

\$2,562,262,161



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2011-142**

The Certificates

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

Payments to Certificateholders

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

- interest accrued on the balance of your certificate (except in the case of the accrual class), 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

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

The mortgage loans underlying the Fannie Mae MBS and Fannie Mae Stripped 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
IA(2)	1	\$ 93,025,109(3)	NTL	5.50%	FIX/IO	3136A3NF4	June 2041
AT	1	1,705,460,342	SC/PT	5.50	FIX	3136A3NG2	June 2041
IB(2)	2	17,458,530(3)	NTL	5.50	FIX/IO	3136A3NH0	July 2041
BT	2	384,087,660	SC/PT	5.50	FIX	3136A3NJ6	July 2041
AB	3	10,000,000	SEQ	3.50	FIX	3136A3NK3	February 2030
AJ(2)	3	1,904,762	SEQ	3.50	FIX	3136A3NL1	January 2032
AC(2)	3	50,814,012	SEQ	3.50	FIX	3136A3NM9	August 2029
AK(2)	3	12,308,984	SEQ	3.50	FIX	3136A3NN7	January 2032
IO	4	28,022,926(3)	NTL	5.00	FIX/IO	3136A3NP2	July 2036
PT	4	24,927,597	SC/PT	5.00	FIX	3136A3NQ0	November 2036
EF	5	81,888,523	PT	(4)	FLT	3136A3NR8	January 2042
ES	5	81,888,523(3)	NTL	(4)	INV/IO	3136A3NS6	January 2042
EP	5	141,524,229	PAC	3.50	FIX	3136A3NT4	October 2040
PE	5	15,566,771	PAC	3.50	FIX	3136A3NU1	January 2042
TD	5	8,616,000	PAC	3.50	FIX	3136A3NV9	January 2042
TA	5	15,984,000	TAC	3.50	FIX	3136A3NW7	August 2041
TE	5	3,000,000	TAC	3.50	FIX	3136A3NX5	November 2040
TG	5	3,000,000	TAC	3.50	FIX	3136A3NY3	August 2041
TB	5	2,994,000	SUP/AD	3.50	FIX	3136A3NZ0	August 2041
TF	5	4,200,000	SUP/AD	(4)	FLT	3136A3PA3	August 2041
TS	5	3,000,000	SUP/AD	(4)	INV	3136A3PB1	August 2041
TZ	5	5,310	SUP	3.50	FIX/Z	3136A3PC9	August 2041
TC	5	6,831,000	SUP	3.50	FIX	3136A3PD7	January 2042
FA	6	86,148,971	SC/PT	(4)	FLT	3136A3PE5	August 2041
SA	6	8,614,897(3)	NTL	(4)	INV/IO	3136A3PF2	August 2041
R		0	NPR	0	NPR	3136A3PG0	January 2042
RL		0	NPR	0	NPR	3136A3PH8	January 2042

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

- (3) Notional balances. These classes are interest only classes. See page S-8 for a description of how their notional balances are calculated.
(4) Based on LIBOR.

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 AD, AY and CI 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 (other than the AT, BT and PT Classes) from time to time in negotiated transactions at varying prices. We expect the settlement date to be December 30, 2011. See "Plan of Distribution" in this prospectus supplement.

Carefully consider the risk factors starting on page 11 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

The certificates, together with interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any agency or instrumentality thereof other than Fannie Mae.

The certificates are exempt from registration under the Securities Act of 1933 and are "exempt securities" under the Securities Exchange Act of 1934.

Credit Suisse

The date of this Prospectus Supplement is December 22, 2011

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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”);
- if you are purchasing a Group 1, Group 2, Group 4 or Group 6 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Documents”);
- if you are purchasing a Group 4 Class or the R or RL Class
 - our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated
 - January 1, 2009, for all SMBS issued on or after January 1, 2009,
 - December 1, 2007, for all SMBS issued on or after December 1, 2007 and prior to January 1, 2009, or
 - May 1, 2002, for all other SMBS(as applicable, the “SMBS Prospectus”); and
 - the preliminary data statements or prospectus supplements, as applicable, relating to the SMBS (the “SMBS Supplements”);
- 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, the SMBS Prospectus, the SMBS Supplements and the Underlying REMIC Disclosure Documents are incorporated by reference in this prospectus supplement. This means that we are disclosing information in those documents by referring you to them. Those documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with those documents.

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

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

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

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

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

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 November 28, 2011, Fitch Ratings Limited ("Fitch") affirmed the long-term issuer default rating and senior unsecured debt rating of Fannie Mae at "AAA", but revised its Ratings Outlook on Fannie Mae's long-term issuer default rating to Negative from Stable. This action followed a similar action by Fitch on 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 September 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 December 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	Class 2011-53-KT RCR Certificate Class 2011-53-PT RCR Certificate
2	Class 2011-64-CT RCR Certificate
3	Group 3 MBS
4	<i>Subgroup 4a</i> Class 2007-28-FA REMIC Certificate Class 2007-28-SA REMIC Certificate
	<i>Subgroup 4b</i> Subgroup 4b SMBS Class 2007-28-AO REMIC Certificate
5	Group 5 MBS
6	Class 2011-79-FD REMIC Certificate

Group 1, Group 2, Group 4 and Group 6 Underlying REMIC and RCR Certificates

Exhibit A describes the underlying REMIC and RCR certificates in Group 1, Group 2, Group 4 and Group 6, including certain information about the related mortgage loans. To learn more about the underlying REMIC and RCR certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Group 3 and Group 5 MBS

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 3 MBS	\$ 75,027,758	3.50%	3.75% to 6.00%	181 to 240
Group 5 MBS	\$286,609,833	4.50%	4.75% to 7.00%	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 3 MBS	\$ 75,027,758	240	239	1	3.90%
Group 5 MBS	\$286,609,833	360	336	17	4.93%

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

Subgroup 4b SMBS

Characteristics of the Subgroup 4b SMBS

<u>Notional Principal Balance*</u>	<u>Pass-Through Rate</u>	<u>SMBS Trust and Class Designation</u>
\$12,001,511	5.00%	377-2
\$12,926,087	5.00%	360-2

* These are interest only SMBS certificates.

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>
\$12,001,511	360	280	72	5.680%
\$12,926,087	360	274	72	5.676%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Subgroup 4b SMBS will differ from those shown above, perhaps significantly.

Settlement Date

We expect to issue the certificates on December 30, 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>
EF	0.77660%	7.00%	0.5%	LIBOR + 50 basis points
ES	6.22340%	6.50%	0.0%	6.5% – LIBOR
TF	1.37660%	6.00%	1.1%	LIBOR + 110 basis points
TS	6.47276%	6.86%	0.0%	6.86% – (1.4 × LIBOR)
FA	0.77630%	6.50%	0.5%	LIBOR + 50 basis points
SA	1.00000%	1.00%	0.0%	60% – (10 × LIBOR)

