14,545,621.81	May 2023	6,133,140.23
October 2014	30,392,497.37	February 2019	14,313,439.09	June 2023	6,028,258.76
November 2014	30,008,413.85	March 2019	14,084,721.92	July 2023	5,924,997.86
December 2014	29,627,608.62	April 2019	13,859,420.49	August 2023	5,823,333.76
January 2015	29,250,055.02	May 2019	13,637,485.67	September 2023	5,723,243.03
February 2015	28,875,726.59	June 2019	13,418,869.01	October 2023	5,624,702.58
March 2015	28,504,597.06	July 2019	13,203,522.77	November 2023	5,527,689.63
April 2015	28,136,640.40	August 2019	12,991,399.86	December 2023	5,432,181.76
May 2015	27,771,830.77	September 2019	12,782,453.87	January 2024	5,338,156.84
June 2015	27,410,142.54	October 2019	12,576,639.01	February 2024	5,245,593.05
July 2015	27,051,550.28	November 2019	12,373,910.17	March 2024	5,154,468.91
August 2015	26,696,028.77	December 2019	12,174,222.86	April 2024	5,064,763.23
September 2015	26,343,552.99	January 2020	11,977,533.21	May 2024	4,976,455.12
October 2015	25,994,098.12	February 2020	11,783,797.99	June 2024	4,889,523.98
November 2015	25,647,639.53	March 2020	11,592,974.55	July 2024	4,803,949.53
December 2015	25,304,152.80	April 2020	11,405,020.86	August 2024	4,719,711.75
January 2016	24,963,613.68	May 2020	11,219,895.48	September 2024	4,636,790.94

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>
October 2024	\$ 4,555,167.64	May 2029	\$ 1,597,242.30	December 2033	\$ 421,315.30
November 2024	4,474,822.69	June 2029	1,564,392.84	January 2034	408,874.19
December 2024	4,395,737.22	July 2029	1,532,091.69	February 2034	396,663.83
January 2025	4,317,892.60	August 2029	1,500,330.49	March 2034	384,680.52
February 2025	4,241,270.47	September 2029	1,469,100.97	April 2034	372,920.62
March 2025	4,165,852.76	October 2029	1,438,395.02	May 2034	361,380.54
April 2025	4,091,621.63	November 2029	1,408,204.61	June 2034	350,056.75
May 2025	4,018,559.51	December 2029	1,378,521.85	July 2034	338,945.75
June 2025	3,946,649.07	January 2030	1,349,338.96	August 2034	328,044.14
July 2025	3,875,873.24	February 2030	1,320,648.27	September 2034	317,348.51
August 2025	3,806,215.18	March 2030	1,292,442.23	October 2034	306,855.56
September 2025	3,737,658.31	April 2030	1,264,713.39	November 2034	296,561.99
October 2025	3,670,186.27	May 2030	1,237,454.41	December 2034	286,464.59
November 2025	3,603,782.95	June 2030	1,210,658.08	January 2035	276,560.17
December 2025	3,538,432.45	July 2030	1,184,317.25	February 2035	266,845.60
January 2026	3,474,119.13	August 2030	1,158,424.92	March 2035	257,317.80
February 2026	3,410,827.55	September 2030	1,132,974.17	April 2035	247,973.72
March 2026	3,348,542.49	October 2030	1,107,958.19	May 2035	238,810.38
April 2026	3,287,248.96	November 2030	1,083,370.25	June 2035	229,824.83
May 2026	3,226,932.18	December 2030	1,059,203.75	July 2035	221,014.16
June 2026	3,167,577.59	January 2031	1,035,452.16	August 2035	212,375.52
July 2026	3,109,170.82	February 2031	1,012,109.06	September 2035	203,906.09
August 2026	3,051,697.73	March 2031	989,168.13	October 2035	195,603.10
September 2026	2,995,144.37	April 2031	966,623.12	November 2035	187,463.81
October 2026	2,939,496.99	May 2031	944,467.88	December 2035	179,485.54
November 2026	2,884,742.05	June 2031	922,696.38	January 2036	171,665.64
December 2026	2,830,866.18	July 2031	901,302.63	February 2036	164,001.49
January 2027	2,777,856.24	August 2031	880,280.77	March 2036	156,490.54
February 2027	2,725,699.24	September 2031	859,625.00	April 2036	149,130.24
March 2027	2,674,382.40	October 2031	839,329.62	May 2036	141,918.11
April 2027	2,623,893.12	November 2031	819,389.00	June 2036	134,851.69
May 2027	2,574,218.98	December 2031	799,797.61	July 2036	127,928.57
June 2027	2,525,347.74	January 2032	780,549.98	August 2036	121,146.37
July 2027	2,477,267.35	February 2032	761,640.75	September 2036	114,502.73
August 2027	2,429,965.90	March 2032	743,064.61	October 2036	107,995.37
September 2027	2,383,431.68	April 2032	724,816.35	November 2036	101,621.99
October 2027	2,337,653.14	May 2032	706,890.82	December 2036	95,380.37
November 2027	2,292,618.91	June 2032	689,282.96	January 2037	89,268.29
December 2027	2,248,317.76	July 2032	671,987.78	February 2037	83,283.60
January 2028	2,204,738.64	August 2032	655,000.36	March 2037	77,424.15
February 2028	2,161,870.65	September 2032	638,315.86	April 2037	71,687.84
March 2028	2,119,703.06	October 2032	621,929.50	May 2037	66,072.60
April 2028	2,078,225.28	November 2032	605,836.58	June 2037	60,576.38
May 2028	2,037,426.90	December 2032	590,032.47	July 2037	55,197.18
June 2028	1,997,297.62	January 2033	574,512.61	August 2037	49,933.02
July 2028	1,957,827.32	February 2033	559,272.51	September 2037	44,781.95
August 2028	1,919,006.02	March 2033	544,307.72	October 2037	39,742.06
September 2028	1,880,823.88	April 2033	529,613.90	November 2037	34,811.45
October 2028	1,843,271.21	May 2033	515,186.73	December 2037	29,988.27
November 2028	1,806,338.45	June 2033	501,022.00	January 2038	25,270.69
December 2028	1,770,016.19	July 2033	487,115.52	February 2038	20,656.90
January 2029	1,734,295.15	August 2033	473,463.19	March 2038	16,145.13
February 2029	1,699,166.18	September 2033	460,060.96	April 2038	11,733.63
March 2029	1,664,620.28	October 2033	446,904.85	May 2038	7,420.69
April 2029	1,630,648.57	November 2033	433,990.92		