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

Notional Classes

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

<u>Class</u>	
IA	5.4545454215% of the AT Class
IB	4.5454545455% of the BT Class
IO	69.9999990008% of the aggregate notional principal balance of the Subgroup 4a Underlying REMIC Certificates
ES	100% of the EF Class
SA	9.9999998839% of the FA Class
CI	5.4545454215% of the AT Class
	<i>plus</i>
	4.5454545455% of the BT 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									
<u>Group 1 Classes</u>		<u>0%</u>	<u>100%</u>	<u>383%</u>	<u>500%</u>	<u>1000%</u>	<u>1400%</u>				
IA and AT		20.0	8.4	3.4	2.6	1.1	0.6				
		PSA Prepayment Assumption									
<u>Group 2 Classes</u>		<u>0%</u>	<u>100%</u>	<u>383%</u>	<u>500%</u>	<u>1000%</u>	<u>1400%</u>				
IB and BT		20.1	8.0	3.4	2.6	1.1	0.6				
		PSA Prepayment Assumption									
<u>Group 3 Classes</u>		<u>0%</u>	<u>100%</u>	<u>280%</u>	<u>600%</u>	<u>900%</u>					
AB		10.6	6.4	3.8	2.4	1.8					
AJ		19.1	16.9	12.1	6.9	4.7					
AC and AD		10.3	6.1	3.6	2.3	1.8					
AK		18.8	16.4	11.4	6.5	4.5					
AY		18.9	16.5	11.5	6.5	4.5					
		PSA Prepayment Assumption									
<u>Group 4 Classes</u>		<u>0%</u>	<u>100%</u>	<u>392%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>				
IO		13.9	8.8	3.4	2.6	1.1	0.5				
PT		15.6	8.8	3.4	2.6	1.1	0.5				
		PSA Prepayment Assumption									
<u>Group 5 Classes</u>		<u>0%</u>	<u>100%</u>	<u>120%</u>	<u>140%</u>	<u>195%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
EF and ES		19.9	10.0	9.1	8.3	6.7	6.6	5.5	2.9	1.3	0.8
EP		16.4	5.8	5.2	5.2	5.2	5.2	5.2	2.9	1.4	0.8
PE		26.2	17.8	17.8	17.8	17.8	17.8	17.8	9.6	4.1	2.0
TD		27.1	14.1	10.5	2.5	2.5	2.5	2.5	1.1	0.5	0.3
TA		28.2	18.5	16.1	13.1	2.5	2.5	1.9	0.7	0.3	0.2
TE		27.8	16.9	14.2	10.7	1.1	1.1	1.1	0.5	0.2	0.1
TG		28.6	20.1	18.0	15.5	3.9	3.9	2.8	0.8	0.4	0.2
TB, TF and TS . .		29.3	23.4	22.0	20.2	12.4	10.3	1.0	0.2	0.1	0.1
TZ		29.6	25.2	24.2	22.9	16.9	16.1	2.0	0.4	0.2	0.1
TC		29.8	26.6	26.0	25.3	21.3	20.7	4.9	1.1	0.5	0.3
		PSA Prepayment Assumption									
<u>Group 6 Classes</u>		<u>0%</u>	<u>100%</u>	<u>478%</u>	<u>1000%</u>	<u>1500%</u>					
FA and SA		19.9	10.6	3.4	1.7	1.1					
		PSA Prepayment Assumption									
<u>Group 1/Group 2 Class**</u>		<u>0%</u>	<u>100%</u>	<u>383%</u>	<u>500%</u>	<u>1000%</u>	<u>1400%</u>				
CI		20.0	8.4	3.4	2.6	1.1	0.6				

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

** This class is an RCR class formed from combinations of REMIC classes in two different groups. For additional information, see Schedule 1 attached to this prospectus supplement.

DESCRIPTION OF THE CERTIFICATES

The material under this heading describes the principal features of the Certificates. You will find additional information about the Certificates in the other sections of this prospectus supplement, as well as in the additional Disclosure Documents and the Trust Agreement. If we use a capitalized term in this prospectus supplement without defining it, you will find the definition of that term in the applicable Disclosure Document or in the Trust Agreement.

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the “Trust”) pursuant to a trust agreement dated as of May 1, 2010 and a supplement thereto dated as of December 1, 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:

- four groups of previously issued REMIC and RCR certificates (the “Group 1 Underlying RCR Certificates,” “Group 2 Underlying RCR Certificate,” “Group 4 Underlying REMIC Certificates” and “Group 6 Underlying REMIC Certificate” and together, the “Underlying REMIC and RCR Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A,
- two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 3 MBS” and “Group 5 MBS,” and together, the “Trust MBS”), and
- certain previously issued Fannie Mae Stripped Mortgage-Backed Securities (the “Subgroup 4b SMBS”).

The Underlying REMIC and RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates.

The Subgroup 4b SMBS represent beneficial ownership interests in certain interest distributions on mortgage loans underlying certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Underlying REMIC and RCR Certificates, 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	Underlying REMIC and RCR Certificates, Trust MBS and Subgroup 4b SMBS	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS, the Underlying REMIC and RCR Certificates and the Subgroup 4b SMBS, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus, the Underlying REMIC Disclosure Documents, the SMBS Prospectus and the SMBS Supplements, as applicable. 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 Underlying REMIC and RCR Certificates

The Underlying REMIC and RCR Certificates represent beneficial ownership interests in the Underlying REMIC Trusts. The assets of those trusts consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

Distributions on the Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying

REMIC and RCR Certificates are described in the Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Underlying REMIC and RCR Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Underlying REMIC and RCR Certificates.

For further information about the Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC and RCR Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

The Trust MBS

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

For additional information, see “Summary—Group 3 and Group 5 MBS—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

The Subgroup 4b SMBS

The general characteristics of the Subgroup 4b SMBS are described in the SMBS Prospectus and in the related SMBS Supplements. The Subgroup 4b SMBS provide that certain interest amounts on the Mortgage Loans underlying the related MBS are passed through monthly.

The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interest in a pool of conventional, fixed-rate, fully-amortizing Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years. For additional information see “Summary—Subgroup 4b SMBS—Characteristics of the Subgroup 4b SMBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement, and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

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 Class) 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 Class, see “—*Accrual Class*” 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	Floating Rate and Inverse Floating Rate Classes

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

Accrual Class. The TZ Class is an Accrual Class. Interest will accrue on the 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 Class. Instead, interest accrued on the Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Class 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 AT until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 1 Principal Distribution Amount” is the principal then paid on the Group 1 Underlying RCR Certificates.

- *Group 2*

The Group 2 Principal Distribution Amount to BT until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 2 Principal Distribution Amount” is the principal then paid on the Group 2 Underlying RCR Certificate.

- *Group 3*

The Group 3 Principal Distribution Amount as follows:

- 15.8671434644% to AB and AJ, in that order, until retired, and
- 84.1328565356% to AC and AK, in that order, until retired.

} Sequential
Pay Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount to PT until retired.

} Structured
Collateral/
Pass-Through
Class

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

- *Group 5*

The TZ Accrual Amount in the following priority:

1. — 29.3702177752% to TB until retired, and
— 70.6297822248% to TF and TS, pro rata, until retired.
2. Thereafter to TZ.

} Accretion
Directed
Classes

} Accrual Class

The Group 5 Cash Flow Distribution Amount as follows:

— 71.4285716778% as follows:

- first*, to Aggregate Group I to its Planned Balance;
- second*, to TD to its Planned Balance;

} PAC Group
and Class

- third*, to Aggregate Group II to its Targeted Balance; } TAC Group
- fourth*, — 29.3702177752% to TB until retired, and }
- 70.6297822248% to TF and TS, pro rata, until retired; } Support Classes
- fifth*, to TZ until retired; }
- sixth*, to Aggregate Group II to zero; } TAC Group
- seventh*, to TC until retired; } Support Class
- eighth*, to TD until retired; and }
- ninth*, to Aggregate Group I to zero, and } PAC Class and Group
- 28.5714283222% to EF until retired. } Pass-Through Class

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

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

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

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

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

- 72.7074235808% to TA until retired, and
- 27.2925764192% to TE and TG, in that order, until retired.

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

• Group 6

The Group 6 Principal Distribution Amount to FA until retired.

} Structured Collateral/Pass-Through Class

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 Underlying REMIC Certificate.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Underlying REMIC and RCR Certificates and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 3 and Group 5 MBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Subgroup 4b SMBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Subgroup 4b SMBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;

- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is December 30, 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” or at the “Structuring Speed” specified in the chart below. The “Effective Range” for an Aggregate Group or a Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group or Class 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 Group.

<u>Groups and Class</u>	<u>Structuring Ranges and Speed</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
TD Class Planned Balances	Between 140% and 250% PSA	Between 140% and 252% PSA
Aggregate Group II Targeted Balances	195% PSA	—

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	EP and PE
Aggregate Group II	TA, TE and TG

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 Range, based on the Pricing Assumptions.

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

If you are considering the purchase of a PAC or TAC 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 or the TD Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or the TD Class to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within the applicable Structuring Ranges or Effective Ranges, principal distributions may be insufficient to reduce Aggregate Group I or the TD Class, as applicable, 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, Aggregate Group I and the TD Class 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 and the TD Class will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the applicable Aggregate Group or the TD Class, if still outstanding, may no longer have an Effective Range, and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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

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

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

We cannot assure you that

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

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

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

The Fixed Rate Interest Only Classes. **The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to**

maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:

<u>Class</u>	<u>% PSA</u>
IA	501%
IB	496%
IO	494%
CI	500%

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

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

<u>Class</u>	<u>Price*</u>
IA	14.0%
IB	14.0%
IO	13.0%
CI	14.0%

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

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

Sensitivity of the IA Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>383%</u>	<u>500%</u>	<u>1000%</u>	<u>1400%</u>
Pre-Tax Yields to Maturity	34.5%	30.9%	9.6%	0.0%	(47.6)%	*

Sensitivity of the IB Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>383%</u>	<u>500%</u>	<u>1000%</u>	<u>1400%</u>
Pre-Tax Yields to Maturity	34.0%	30.4%	9.1%	(0.4)%	(47.9)%	*

Sensitivity of the IO Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>392%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity	33.9%	30.3%	8.3%	(0.5)%	(48.0)%	*

Sensitivity of the CI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	383%	500%	1000%	1400%
Pre-Tax Yields to Maturity	34.4%	30.8%	9.5%	0.0%	(47.7)%	*

The Inverse Floating Rate Classes. The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments (including prepayments) of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the ES and SA Classes would lose money on their initial investments under certain prepayment scenarios.

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Summary—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified levels of the Index, and
- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

Class	Price*
ES	21.7500%
TS	100.0000%
SA	4.1875%

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
0.1383%	25.4%	22.2%	20.9%	19.6%	15.9%	15.6%	12.2%	(5.7)%	(47.9)%	*
0.2766%	24.7%	21.5%	20.2%	18.9%	15.2%	14.9%	11.5%	(6.3)%	(48.5)%	*
2.2766%	14.4%	11.3%	10.0%	8.7%	5.2%	4.8%	1.5%	(15.9)%	(57.3)%	*
4.2766%	3.5%	0.5%	(0.8)%	(2.0)%	(5.5)%	(5.8)%	(9.0)%	(25.9)%	(66.7)%	*
6.2766%	(15.1)%	(17.9)%	(19.1)%	(20.2)%	(23.4)%	(23.7)%	(26.7)%	(42.4)%	(84.2)%	*
6.5000%	*	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
0.1383%	6.8%	6.8%	6.8%	6.8%	6.8%	6.8%	6.7%	6.7%	6.6%	6.6%
0.2766%	6.6%	6.6%	6.6%	6.6%	6.6%	6.6%	6.6%	6.6%	6.6%	6.6%
2.2766%	3.7%	3.7%	3.7%	3.7%	3.7%	3.7%	3.9%	4.6%	5.6%	6.6%
4.2766%	0.9%	0.9%	0.9%	0.9%	0.9%	0.9%	1.3%	2.6%	4.7%	6.6%
4.9000%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.4%	2.0%	4.5%	6.6%

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

LIBOR	PSA Prepayment Assumption				
	50%	100%	478%	1000%	1500%
5.90%	19.9%	17.0%	(6.3)%	(43.9)%	(89.3)%
5.95%	6.2%	3.3%	(20.3)%	(59.5)%	*
6.00%	*	*	*	*	*

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions, and
- the priority sequences of distributions of principal of the Group 3 and Group 5 Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying RCR Certificates	360 months	353 months	8.00%
Group 2 Underlying RCR Certificate	360 months	354 months	8.00%
Group 3 MBS	240 months	240 months	6.00%
Subgroup 4a Underlying REMIC Certificates	360 months	275 months	5.67%
Subgroup 4b SMBS and Underlying REMIC Certificate	360 months	(1)	7.50%
Group 5 MBS	360 months	360 months	7.00%
Group 6 Underlying REMIC Certificate	360 months	355 months	7.50%

(1) The Subgroup 4b SMBS and the Class 2007-28-AO REMIC Certificate are backed by the same Mortgage Loans. Those Mortgage Loans are assumed to have the following remaining terms to maturity:

<u>Related SMBS Trust Designation</u>	<u>Remaining Terms to Maturity</u>
360	283 months
377	298 months

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

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

Percent of Original Principal Balances Outstanding

Date	IA† and AT Classes						IB† and BT Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	383%	500%	1000%	1400%	0%	100%	383%	500%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	99	92	75	68	39	16	99	91	75	68	39	16
December 2013	98	84	56	47	15	2	98	84	56	46	15	2
December 2014	97	77	42	32	6	*	97	76	42	31	6	*
December 2015	96	70	32	22	2	*	96	69	31	21	2	*
December 2016	95	64	23	15	1	*	95	62	23	14	1	*
December 2017	94	58	17	10	*	*	94	56	17	10	*	*
December 2018	92	52	13	7	*	*	92	50	12	6	*	*
December 2019	91	47	9	4	*	*	91	45	9	4	*	*
December 2020	89	42	7	3	*	*	89	40	7	3	*	*
December 2021	87	37	5	2	*	0	87	35	5	2	*	0
December 2022	85	33	4	1	*	0	85	30	3	1	*	0
December 2023	83	28	3	1	*	0	83	26	2	1	*	0
December 2024	81	25	2	1	*	0	81	22	2	*	*	0
December 2025	78	21	1	*	*	0	78	18	1	*	*	0
December 2026	76	18	1	*	*	0	76	15	1	*	*	0
December 2027	73	14	1	*	*	0	73	12	*	*	*	0
December 2028	70	11	*	*	*	0	70	9	*	*	*	0
December 2029	66	9	*	*	*	0	66	6	*	*	*	0
December 2030	62	6	*	*	0	0	63	3	*	*	0	0
December 2031	58	3	*	*	0	0	59	1	*	*	0	0
December 2032	54	1	*	*	0	0	54	*	*	*	0	0
December 2033	49	0	0	0	0	0	50	0	0	0	0	0
December 2034	44	0	0	0	0	0	45	0	0	0	0	0
December 2035	39	0	0	0	0	0	39	0	0	0	0	0
December 2036	33	0	0	0	0	0	33	0	0	0	0	0
December 2037	26	0	0	0	0	0	27	0	0	0	0	0
December 2038	19	0	0	0	0	0	20	0	0	0	0	0
December 2039	12	0	0	0	0	0	12	0	0	0	0	0
December 2040	4	0	0	0	0	0	4	0	0	0	0	0
December 2041	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.0	8.4	3.4	2.6	1.1	0.6	20.1	8.0	3.4	2.6	1.1	0.6