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>
June 2038	\$ 3,204.60
July 2038 and thereafter	0.00

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	\$100,813,000.00	October 2015.	\$ 59,229,494.69	October 2019.	\$ 29,452,912.26
November 2011	99,831,620.59	November 2015	58,496,961.34	November 2019	28,978,167.73
December 2011	98,828,689.72	December 2015	57,769,346.42	December 2019	28,510,545.76
January 2012	97,832,394.39	January 2016	57,046,618.64	January 2020	28,049,943.64
February 2012.	96,842,692.55	February 2016.	56,328,746.86	February 2020.	27,596,260.10
March 2012	95,859,542.41	March 2016	55,615,700.18	March 2020	27,149,395.29
April 2012	94,882,902.43	April 2016	54,907,447.86	April 2020	26,709,250.78
May 2012	93,912,731.36	May 2016	54,203,959.37	May 2020	26,275,729.52
June 2012.	92,948,988.18	June 2016.	53,505,204.37	June 2020.	25,848,735.83
July 2012	91,991,632.13	July 2016	52,811,152.69	July 2020	25,428,175.37
August 2012	91,040,622.72	August 2016	52,121,774.38	August 2020	25,013,955.14
September 2012 . . .	90,095,919.71	September 2016 . . .	51,437,039.66	September 2020 . . .	24,605,983.46
October 2012.	89,157,483.09	October 2016.	50,756,918.94	October 2020.	24,204,169.91
November 2012	88,225,273.12	November 2016	50,081,382.81	November 2020	23,808,425.39
December 2012	87,299,250.32	December 2016	49,410,402.05	December 2020	23,418,662.03
January 2013	86,379,375.42	January 2017	48,743,947.62	January 2021	23,034,793.19
February 2013.	85,465,609.42	February 2017.	48,081,990.67	February 2021.	22,656,733.49
March 2013	84,557,913.58	March 2017	47,424,502.52	March 2021	22,284,398.73
April 2013	83,656,249.36	April 2017	46,771,454.66	April 2021	21,917,705.90
May 2013	82,760,578.49	May 2017	46,122,818.80	May 2021	21,556,573.17
June 2013.	81,870,862.93	June 2017.	45,478,566.77	June 2021.	21,200,919.86
July 2013	80,987,064.90	July 2017	44,838,670.63	July 2021	20,850,666.43
August 2013	80,109,146.81	August 2017	44,203,102.58	August 2021	20,505,734.49
September 2013 . . .	79,237,071.35	September 2017 . . .	43,571,835.00	September 2021 . . .	20,166,046.71
October 2013.	78,370,801.42	October 2017.	42,944,840.46	October 2021.	19,831,526.90
November 2013	77,510,300.16	November 2017	42,322,091.68	November 2021	19,502,099.92
December 2013	76,655,530.94	December 2017	41,703,561.57	December 2021	19,177,691.71
January 2014	75,806,457.35	January 2018	41,089,223.19	January 2022	18,858,229.25
February 2014.	74,963,043.22	February 2018.	40,479,049.79	February 2022.	18,543,640.55
March 2014	74,125,252.60	March 2018	39,873,014.77	March 2022	18,233,854.64
April 2014	73,293,049.76	April 2018	39,271,091.70	April 2022	17,928,801.57
May 2014	72,466,399.22	May 2018	38,673,254.32	May 2022	17,628,412.37
June 2014.	71,645,265.68	June 2018.	38,079,476.55	June 2022.	17,332,619.05
July 2014	70,829,614.09	July 2018	37,489,732.44	July 2022	17,041,354.57
August 2014	70,019,409.61	August 2018	36,903,996.22	August 2022	16,754,552.86
September 2014 . . .	69,214,617.62	September 2018 . . .	36,322,242.29	September 2022 . . .	16,472,148.79
October 2014.	68,415,203.72	October 2018.	35,744,860.84	October 2022.	16,194,078.13
November 2014	67,621,133.72	November 2018	35,176,078.54	November 2022	15,920,277.58
December 2014	66,832,373.65	December 2018	34,615,771.92	December 2022	15,650,684.73
January 2015	66,048,889.74	January 2019	34,063,819.23	January 2023	15,385,238.07
February 2015.	65,270,648.44	February 2019.	33,520,100.44	February 2023.	15,123,876.95
March 2015	64,497,616.41	March 2019	32,984,497.20	March 2023	14,866,541.59
April 2015	63,729,760.52	April 2019	32,456,892.83	April 2023	14,613,173.04
May 2015	62,967,047.85	May 2019	31,937,172.28	May 2023	14,363,713.21
June 2015.	62,209,445.67	June 2019.	31,425,222.12	June 2023.	14,118,104.83
July 2015	61,456,921.48	July 2019	30,920,930.53	July 2023	13,876,291.44
August 2015	60,709,442.95	August 2019	30,424,187.23	August 2023	13,638,217.39
September 2015 . . .	59,966,977.99	September 2019 . . .	29,934,883.54	September 2023 . . .	13,403,827.82