Date	AB Class					AJ Class					AC and AD Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	280%	600%	900%	0%	100%	280%	600%	900%	0%	100%	280%	600%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	97	94	91	86	80	100	100	100	100	100	97	94	91	85	79
December 2013	93	86	75	58	43	100	100	100	100	100	93	85	74	56	40
December 2014	90	76	57	29	9	100	100	100	100	100	89	75	55	26	5
December 2015	86	66	41	10	0	100	100	100	100	65	85	65	39	7	0
December 2016	82	58	29	0	0	100	100	100	94	29	81	56	26	0	0
December 2017	78	49	19	0	0	100	100	100	57	12	77	47	15	0	0
December 2018	73	42	11	0	0	100	100	100	35	5	72	39	7	0	0
December 2019	68	35	4	0	0	100	100	100	21	2	67	32	*	0	0
December 2020	63	28	0	0	0	100	100	95	12	1	62	25	0	0	0
December 2021	58	22	0	0	0	100	100	73	7	*	56	18	0	0	0
December 2022	52	16	0	0	0	100	100	56	4	*	50	12	0	0	0
December 2023	46	11	0	0	0	100	100	42	3	*	43	7	0	0	0
December 2024	39	6	0	0	0	100	100	31	1	*	37	2	0	0	0
December 2025	32	1	0	0	0	100	100	22	1	*	29	0	0	0	0
December 2026	25	0	0	0	0	100	86	16	*	*	22	0	0	0	0
December 2027	17	0	0	0	0	100	65	11	*	*	14	0	0	0	0
December 2028	9	0	0	0	0	100	47	7	*	*	5	0	0	0	0
December 2029	*	0	0	0	0	100	29	4	*	*	0	0	0	0	0
December 2030	0	0	0	0	0	52	13	2	*	*	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.6	6.4	3.8	2.4	1.8	19.1	16.9	12.1	6.9	4.7	10.3	6.1	3.6	2.3	1.8

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

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

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

Date	AK Class					AY Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	280%	600%	900%	0%	100%	280%	600%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	100	100	100	100	100	100
December 2013	100	100	100	100	100	100	100	100	100	100
December 2014	100	100	100	100	100	100	100	100	100	100
December 2015	100	100	100	100	53	100	100	100	100	55
December 2016	100	100	100	77	23	100	100	100	80	24
December 2017	100	100	100	47	10	100	100	100	48	11
December 2018	100	100	100	28	4	100	100	100	29	5
December 2019	100	100	100	17	2	100	100	100	18	2
December 2020	100	100	78	10	1	100	100	80	11	1
December 2021	100	100	60	6	*	100	100	62	6	*
December 2022	100	100	46	4	*	100	100	47	4	*
December 2023	100	100	34	2	*	100	100	35	2	*
December 2024	100	100	25	1	*	100	100	26	1	*
December 2025	100	88	18	1	*	100	90	19	1	*
December 2026	100	70	13	*	*	100	72	13	*	*
December 2027	100	54	9	*	*	100	55	9	*	*
December 2028	100	38	6	*	*	100	39	6	*	*
December 2029	83	24	3	*	*	85	25	3	*	*
December 2030	43	11	1	*	*	44	11	1	*	*
December 2031	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.8	16.4	11.4	6.5	4.5	18.9	16.5	11.5	6.5	4.5

Date	IO† Class						PT Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	392%	500%	1000%	1500%	0%	100%	392%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	98	92	75	68	39	10	98	92	75	68	39	10
December 2013	95	84	56	47	15	1	97	84	56	47	15	1
December 2014	93	77	42	32	6	*	95	77	42	32	6	*
December 2015	90	71	31	22	2	*	93	71	31	22	2	*
December 2016	88	64	23	15	1	*	91	64	23	15	1	*
December 2017	85	58	17	10	*	*	89	59	17	10	*	*
December 2018	82	53	13	7	*	*	86	53	13	7	*	*
December 2019	78	48	9	5	*	0	84	48	9	5	*	0
December 2020	75	43	7	3	*	0	81	43	7	3	*	0
December 2021	71	38	5	2	*	0	78	39	5	2	*	0
December 2022	68	34	4	1	*	0	75	34	4	1	*	0
December 2023	63	30	3	1	*	0	71	30	3	1	*	0
December 2024	59	26	2	1	*	0	68	27	2	1	*	0
December 2025	55	23	1	*	*	0	64	23	1	*	*	0
December 2026	50	20	1	*	*	0	59	20	1	*	*	0
December 2027	45	17	1	*	*	0	55	17	1	*	*	0
December 2028	39	14	*	*	*	0	50	14	*	*	*	0
December 2029	33	11	*	*	*	0	44	11	*	*	0	0
December 2030	27	8	*	*	0	0	38	9	*	*	0	0
December 2031	21	6	*	*	0	0	32	6	*	*	0	0
December 2032	14	4	*	*	0	0	25	4	*	*	0	0
December 2033	7	2	*	*	0	0	18	2	*	*	0	0
December 2034	0	0	0	0	0	0	10	*	*	*	0	0
December 2035	0	0	0	0	0	0	3	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0
December 2041	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.9	8.8	3.4	2.6	1.1	0.5	15.6	8.8	3.4	2.6	1.1	0.5

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

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

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

Date	EF and ES [†] Classes										EP Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	99	94	93	92	89	89	87	75	52	27	99	91	90	90	90	90	90	90	64	28
December 2013	98	86	85	83	77	77	72	52	20	3	97	80	78	78	78	78	78	64	18	0
December 2014	97	80	77	74	67	66	60	35	8	*	95	71	67	67	67	67	67	40	1	0
December 2015	95	73	70	67	58	57	50	24	3	*	93	61	56	56	56	56	56	24	0	0
December 2016	94	67	63	60	50	49	42	17	1	*	92	53	47	47	47	47	47	13	0	0
December 2017	93	62	57	53	43	42	35	11	*	*	89	45	38	38	38	38	38	5	0	0
December 2018	91	57	52	48	37	36	29	8	*	*	87	37	30	30	30	30	30	*	0	0
December 2019	89	52	47	42	32	31	24	5	*	*	85	30	23	23	23	23	23	0	0	0
December 2020	88	47	42	38	27	26	20	4	*	0	82	24	17	17	17	17	17	0	0	0
December 2021	86	43	38	33	23	23	16	2	*	0	79	17	12	12	12	12	12	0	0	0
December 2022	84	39	34	29	20	19	13	2	*	0	77	12	8	8	8	8	8	0	0	0
December 2023	82	35	30	26	17	16	11	1	*	0	73	6	5	5	5	5	5	0	0	0
December 2024	79	32	27	23	14	14	9	1	*	0	70	2	2	2	2	2	2	0	0	0
December 2025	77	28	24	20	12	11	7	*	*	0	66	0	0	0	0	0	0	0	0	0
December 2026	74	25	21	17	10	10	6	*	*	0	62	0	0	0	0	0	0	0	0	0
December 2027	71	22	18	15	8	8	5	*	*	0	58	0	0	0	0	0	0	0	0	0
December 2028	68	20	16	13	7	7	4	*	*	0	54	0	0	0	0	0	0	0	0	0
December 2029	65	17	14	11	6	5	3	*	*	0	49	0	0	0	0	0	0	0	0	0
December 2030	61	15	12	9	5	4	2	*	*	0	44	0	0	0	0	0	0	0	0	0
December 2031	57	13	10	8	4	3	2	*	0	0	38	0	0	0	0	0	0	0	0	0
December 2032	53	11	8	6	3	3	1	*	0	0	32	0	0	0	0	0	0	0	0	0
December 2033	49	9	7	5	2	2	1	*	0	0	26	0	0	0	0	0	0	0	0	0
December 2034	44	7	5	4	2	2	1	*	0	0	19	0	0	0	0	0	0	0	0	0
December 2035	39	5	4	3	1	1	1	*	0	0	12	0	0	0	0	0	0	0	0	0
December 2036	34	4	3	2	1	1	*	*	0	0	4	0	0	0	0	0	0	0	0	0
December 2037	28	3	2	1	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	22	1	1	1	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	15	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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	10.0	9.1	8.3	6.7	6.6	5.5	2.9	1.3	0.8	16.4	5.8	5.2	5.2	5.2	5.2	5.2	2.9	1.4	0.8