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>
October 2023	\$ 13,173,068.63	May 2028	\$ 4,772,490.22	December 2032	\$ 1,383,023.83
November 2023	12,945,886.53	June 2028	4,678,516.63	January 2033	1,346,679.87
December 2023	12,722,228.96	July 2028	4,586,086.23	February 2033	1,310,991.03
January 2024	12,502,044.11	August 2028	4,495,175.63	March 2033	1,275,946.93
February 2024	12,285,280.92	September 2028 . . .	4,405,761.80	April 2033	1,241,537.35
March 2024	12,071,889.05	October 2028	4,317,822.04	May 2033	1,207,752.24
April 2024	11,861,818.87	November 2028	4,231,333.97	June 2033	1,174,581.68
May 2024	11,655,021.48	December 2028	4,146,275.55	July 2033	1,142,015.89
June 2024	11,451,448.67	January 2029	4,062,625.06	August 2033	1,110,045.26
July 2024	11,251,052.89	February 2029	3,980,361.06	September 2033 . . .	1,078,660.31
August 2024	11,053,787.30	March 2029	3,899,462.48	October 2033	1,047,851.70
September 2024 . . .	10,859,605.73	April 2029	3,819,908.51	November 2033	1,017,610.23
October 2024	10,668,462.65	May 2029	3,741,678.66	December 2033	987,926.84
November 2024	10,480,313.18	June 2029	3,664,752.75	January 2034	958,792.61
December 2024	10,295,113.11	July 2029	3,589,110.86	February 2034	930,198.74
January 2025	10,112,818.82	August 2029	3,514,733.39	March 2034	902,136.57
February 2025	9,933,387.35	September 2029 . . .	3,441,601.02	April 2034	874,597.58
March 2025	9,756,776.34	October 2029	3,369,694.70	May 2034	847,573.35
April 2025	9,582,944.03	November 2029	3,298,995.67	June 2034	821,055.62
May 2025	9,411,849.26	December 2029	3,229,485.45	July 2034	795,036.22
June 2025	9,243,451.47	January 2030	3,161,145.80	August 2034	769,507.12
July 2025	9,077,710.67	February 2030	3,093,958.77	September 2034 . . .	744,460.42
August 2025	8,914,587.45	March 2030	3,027,906.68	October 2034	719,888.32
September 2025 . . .	8,754,042.95	April 2030	2,962,972.08	November 2034	695,783.15
October 2025	8,596,038.88	May 2030	2,899,137.80	December 2034	672,137.34
November 2025	8,440,537.51	June 2030	2,836,386.91	January 2035	648,943.46
December 2025	8,287,501.61	July 2030	2,774,702.73	February 2035	626,194.16
January 2026	8,136,894.54	August 2030	2,714,068.82	March 2035	603,882.23
February 2026	7,988,680.14	September 2030 . . .	2,654,468.99	April 2035	582,000.54
March 2026	7,842,822.79	October 2030	2,595,887.28	May 2035	560,542.10
April 2026	7,699,287.37	November 2030	2,538,307.97	June 2035	539,499.99
May 2026	7,558,039.28	December 2030	2,481,715.55	July 2035	518,867.43
June 2026	7,419,044.41	January 2031	2,426,094.77	August 2035	498,637.71
July 2026	7,282,269.14	February 2031	2,371,430.58	September 2035 . . .	478,804.24
August 2026	7,147,680.32	March 2031	2,317,708.16	October 2035	459,360.53
September 2026 . . .	7,015,245.29	April 2031	2,264,912.90	November 2035	440,300.19
October 2026	6,884,931.87	May 2031	2,213,030.42	December 2035	421,616.90
November 2026	6,756,708.33	June 2031	2,162,046.54	January 2036	403,304.48
December 2026	6,630,543.38	July 2031	2,111,947.29	February 2036	385,356.81
January 2027	6,506,406.23	August 2031	2,062,718.90	March 2036	367,767.87
February 2027	6,384,266.47	September 2031 . . .	2,014,347.82	April 2036	350,531.74
March 2027	6,264,094.18	October 2031	1,966,820.67	May 2036	333,642.58
April 2027	6,145,859.85	November 2031	1,920,124.31	June 2036	317,094.65
May 2027	6,029,534.39	December 2031	1,874,245.75	July 2036	300,882.28
June 2027	5,915,089.15	January 2032	1,829,172.22	August 2036	284,999.91
July 2027	5,802,495.86	February 2032	1,784,891.13	September 2036 . . .	269,442.04
August 2027	5,691,726.70	March 2032	1,741,390.06	October 2036	254,203.28
September 2027 . . .	5,582,754.21	April 2032	1,698,656.81	November 2036	239,278.29
October 2027	5,475,551.36	May 2032	1,656,679.33	December 2036	224,661.84
November 2027	5,370,091.49	June 2032	1,615,445.76	January 2037	210,348.76
December 2027	5,266,348.34	July 2032	1,574,944.40	February 2037	196,333.98
January 2028	5,164,296.01	August 2032	1,535,163.75	March 2037	182,612.49
February 2028	5,063,909.00	September 2032 . . .	1,496,092.46	April 2037	169,179.37
March 2028	4,965,162.16	October 2032	1,457,719.36	May 2037	156,029.75
April 2028	4,868,030.70	November 2032	1,420,033.43	June 2037	143,158.87