Date	PE Class										TD Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	78	78	78	78	78	0	0
December 2013	100	100	100	100	100	100	100	100	100	35	100	100	100	54	54	54	54	0	0	0
December 2014	100	100	100	100	100	100	100	100	100	3	100	100	100	35	35	35	35	0	0	0
December 2015	100	100	100	100	100	100	100	100	41	*	100	100	100	20	20	20	20	0	0	0
December 2016	100	100	100	100	100	100	100	100	16	*	100	100	100	9	9	9	9	0	0	0
December 2017	100	100	100	100	100	100	100	100	6	*	100	100	100	1	1	1	1	0	0	0
December 2018	100	100	100	100	100	100	100	100	2	*	100	100	100	0	0	0	0	0	0	0
December 2019	100	100	100	100	100	100	100	69	1	*	100	100	97	0	0	0	0	0	0	0
December 2020	100	100	100	100	100	100	100	47	*	*	100	100	85	0	0	0	0	0	0	0
December 2021	100	100	100	100	100	100	100	32	*	0	100	100	65	0	0	0	0	0	0	0
December 2022	100	100	100	100	100	100	100	22	*	0	100	100	39	0	0	0	0	0	0	0
December 2023	100	100	100	100	100	100	100	14	*	0	100	100	10	0	0	0	0	0	0	0
December 2024	100	100	100	100	100	100	100	10	*	0	100	91	0	0	0	0	0	0	0	0
December 2025	100	93	93	93	93	93	93	6	*	0	100	53	0	0	0	0	0	0	0	0
December 2026	100	75	75	75	75	75	75	4	*	0	100	13	0	0	0	0	0	0	0	0
December 2027	100	60	60	60	60	60	60	3	*	0	100	0	0	0	0	0	0	0	0	0
December 2028	100	48	48	48	48	48	48	2	*	0	100	0	0	0	0	0	0	0	0	0
December 2029	100	38	38	38	38	38	38	1	*	0	100	0	0	0	0	0	0	0	0	0
December 2030	100	30	30	30	30	30	30	1	*	0	100	0	0	0	0	0	0	0	0	0
December 2031	100	23	23	23	23	23	23	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2032	100	18	18	18	18	18	18	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2033	100	13	13	13	13	13	13	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2034	100	9	9	9	9	9	9	*	0	0	100	0	0	0	0	0	0	0	0	0
December 2035	100	7	7	7	7	7	7	*	0	0	100	0	0	0	0	0	0	0	0	0
December 2036	100	4	4	4	4	4	4	*	0	0	100	0	0	0	0	0	0	0	0	0
December 2037	59	2	2	2	2	2	2	*	0	0	100	0	0	0	0	0	0	0	0	0
December 2038	1	1	1	1	1	1	1	*	0	0	57	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)**	26.2	17.8	17.8	17.8	17.8	17.8	17.8	9.6	4.1	2.0	27.1	14.1	10.5	2.5	2.5	2.5	2.5	1.1	0.5	0.3

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

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

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

Date	TA Class										TE Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	76	76	76	0	0	0	100	100	100	100	53	53	53	0	0	0
December 2013	100	100	100	100	52	52	51	0	0	0	100	100	100	100	3	3	3	0	0	0
December 2014	100	100	100	100	33	33	17	0	0	0	100	100	100	100	0	0	0	0	0	0
December 2015	100	100	100	100	20	20	0	0	0	0	100	100	100	100	0	0	0	0	0	0
December 2016	100	100	100	100	11	11	0	0	0	0	100	100	100	100	0	0	0	0	0	0
December 2017	100	100	100	100	5	5	0	0	0	0	100	100	100	100	0	0	0	0	0	0
December 2018	100	100	100	98	1	1	0	0	0	0	100	100	100	97	0	0	0	0	0	0
December 2019	100	100	100	96	0	0	0	0	0	0	100	100	100	92	0	0	0	0	0	0
December 2020	100	100	100	91	0	0	0	0	0	0	100	100	100	82	0	0	0	0	0	0
December 2021	100	100	100	83	0	0	0	0	0	0	100	100	100	67	0	0	0	0	0	0
December 2022	100	100	100	74	0	0	0	0	0	0	100	100	100	48	0	0	0	0	0	0
December 2023	100	100	100	64	0	0	0	0	0	0	100	100	100	28	0	0	0	0	0	0
December 2024	100	100	91	53	0	0	0	0	0	0	100	100	82	6	0	0	0	0	0	0
December 2025	100	100	78	41	0	0	0	0	0	0	100	100	56	0	0	0	0	0	0	0
December 2026	100	100	64	30	0	0	0	0	0	0	100	100	28	0	0	0	0	0	0	0
December 2027	100	89	51	19	0	0	0	0	0	0	100	78	1	0	0	0	0	0	0	0
December 2028	100	73	37	8	0	0	0	0	0	0	100	45	0	0	0	0	0	0	0	0
December 2029	100	57	24	0	0	0	0	0	0	0	100	13	0	0	0	0	0	0	0	0
December 2030	100	41	11	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2031	100	25	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2032	100	10	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2033	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2034	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2035	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2036	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2037	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2038	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2039	61	0	0	0	0	0	0	0	0	0	22	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)**	28.2	18.5	16.1	13.1	2.5	2.5	1.9	0.7	0.3	0.2	27.8	16.9	14.2	10.7	1.1	1.1	1.1	0.5	0.2	0.1

Date	TG Class										TB, TF and TS Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	95	49	0	0	0
December 2013	100	100	100	100	100	100	100	0	0	0	100	100	100	100	100	91	0	0	0	0
December 2014	100	100	100	100	67	67	35	0	0	0	100	100	100	100	100	87	0	0	0	0
December 2015	100	100	100	100	40	40	0	0	0	0	100	100	100	100	100	85	0	0	0	0
December 2016	100	100	100	100	22	22	0	0	0	0	100	100	100	100	100	84	0	0	0	0
December 2017	100	100	100	100	11	11	0	0	0	0	100	100	100	100	100	83	0	0	0	0
December 2018	100	100	100	100	2	2	0	0	0	0	100	100	100	100	100	83	0	0	0	0
December 2019	100	100	100	100	0	0	0	0	0	0	100	100	100	100	97	80	0	0	0	0
December 2020	100	100	100	100	0	0	0	0	0	0	100	100	100	100	88	72	0	0	0	0
December 2021	100	100	100	100	0	0	0	0	0	0	100	100	100	100	78	63	0	0	0	0
December 2022	100	100	100	100	0	0	0	0	0	0	100	100	100	100	67	53	0	0	0	0
December 2023	100	100	100	100	0	0	0	0	0	0	100	100	100	100	55	42	0	0	0	0
December 2024	100	100	100	100	0	0	0	0	0	0	100	100	100	100	43	31	0	0	0	0
December 2025	100	100	100	83	0	0	0	0	0	0	100	100	100	100	31	20	0	0	0	0
December 2026	100	100	100	60	0	0	0	0	0	0	100	100	100	100	20	10	0	0	0	0
December 2027	100	100	100	38	0	0	0	0	0	0	100	100	100	100	9	*	0	0	0	0
December 2028	100	100	74	16	0	0	0	0	0	0	100	100	100	100	0	0	0	0	0	0
December 2029	100	100	48	0	0	0	0	0	0	0	100	100	100	94	0	0	0	0	0	0
December 2030	100	82	22	0	0	0	0	0	0	0	100	100	100	72	0	0	0	0	0	0
December 2031	100	51	0	0	0	0	0	0	0	0	100	100	97	52	0	0	0	0	0	0
December 2032	100	21	0	0	0	0	0	0	0	0	100	100	72	33	0	0	0	0	0	0
December 2033	100	0	0	0	0	0	0	0	0	0	100	91	48	15	0	0	0	0	0	0
December 2034	100	0	0	0	0	0	0	0	0	0	100	61	25	0	0	0	0	0	0	0
December 2035	100	0	0	0	0	0	0	0	0	0	100	33	4	0	0	0	0	0	0	0
December 2036	100	0	0	0	0	0	0	0	0	0	100	6	0	0	0	0	0	0	0	0
December 2037	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2038	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2039	100	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	87	0	0	0	0	0	0	0	0	0
December 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)**	28.6	20.1	18.0	15.5	3.9	3.9	2.8	0.8	0.4	0.2	29.3	23.4	22.0	20.2	12.4	10.3	1.0	0.2	0.1	0.1

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

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

Date	TZ Class										TC Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%	0%	100%	120%	140%	195%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	104	104	104	104	104	104	104	0	0	0	100	100	100	100	100	100	100	71	0	0
December 2013	107	107	107	107	107	107	107	0	0	0	100	100	100	100	100	100	100	0	0	0
December 2014	111	111	111	111	111	111	111	0	0	0	100	100	100	100	100	100	100	0	0	0
December 2015	115	115	115	115	115	115	115	0	0	0	100	100	100	100	100	100	82	0	0	0
December 2016	119	119	119	119	119	119	119	0	0	0	100	100	100	100	100	100	36	0	0	0
December 2017	123	123	123	123	123	123	123	0	0	0	100	100	100	100	100	100	12	0	0	0
December 2018	128	128	128	128	128	128	128	0	0	0	100	100	100	100	100	100	1	0	0	0
December 2019	132	132	132	132	132	132	132	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2020	137	137	137	137	137	137	137	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2021	142	142	142	142	142	142	142	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2022	147	147	147	147	147	147	147	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2023	152	152	152	152	152	152	152	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2024	158	158	158	158	158	158	158	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2025	163	163	163	163	163	163	163	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2026	169	169	169	169	169	169	169	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2027	175	175	175	175	175	175	175	0	0	0	100	100	100	100	100	100	*	0	0	0
December 2028	181	181	181	181	0	0	0	0	0	0	100	100	100	100	98	87	*	0	0	0
December 2029	188	188	188	188	0	0	0	0	0	0	100	100	100	100	84	74	*	0	0	0
December 2030	194	194	194	194	0	0	0	0	0	0	100	100	100	100	71	62	*	0	0	0
December 2031	201	201	201	201	0	0	0	0	0	0	100	100	100	100	59	52	*	0	0	0
December 2032	208	208	208	208	0	0	0	0	0	0	100	100	100	100	48	42	*	0	0	0
December 2033	216	216	216	216	0	0	0	0	0	0	100	100	100	100	38	34	*	0	0	0
December 2034	223	223	223	0	0	0	0	0	0	0	100	100	100	97	30	26	*	0	0	0
December 2035	231	231	231	0	0	0	0	0	0	0	100	100	100	74	22	19	*	0	0	0
December 2036	240	240	0	0	0	0	0	0	0	0	100	100	77	53	15	13	*	0	0	0
December 2037	248	0	0	0	0	0	0	0	0	0	100	71	49	33	10	8	*	0	0	0
December 2038	257	0	0	0	0	0	0	0	0	0	100	34	24	16	4	4	*	0	0	0
December 2039	266	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2040	276	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 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)**	29.6	25.2	24.2	22.9	16.9	16.1	2.0	0.4	0.2	0.1	29.8	26.6	26.0	25.3	21.3	20.7	4.9	1.1	0.5	0.3

Date	FA and SA† Classes					Clt Class					
	PSA Prepayment Assumption					PSA Prepayment Assumption					
	0%	100%	478%	1000%	1500%	0%	100%	383%	500%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
December 2012	99	96	84	68	53	99	92	75	68	39	16
December 2013	98	89	62	31	10	98	84	56	47	15	2
December 2014	97	82	43	12	1	97	77	42	32	6	*
December 2015	96	76	30	5	*	96	70	31	21	2	*
December 2016	94	70	21	2	*	95	63	23	15	1	*
December 2017	93	64	15	1	*	94	57	17	10	*	*
December 2018	92	59	10	*	*	92	52	13	7	*	*
December 2019	90	54	7	*	*	91	46	9	4	*	*
December 2020	88	50	5	*	0	89	41	7	3	*	*
December 2021	86	45	3	*	0	87	37	5	2	*	0
December 2022	84	41	2	*	0	85	32	4	1	*	0
December 2023	82	38	2	*	0	83	28	3	1	*	0
December 2024	80	34	1	*	0	81	24	2	1	*	0
December 2025	77	31	1	*	0	78	21	1	*	*	0
December 2026	75	28	1	*	0	76	17	1	*	*	0
December 2027	72	25	*	*	0	73	14	1	*	*	0
December 2028	68	22	*	*	0	70	11	*	*	*	0
December 2029	65	19	*	*	0	66	8	*	*	*	0
December 2030	61	17	*	*	0	62	5	*	*	0	0
December 2031	57	15	*	0	0	58	3	*	*	0	0
December 2032	53	13	*	0	0	54	1	*	*	0	0
December 2033	49	11	*	0	0	49	0	0	0	0	0
December 2034	44	9	*	0	0	44	0	0	0	0	0
December 2035	38	7	*	0	0	39	0	0	0	0	0
December 2036	33	5	*	0	0	33	0	0	0	0	0
December 2037	26	4	*	0	0	26	0	0	0	0	0
December 2038	20	3	*	0	0	19	0	0	0	0	0
December 2039	13	1	*	0	0	12	0	0	0	0	0
December 2040	5	*	*	0	0	4	0	0	0	0	0
December 2041	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.9	10.6	3.4	1.7	1.1	20.0	8.4	3.4	2.6	1.1	0.6

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

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

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

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” and “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Material Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled “Material Federal Income Tax Consequences” and “ERISA Considerations”) and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

We will make a REMIC election with respect to each REMIC set forth in the table under “Description of the Certificates—General—*Structure*.” The Regular Classes will be designated as “regular interests” and the Residual Classes will be designated as the “residual interests” in the REMICs as set forth in that table. Thus, the REMIC Certificates and any related RCR Certificates generally will be treated as “regular or residual interests in a REMIC” for domestic building and loan associations, as “real estate assets” for real estate investment trusts, and, except for the Residual Classes, as “qualified mortgages” for other REMICs. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes and the Accrual Class 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	383% PSA
2	383% PSA
3	280% PSA
4	392% PSA
5	200% PSA
6	478% 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 (other than the AT, BT and PT Classes) to Credit Suisse (USA) LLC (the “Dealer”) in exchange for the Trust MBS, the Underlying REMIC and RCR Certificates and the Subgroup 4b SMBS. The Dealer proposes to offer the Certificates (other than the AT, BT and PT Classes) 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.

On the Settlement Date, we are obligated to transfer the AT, BT and PT Classes to Fannie Mae Mega Trust numbers 310104, 310105 and 310106, respectively (CUSIP Number 31374CNV4, 31374CNW2 and 31374CNX0, respectively), and to deliver the related Mega Certificates to the Dealer.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. Bingham McCutchen LLP will provide legal representation for the Dealer.