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>
July 2037	\$ 130,562.01	December 2037	\$ 71,528.52	May 2038	\$ 18,680.40
August 2037	118,234.56	January 2038	60,481.02	June 2038	8,807.30
September 2037 . . .	106,171.93	February 2038	49,676.58	July 2038 and thereafter	0.00
October 2037	94,369.66	March 2038	39,111.04		
November 2037	82,823.30	April 2038	28,780.33		

Aggregate Group III 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	\$112,381,000.00	July 2015	\$ 78,729,688.54	April 2019	\$ 44,724,349.55
November 2011	112,103,905.60	August 2015	77,862,041.38	May 2019	44,075,487.41
December 2011	111,797,814.04	September 2015 . . .	76,999,938.63	June 2019	43,430,835.04
January 2012	111,462,835.02	October 2015	76,143,346.56	July 2019	42,790,366.71
February 2012	111,099,095.46	November 2015	75,292,231.61	August 2019	42,154,056.83
March 2012	110,706,739.46	December 2015	74,446,560.45	September 2019 . . .	41,521,879.94
April 2012	110,285,928.21	January 2016	73,606,299.92	October 2019	40,893,810.77
May 2012	109,836,839.91	February 2016	72,771,417.07	November 2019	40,269,824.17
June 2012	109,359,669.63	March 2016	71,941,879.16	December 2019	39,649,895.17
July 2012	108,854,629.27	April 2016	71,117,653.63	January 2020	39,033,998.93
August 2012	108,321,947.32	May 2016	70,298,708.12	February 2020	38,422,330.57
September 2012 . . .	107,761,868.77	June 2016	69,485,010.47	March 2020	37,819,723.66
October 2012	107,174,654.91	July 2016	68,676,528.70	April 2020	37,226,048.28
November 2012	106,560,583.16	August 2016	67,873,231.03	May 2020	36,641,176.35
December 2012	105,919,946.84	September 2016 . . .	67,075,085.88	June 2020	36,064,981.57
January 2013	105,253,054.95	October 2016	66,282,061.84	July 2020	35,497,339.43
February 2013	104,560,231.98	November 2016	65,494,127.70	August 2020	34,938,127.16
March 2013	103,841,817.56	December 2016	64,711,252.43	September 2020 . . .	34,387,223.72
April 2013	103,098,166.29	January 2017	63,933,405.20	October 2020	33,844,509.76
May 2013	102,329,647.39	February 2017	63,160,555.34	November 2020	33,309,867.64
June 2013	101,536,644.44	March 2017	62,392,672.39	December 2020	32,783,181.34
July 2013	100,719,555.03	April 2017	61,629,726.05	January 2021	32,264,336.49
August 2013	99,878,790.47	May 2017	60,871,686.23	February 2021	31,753,220.32
September 2013 . . .	99,014,775.41	June 2017	60,118,522.99	March 2021	31,249,721.66
October 2013	98,127,947.50	July 2017	59,370,206.59	April 2021	30,753,730.90
November 2013	97,218,757.05	August 2017	58,626,707.45	May 2021	30,265,139.96
December 2013	96,287,666.60	September 2017 . . .	57,887,996.19	June 2021	29,783,842.29
January 2014	95,335,150.55	October 2017	57,154,043.59	July 2021	29,309,732.86
February 2014	94,361,694.75	November 2017	56,424,820.61	August 2021	28,842,708.10
March 2014	93,394,426.86	December 2017	55,700,298.39	September 2021 . . .	28,382,665.88
April 2014	92,433,309.26	January 2018	54,980,448.23	October 2021	27,929,505.56
May 2014	91,478,304.58	February 2018	54,265,241.60	November 2021	27,483,127.87
June 2014	90,529,375.67	March 2018	53,554,650.17	December 2021	27,043,434.97
July 2014	89,586,485.59	April 2018	52,848,645.74	January 2022	26,610,330.39
August 2014	88,649,597.64	May 2018	52,147,200.32	February 2022	26,183,719.02
September 2014 . . .	87,718,675.32	June 2018	51,450,286.04	March 2022	25,763,507.09
October 2014	86,793,682.36	July 2018	50,757,875.25	April 2022	25,349,602.15
November 2014	85,874,582.70	August 2018	50,069,940.43	May 2022	24,941,913.07
December 2014	84,961,340.51	September 2018 . . .	49,386,454.24	June 2022	24,540,349.99
January 2015	84,053,920.17	October 2018	48,707,389.48	July 2022	24,144,824.33
February 2015	83,152,286.25	November 2018	48,032,719.15	August 2022	23,755,248.75
March 2015	82,256,403.57	December 2018	47,362,416.39	September 2022 . . .	23,371,537.16
April 2015	81,366,237.13	January 2019	46,696,454.51	October 2022	22,993,604.68
May 2015	80,481,752.16	February 2019	46,034,806.97	November 2022	22,621,367.61
June 2015	79,602,914.09	March 2019	45,377,447.39	December 2022	22,254,743.46

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2023	\$ 21,893,650.89	August 2027	\$ 8,595,087.72	March 2032	\$ 3,023,364.27
February 2023	21,538,009.73	September 2027 . . .	8,443,551.98	April 2032	2,961,590.66
March 2023	21,187,740.91	October 2027	8,294,400.27	May 2032	2,900,851.04
April 2023	20,842,766.52	November 2027	8,147,597.20	June 2032	2,841,129.54
May 2023	20,503,009.71	December 2027	8,003,107.88	July 2032	2,782,410.53
June 2023	20,168,394.76	January 2028	7,860,897.91	August 2032	2,724,678.61
July 2023	19,838,846.98	February 2028	7,720,933.42	September 2032 . . .	2,667,918.59
August 2023	19,514,292.78	March 2028	7,583,180.98	October 2032	2,612,115.53
September 2023 . . .	19,194,659.58	April 2028	7,447,607.68	November 2032	2,557,254.70
October 2023	18,879,875.84	May 2028	7,314,181.06	December 2032	2,503,321.57
November 2023	18,569,871.03	June 2028	7,182,869.14	January 2033	2,450,301.83
December 2023	18,264,575.63	July 2028	7,053,640.39	February 2033	2,398,181.40
January 2024	17,963,921.10	August 2028	6,926,463.74	March 2033	2,346,946.38
February 2024	17,667,839.86	September 2028 . . .	6,801,308.56	April 2033	2,296,583.08
March 2024	17,376,265.31	October 2028	6,678,144.68	May 2033	2,247,078.04
April 2024	17,089,131.78	November 2028	6,556,942.33	June 2033	2,198,417.95
May 2024	16,806,374.53	December 2028	6,437,672.21	July 2033	2,150,589.74
June 2024	16,527,929.76	January 2029	6,320,305.42	August 2033	2,103,580.50
July 2024	16,253,734.55	February 2029	6,204,813.47	September 2033 . . .	2,057,377.52
August 2024	15,983,726.88	March 2029	6,091,168.29	October 2033	2,011,968.30
September 2024 . . .	15,717,845.62	April 2029	5,979,342.23	November 2033	1,967,340.48
October 2024	15,456,030.51	May 2029	5,869,308.00	December 2033	1,923,481.92
November 2024	15,198,222.14	June 2029	5,761,038.76	January 2034	1,880,380.65
December 2024	14,944,361.94	July 2029	5,654,507.99	February 2034	1,838,024.87
January 2025	14,694,392.17	August 2029	5,549,689.62	March 2034	1,796,402.94
February 2025	14,448,255.93	September 2029 . . .	5,446,557.91	April 2034	1,755,503.44
March 2025	14,205,897.12	October 2029	5,345,087.51	May 2034	1,715,315.06
April 2025	13,967,260.43	November 2029	5,245,253.44	June 2034	1,675,826.69
May 2025	13,732,291.34	December 2029	5,147,031.08	July 2034	1,637,027.39
June 2025	13,500,936.12	January 2030	5,050,396.14	August 2034	1,598,906.37
July 2025	13,273,141.79	February 2030	4,955,324.73	September 2034 . . .	1,561,452.99
August 2025	13,048,856.14	March 2030	4,861,793.27	October 2034	1,524,656.79
September 2025 . . .	12,828,027.67	April 2030	4,769,778.53	November 2034	1,488,507.44
October 2025	12,610,605.66	May 2030	4,679,257.61	December 2034	1,452,994.79
November 2025	12,396,540.08	June 2030	4,590,207.97	January 2035	1,418,108.82
December 2025	12,185,781.63	July 2030	4,502,607.37	February 2035	1,383,839.66
January 2026	11,978,281.71	August 2030	4,416,433.90	March 2035	1,350,177.61
February 2026	11,773,992.40	September 2030 . . .	4,331,665.96	April 2035	1,317,113.09
March 2026	11,572,866.48	October 2030	4,248,282.28	May 2035	1,284,636.66
April 2026	11,374,857.40	November 2030	4,166,261.89	June 2035	1,252,739.04
May 2026	11,179,919.27	December 2030	4,085,584.12	July 2035	1,221,411.07
June 2026	10,988,006.86	January 2031	4,006,228.61	August 2035	1,190,643.73
July 2026	10,799,075.59	February 2031	3,928,175.29	September 2035 . . .	1,160,428.16
August 2026	10,613,081.50	March 2031	3,851,404.39	October 2035	1,130,755.59
September 2026 . . .	10,429,981.29	April 2031	3,775,896.42	November 2035	1,101,617.40
October 2026	10,249,732.24	May 2031	3,701,632.17	December 2035	1,073,005.12
November 2026	10,072,292.27	June 2031	3,628,592.71	January 2036	1,044,910.37
December 2026	9,897,619.89	July 2031	3,556,759.40	February 2036	1,017,324.91
January 2027	9,725,674.20	August 2031	3,486,113.87	March 2036	990,240.63
February 2027	9,556,414.91	September 2031 . . .	3,416,637.99	April 2036	963,649.54
March 2027	9,389,802.27	October 2031	3,348,313.93	May 2036	937,543.76
April 2027	9,225,797.12	November 2031	3,281,124.10	June 2036	911,915.53
May 2027	9,064,360.87	December 2031	3,215,051.16	July 2036	886,757.22
June 2027	8,905,455.47	January 2032	3,150,078.06	August 2036	862,061.30
July 2027	8,749,043.40	February 2032	3,086,187.95	September 2036 . . .	837,820.34