Group 1 Underlying RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	December 2011 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2011-53	KT	May 2011	31397UNB1	5.80%	FIX	June 2041	PT	\$ 939,977,958	0.85297667	\$801,779,268.49	5.938%	261	90
2011-53	PT	May 2011	31397UMW6	5.80	FIX	June 2041	PT	1,070,587,115	0.84409859	903,681,074.24	5.926%	256	93

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

Group 2 Underlying RCR Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	December 2011 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2011-64	CT	June 2011	31397UF20	5.75%	FIX	July 2041	PT	\$450,503,008	0.85257513	\$384,087,660.61	5.918%	242	105

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

Group 4 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Balance of Class	December 2011 Class Factor	Principal or Notional Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
Subgroup 4a	2007-28	FA	March 2007	31396VKH0	(2)	FLT/IO	July 2036	NTL	\$63,166,795	0.31688130	\$20,016,376.12	5.670%	75
	2007-28	SA	March 2007	31396VKF4	(2)	INV/IO	July 2036	NTL	63,166,795	0.31688130	20,016,376.12	5.670	75
Subgroup 4b	2007-28	AO	March 2007	31396VKG2	0.00%	PO	November 2036	PT	63,166,794	0.39463136	24,927,597.82	(3)	(3)

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

(2) These classes bear interest as described in the related Underlying REMIC Disclosure Document.

(3) The Class 2007-28-AO REMIC Certificate is backed by the Fannie Mae SMBS Certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
377-PO1	PO	PT	5.680	280	72
360-PO1	PO	PT	5.676	274	78

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

Group 6 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	December 2011 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC (in months)	Approximate Weighted Average WALA (in months)	
											5.379%	348	9
2011-79	FD	July 2011	3136A0WM5	(2)	FLT	August 2041	PT	\$100,000,000	0.95721079	\$86,148,971.10	5.379%	348	9

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

(2) This class bears interest as described in the related Underlying REMIC Disclosure Document.

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
AC	\$50,814,012	AD	\$ 50,814,012	SEQ	3.5%	FIX	3136A3PJ4	August 2029
Recombination 2								
AJ	1,904,762	AY	14,213,746	SEQ	3.5	FIX	3136A3PK1	January 2032
AK	12,308,984							
Recombination 3								
IA	93,025,109(3)	CI(4)	110,483,639(3)	NTL	5.5	FIX/IO	3136A3PL9	July 2041
IB	17,458,530(3)							

(1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See "Description of the Certificates—General—*Authorized Denominations*" in this prospectus supplement.

(2) See "Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*" in the REMIC Prospectus.

(3) Notional balances. These Classes are Interest Only Classes. See page S-8 for a description of how their notional balances are calculated.

(4) The CI Class is an RCR Class formed from a combination of the IA Class in Group 1 and the IB Class in Group 2.

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	\$157,091,000.00	April 2016	\$ 90,880,622.52	August 2020	\$ 42,642,625.59
January 2012	156,056,398.04	May 2016	89,764,204.71	September 2020 . . .	41,960,206.67
February 2012	154,983,067.88	June 2016	88,655,262.41	October 2020	41,287,990.07
March 2012	153,871,561.18	July 2016	87,553,748.05	November 2020	40,625,828.96
April 2012	152,722,452.73	August 2016	86,459,614.36	December 2020	39,973,578.54
May 2012	151,536,339.97	September 2016 . . .	85,372,814.37	January 2021	39,331,096.06
June 2012	150,313,842.49	October 2016	84,293,301.40	February 2021	38,698,240.79
July 2012	149,055,601.48	November 2016	83,221,029.08	March 2021	38,074,873.96
August 2012	147,762,279.20	December 2016	82,155,951.31	April 2021	37,460,858.78
September 2012 . . .	146,434,558.38	January 2017	81,098,022.28	May 2021	36,856,060.36
October 2012	145,073,141.63	February 2017	80,047,196.48	June 2021	36,260,345.73
November 2012	143,678,750.81	March 2017	79,003,428.68	July 2021	35,673,583.77
December 2012	142,252,126.41	April 2017	77,966,673.92	August 2021	35,095,645.24
January 2013	140,794,026.86	May 2017	76,936,887.53	September 2021 . . .	34,526,402.69
February 2013	139,345,572.26	June 2017	75,914,025.13	October 2021	33,965,730.49
March 2013	137,906,701.48	July 2017	74,898,042.60	November 2021	33,413,504.76
April 2013	136,477,353.76	August 2017	73,888,896.12	December 2021	32,869,603.40
May 2013	135,057,468.73	September 2017 . . .	72,886,542.12	January 2022	32,333,905.98
June 2013	133,646,986.40	October 2017	71,890,937.31	February 2022	31,806,293.83
July 2013	132,245,847.15	November 2017	70,902,038.69	March 2022	31,286,649.91
August 2013	130,853,991.73	December 2017	69,919,803.49	April 2022	30,774,858.84
September 2013 . . .	129,471,361.26	January 2018	68,944,189.24	May 2022	30,270,806.89
October 2013	128,097,897.25	February 2018	67,975,153.74	June 2022	29,774,381.92
November 2013	126,733,541.54	March 2018	67,012,655.03	July 2022	29,285,473.38
December 2013	125,378,236.37	April 2018	66,056,651.42	August 2022	28,803,972.26
January 2014	124,031,924.30	May 2018	65,107,101.49	September 2022 . . .	28,329,771.13
February 2014	122,694,548.29	June 2018	64,163,964.08	October 2022	27,862,764.04
March 2014	121,366,051.63	July 2018	63,227,198.28	November 2022	27,402,846.56
April 2014	120,046,377.98	August 2018	62,296,763.44	December 2022	26,949,915.74
May 2014	118,735,471.34	September 2018 . . .	61,372,619.16	January 2023	26,503,870.07
June 2014	117,433,276.07	October 2018	60,454,725.29	February 2023	26,064,609.49
July 2014	116,139,736.87	November 2018	59,543,041.96	March 2023	25,632,035.34
August 2014	114,854,798.79	December 2018	58,637,529.50	April 2023	25,206,050.37
September 2014 . . .	113,578,407.23	January 2019	57,738,148.54	May 2023	24,786,558.71
October 2014	112,310,507.92	February 2019	56,844,859.93	June 2023	24,373,465.84
November 2014	111,051,046.93	March 2019	55,957,624.75	July 2023	23,966,678.58
December 2014	109,799,970.68	April 2019	55,077,149.09	August 2023	23,566,105.06
January 2015	108,557,225.92	May 2019	54,209,718.05	September 2023 . . .	23,171,654.73
February 2015	107,322,759.72	June 2019	53,355,144.89	October 2023	22,783,238.32
March 2015	106,096,519.50	July 2019	52,513,245.46	November 2023	22,400,767.82
April 2015	104,878,453.00	August 2019	51,683,838.20	December 2023	22,024,156.46
May 2015	103,668,508.27	September 2019 . . .	50,866,744.10	January 2024	21,653,318.72
June 2015	102,466,633.73	October 2019	50,061,786.66	February 2024	21,288,170.29
July 2015	101,272,778.07	November 2019	49,268,791.86	March 2024	20,928,628.03
August 2015	100,086,890.34	December 2019	48,487,588.11	April 2024	20,574,610.02
September 2015 . . .	98,908,919.90	January 2020	47,718,006.23	May 2024	20,226,035.48
October 2015	97,738,816.40	February 2020	46,959,879.44	June 2024	19,882,824.78
November 2015	96,576,529.85	March 2020	46,213,043.26	July 2024	19,544,899.43
December 2015	95,422,010.54	April 2020	45,477,335.56	August 2024	19,212,182.04
January 2016	94,275,209.07	May 2020	44,752,596.46	September 2024 . . .	18,884,596.32
February 2016	93,136,076.38	June 2020	44,038,668.34	October 2024	18,562,067.10
March 2016	92,004,563.68	July 2020	43,335,395.80	November 2024	18,244,520.23