Aggregate Group III (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>
October 2036	\$ 814,027.06	June 2038	\$ 421,846.97	February 2040	\$ 157,688.25
November 2036	790,674.27	July 2038	405,948.84	March 2040	147,139.39
December 2036	767,754.86	August 2038	390,362.86	April 2040	136,813.42
January 2037	745,261.87	September 2038	375,083.87	May 2040	126,706.57
February 2037	723,188.43	October 2038	360,106.81	June 2040	116,815.13
March 2037	701,527.77	November 2038	345,426.68	July 2040	107,135.41
April 2037	680,273.21	December 2038	331,038.59	August 2040	97,663.83
May 2037	659,418.19	January 2039	316,937.68	September 2040	88,396.83
June 2037	638,956.24	February 2039	303,119.19	October 2040	79,330.91
July 2037	618,880.99	March 2039	289,578.44	November 2040	70,462.64
August 2037	599,186.17	April 2039	276,310.79	December 2040	61,788.63
September 2037	579,865.59	May 2039	263,311.71	January 2041	53,305.54
October 2037	560,913.18	June 2039	250,576.71	February 2041	45,010.09
November 2037	542,322.93	July 2039	238,101.38	March 2041	36,899.04
December 2037	524,088.94	August 2039	225,881.38	April 2041	28,969.23
January 2038	506,205.39	September 2039	213,912.42	May 2041	21,217.51
February 2038	488,666.57	October 2039	202,190.31	June 2041	13,640.80
March 2038	471,466.83	November 2039	190,710.89	July 2041	6,236.07
April 2038	454,600.62	December 2039	179,470.07	August 2041 and thereafter	0.00
May 2038	438,062.46	January 2040	168,463.85		

Aggregate Group IV 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	\$10,194,000.00	April 2014	\$ 7,274,954.06	October 2016	\$ 3,899,818.04
November 2011	10,175,368.77	May 2014	7,128,425.29	November 2016	3,819,804.73
December 2011	10,150,556.88	June 2014	6,984,492.86	December 2016	3,741,639.51
January 2012	10,119,588.72	July 2014	6,843,128.31	January 2017	3,665,300.87
February 2012	10,082,496.85	August 2014	6,704,303.42	February 2017	3,590,767.56
March 2012	10,039,321.87	September 2014	6,567,990.27	March 2017	3,518,018.49
April 2012	9,990,112.49	October 2014	6,434,161.16	April 2017	3,447,032.78
May 2012	9,934,925.42	November 2014	6,302,788.66	May 2017	3,377,789.74
June 2012	9,873,825.41	December 2014	6,173,845.60	June 2017	3,310,268.90
July 2012	9,806,885.07	January 2015	6,047,305.05	July 2017	3,244,449.97
August 2012	9,734,184.88	February 2015	5,923,140.34	August 2017	3,180,312.85
September 2012	9,655,813.06	March 2015	5,801,325.04	September 2017	3,117,837.64
October 2012	9,571,865.47	April 2015	5,681,832.98	October 2017	3,057,004.62
November 2012	9,482,445.48	May 2015	5,564,638.20	November 2017	2,997,794.25
December 2012	9,387,663.88	June 2015	5,449,715.02	December 2017	2,940,187.21
January 2013	9,287,638.68	July 2015	5,337,038.00	January 2018	2,884,164.33
February 2013	9,182,494.98	August 2015	5,226,581.88	February 2018	2,829,706.65
March 2013	9,072,364.83	September 2015	5,118,321.71	March 2018	2,776,795.36
April 2013	8,957,386.98	October 2015	5,012,232.73	April 2018	2,725,411.87
May 2013	8,837,706.77	November 2015	4,908,290.41	May 2018	2,675,537.72
June 2013	8,713,475.85	December 2015	4,806,470.47	June 2018	2,627,154.69
July 2013	8,584,852.01	January 2016	4,706,748.84	July 2018	2,580,244.66
August 2013	8,451,998.94	February 2016	4,609,101.70	August 2018	2,534,789.75
September 2013	8,315,086.01	March 2016	4,513,505.41	September 2018	2,490,772.20
October 2013	8,174,288.01	April 2016	4,419,936.60	October 2018	2,448,174.48
November 2013	8,029,784.86	May 2016	4,328,372.08	November 2018	2,406,979.16
December 2013	7,881,761.41	June 2016	4,238,788.91	December 2018	2,367,169.04
January 2014	7,730,407.13	July 2016	4,151,164.34	January 2019	2,328,727.04
February 2014	7,575,915.85	August 2016	4,065,475.85	February 2019	2,291,636.27
March 2014	7,424,107.92	September 2016	3,981,701.11	March 2019	2,255,880.01

Aggregate Group IV (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>
April 2019	\$ 2,221,441.69	November 2023	\$ 1,469,395.46	June 2028	\$ 810,343.56
May 2019	2,188,304.87	December 2023	1,456,477.75	July 2028	800,019.48
June 2019	2,156,453.34	January 2024	1,443,558.08	August 2028	789,768.90
July 2019	2,125,870.99	February 2024	1,430,639.41	September 2028	779,592.11
August 2019	2,096,541.87	March 2024	1,417,724.59	October 2028	769,489.35
September 2019	2,068,450.22	April 2024	1,404,816.40	November 2028	759,460.88
October 2019	2,041,580.41	May 2024	1,391,917.56	December 2028	749,506.91
November 2019	2,018,969.24	June 2024	1,379,030.68	January 2029	739,627.62
December 2019	2,001,471.03	July 2024	1,366,158.31	February 2029	729,823.20
January 2020	1,988,984.92	August 2024	1,353,302.93	March 2029	720,093.80
February 2020	1,981,191.76	September 2024	1,340,466.96	April 2029	710,439.53
March 2020	1,973,135.62	October 2024	1,327,652.70	May 2029	700,860.54
April 2020	1,964,825.70	November 2024	1,314,862.43	June 2029	691,356.88
May 2020	1,956,270.98	December 2024	1,302,098.36	July 2029	681,928.67
June 2020	1,947,480.26	January 2025	1,289,362.60	August 2029	672,575.93
July 2020	1,938,462.14	February 2025	1,276,657.22	September 2029	663,298.71
August 2020	1,929,225.02	March 2025	1,263,984.22	October 2029	654,097.04
September 2020	1,919,777.13	April 2025	1,251,345.54	November 2029	644,970.91
October 2020	1,910,126.50	May 2025	1,238,743.06	December 2029	635,920.31
November 2020	1,900,280.97	June 2025	1,226,178.58	January 2030	626,945.24
December 2020	1,890,248.22	July 2025	1,213,653.88	February 2030	618,045.62
January 2021	1,880,035.74	August 2025	1,201,170.64	March 2030	609,221.41
February 2021	1,869,650.88	September 2025	1,188,730.53	April 2030	600,472.55
March 2021	1,859,100.78	October 2025	1,176,335.12	May 2030	591,798.95
April 2021	1,848,392.43	November 2025	1,163,985.95	June 2030	583,200.49
May 2021	1,837,532.67	December 2025	1,151,684.52	July 2030	574,677.07
June 2021	1,826,528.19	January 2026	1,139,432.23	August 2030	566,228.56
July 2021	1,815,385.48	February 2026	1,127,230.50	September 2030	557,854.84
August 2021	1,804,110.91	March 2026	1,115,080.65	October 2030	549,555.74
September 2021	1,792,710.71	April 2026	1,102,983.96	November 2030	541,331.11
October 2021	1,781,190.94	May 2026	1,090,941.67	December 2030	533,180.77
November 2021	1,769,557.53	June 2026	1,078,954.98	January 2031	525,104.54
December 2021	1,757,816.26	July 2026	1,067,025.03	February 2031	517,102.23
January 2022	1,745,972.77	August 2026	1,055,152.94	March 2031	509,173.62
February 2022	1,734,032.57	September 2026	1,043,339.75	April 2031	501,318.50
March 2022	1,722,001.04	October 2026	1,031,586.49	May 2031	493,536.65
April 2022	1,709,883.43	November 2026	1,019,894.13	June 2031	485,827.84
May 2022	1,697,684.85	December 2026	1,008,263.63	July 2031	478,191.81
June 2022	1,685,410.29	January 2027	996,695.88	August 2031	470,628.32
July 2022	1,673,064.63	February 2027	985,191.72	September 2031	463,137.11
August 2022	1,660,652.62	March 2027	973,752.00	October 2031	455,717.90
September 2022	1,648,178.87	April 2027	962,377.51	November 2031	448,370.42
October 2022	1,635,647.91	May 2027	951,068.98	December 2031	441,094.40
November 2022	1,623,064.13	June 2027	939,827.13	January 2032	433,889.51
December 2022	1,610,431.83	July 2027	928,652.67	February 2032	426,755.49
January 2023	1,597,755.19	August 2027	917,546.21	March 2032	419,692.01
February 2023	1,585,038.27	September 2027	906,508.40	April 2032	412,698.78
March 2023	1,572,285.05	October 2027	895,539.81	May 2032	405,775.45
April 2023	1,559,499.38	November 2027	884,641.00	June 2032	398,921.71
May 2023	1,546,685.05	December 2027	873,812.49	July 2032	392,137.23
June 2023	1,533,845.70	January 2028	863,054.78	August 2032	385,421.67
July 2023	1,520,984.92	February 2028	852,368.33	September 2032	378,774.70
August 2023	1,508,106.16	March 2028	841,753.59	October 2032	372,195.96
September 2023	1,495,212.82	April 2028	831,210.96	November 2032	365,685.09
October 2023	1,482,308.18	May 2028	820,740.84	December 2032	359,241.74

Aggregate Group IV (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2033	\$ 352,865.56	September 2035	\$ 181,947.18	May 2038	\$ 66,039.67
February 2033	346,556.16	October 2035	177,564.19	June 2038	63,154.85
March 2033	340,313.19	November 2035	173,234.51	July 2038	60,310.17
April 2033	334,136.28	December 2035	168,957.69	August 2038	57,505.23
May 2033	328,025.02	January 2036	164,733.32	September 2038	54,739.65
June 2033	321,979.06	February 2036	160,560.97	October 2038	52,013.04
July 2033	315,997.99	March 2036	156,440.22	November 2038	49,325.04
August 2033	310,081.44	April 2036	152,370.63	December 2038	46,675.24
September 2033	304,229.02	May 2036	148,351.80	January 2039	44,063.28
October 2033	298,440.30	June 2036	144,383.29	February 2039	41,488.78
November 2033	292,714.93	July 2036	140,464.69	March 2039	38,951.36
December 2033	287,052.48	August 2036	136,595.56	April 2039	36,450.67
January 2034	281,452.55	September 2036	132,775.51	May 2039	33,986.31
February 2034	275,914.73	October 2036	129,004.09	June 2039	31,557.94
March 2034	270,438.64	November 2036	125,280.89	July 2039	29,165.18
April 2034	265,023.83	December 2036	121,605.51	August 2039	26,807.67
May 2034	259,669.93	January 2037	117,977.52	September 2039	24,485.06
June 2034	254,376.50	February 2037	114,396.50	October 2039	22,196.97
July 2034	249,143.13	March 2037	110,862.03	November 2039	19,943.06
August 2034	243,969.40	April 2037	107,373.72	December 2039	17,722.98
September 2034	238,854.90	May 2037	103,931.14	January 2040	15,536.35
October 2034	233,799.21	June 2037	100,533.89	February 2040	13,382.86
November 2034	228,801.91	July 2037	97,181.55	March 2040	11,262.13
December 2034	223,862.57	August 2037	93,873.72	April 2040	9,173.83
January 2035	218,980.78	September 2037	90,610.00	May 2040	7,117.61
February 2035	214,156.11	October 2037	87,389.97	June 2040	5,093.13
March 2035	209,388.14	November 2037	84,213.24	July 2040	3,100.06
April 2035	204,676.44	December 2037	81,079.40	August 2040	1,138.06
May 2035	200,020.59	January 2038	77,988.06	September 2040 and thereafter	0.00
June 2035	195,420.16	February 2038	74,938.81		
July 2035	190,874.74	March 2038	71,931.25		
August 2035	186,383.89	April 2038	68,965.00		

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.

\$1,402,893,269



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2011-111**

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PROSPECTUS SUPPLEMENT

Barclays Capital

October 25, 2011