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>
December 2024	\$ 17,931,882.64	July 2029	\$ 6,540,990.29	February 2034	\$ 1,931,838.64
January 2025	17,624,082.31	August 2029	6,413,390.03	March 2034	1,882,284.79
February 2025	17,321,048.22	September 2029 . . .	6,287,878.49	April 2034	1,833,618.98
March 2025	17,022,710.38	October 2029	6,164,424.05	May 2034	1,785,827.18
April 2025	16,728,999.79	November 2029	6,042,995.60	June 2034	1,738,895.57
May 2025	16,439,848.43	December 2029	5,923,562.44	July 2034	1,692,810.54
June 2025	16,155,189.26	January 2030	5,806,094.32	August 2034	1,647,558.67
July 2025	15,874,956.18	February 2030	5,690,561.45	September 2034 . . .	1,603,126.76
August 2025	15,599,084.04	March 2030	5,576,934.46	October 2034	1,559,501.78
September 2025 . . .	15,327,508.62	April 2030	5,465,184.41	November 2034	1,516,670.93
October 2025	15,060,166.63	May 2030	5,355,282.76	December 2034	1,474,621.55
November 2025	14,796,995.65	June 2030	5,247,201.42	January 2035	1,433,341.23
December 2025	14,537,934.18	July 2030	5,140,912.67	February 2035	1,392,817.68
January 2026	14,282,921.58	August 2030	5,036,389.23	March 2035	1,353,038.86
February 2026	14,031,898.10	September 2030 . . .	4,933,604.19	April 2035	1,313,992.85
March 2026	13,784,804.81	October 2030	4,832,531.05	May 2035	1,275,667.94
April 2026	13,541,583.64	November 2030	4,733,143.68	June 2035	1,238,052.60
May 2026	13,302,177.37	December 2030	4,635,416.34	July 2035	1,201,135.45
June 2026	13,066,529.55	January 2031	4,539,323.66	August 2035	1,164,905.29
July 2026	12,834,584.59	February 2031	4,444,840.65	September 2035 . . .	1,129,351.10
August 2026	12,606,287.65	March 2031	4,351,942.66	October 2035	1,094,462.01
September 2026 . . .	12,381,584.71	April 2031	4,260,605.44	November 2035	1,060,227.31
October 2026	12,160,422.50	May 2031	4,170,805.06	December 2035	1,026,636.47
November 2026	11,942,748.53	June 2031	4,082,517.95	January 2036	993,679.09
December 2026	11,728,511.04	July 2031	3,995,720.88	February 2036	961,344.96
January 2027	11,517,659.03	August 2031	3,910,390.96	March 2036	929,623.99
February 2027	11,310,142.24	September 2031 . . .	3,826,505.66	April 2036	898,506.27
March 2027	11,105,911.09	October 2031	3,744,042.73	May 2036	867,982.02
April 2027	10,904,916.76	November 2031	3,662,980.30	June 2036	838,041.60
May 2027	10,707,111.10	December 2031	3,583,296.77	July 2036	808,675.55
June 2027	10,512,446.65	January 2032	3,504,970.90	August 2036	779,874.52
July 2027	10,320,876.65	February 2032	3,427,981.73	September 2036 . . .	751,629.31
August 2027	10,132,355.01	March 2032	3,352,308.61	October 2036	723,930.86
September 2027 . . .	9,946,836.27	April 2032	3,277,931.22	November 2036	696,770.25
October 2027	9,764,275.66	May 2032	3,204,829.51	December 2036	670,138.70
November 2027	9,584,629.04	June 2032	3,132,983.73	January 2037	644,027.54
December 2027	9,407,852.90	July 2032	3,062,374.43	February 2037	618,428.26
January 2028	9,233,904.37	August 2032	2,992,982.44	March 2037	593,332.45
February 2028	9,062,741.18	September 2032 . . .	2,924,788.86	April 2037	568,731.85
March 2028	8,894,321.68	October 2032	2,857,775.09	May 2037	544,618.32
April 2028	8,728,604.80	November 2032	2,791,922.79	June 2037	520,983.83
May 2028	8,565,550.10	December 2032	2,727,213.89	July 2037	497,820.49
June 2028	8,405,117.68	January 2033	2,663,630.58	August 2037	475,120.52
July 2028	8,247,268.25	February 2033	2,601,155.34	September 2037 . . .	452,876.26
August 2028	8,091,963.06	March 2033	2,539,770.87	October 2037	431,080.17
September 2028 . . .	7,939,163.93	April 2033	2,479,460.16	November 2037	409,724.82
October 2028	7,788,833.23	May 2033	2,420,206.42	December 2037	388,802.89
November 2028	7,640,933.87	June 2033	2,361,993.13	January 2038	368,307.18
December 2028	7,495,429.32	July 2033	2,304,804.01	February 2038	348,230.59
January 2029	7,352,283.53	August 2033	2,248,623.01	March 2038	328,566.15
February 2029	7,211,461.00	September 2033 . . .	2,193,434.33	April 2038	309,306.96
March 2029	7,072,926.76	October 2033	2,139,222.39	May 2038	290,446.26
April 2029	6,936,646.30	November 2033	2,085,971.85	June 2038	271,977.37
May 2029	6,802,585.66	December 2033	2,033,667.61	July 2038	253,893.73
June 2029	6,670,711.32	January 2034	1,982,294.76	August 2038	236,188.87

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>
September 2038 . . .	\$ 218,856.42	March 2039	\$ 122,337.73	September 2039 . . .	\$ 37,725.63
October 2038	201,890.10	April 2039	107,441.84	October 2039	24,697.46
November 2038	185,283.74	May 2039	92,870.79	November 2039	11,962.15
December 2038	169,031.27	June 2039	78,619.06	December 2039 and thereafter	0.00
January 2039	153,126.69	July 2039	64,681.19		
February 2039	137,564.12	August 2039	51,051.81		

TD Class 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	\$8,616,000.00	February 2014	\$4,375,553.91	April 2016	\$1,412,044.13
January 2012	8,487,827.37	March 2014	4,229,992.91	May 2016	1,328,916.15
February 2012	8,353,641.61	April 2014	4,087,194.27	June 2016	1,247,830.38
March 2012	8,213,610.12	May 2014	3,947,126.88	July 2016	1,168,762.55
April 2012	8,067,908.24	June 2014	3,809,759.90	August 2016	1,091,688.64
May 2012	7,916,718.97	July 2014	3,675,062.80	September 2016	1,016,584.84
June 2012	7,760,232.72	August 2014	3,543,005.34	October 2016	943,427.58
July 2012	7,598,647.04	September 2014	3,413,557.54	November 2016	872,193.50
August 2012	7,432,166.33	October 2014	3,286,689.73	December 2016	802,859.47
September 2012	7,261,001.51	November 2014	3,162,372.52	January 2017	735,402.61
October 2012	7,085,369.77	December 2014	3,040,576.78	February 2017	669,800.23
November 2012	6,905,494.18	January 2015	2,921,273.66	March 2017	606,029.87
December 2012	6,721,603.39	February 2015	2,804,434.60	April 2017	544,069.29
January 2013	6,533,931.31	March 2015	2,690,031.28	May 2017	483,896.48
February 2013	6,349,489.52	April 2015	2,578,035.69	June 2017	425,489.62
March 2013	6,168,242.52	May 2015	2,468,420.06	July 2017	368,827.12
April 2013	5,990,155.15	June 2015	2,361,156.88	August 2017	313,887.57
May 2013	5,815,192.56	July 2015	2,256,218.92	September 2017	260,649.80
June 2013	5,643,320.22	August 2015	2,153,579.20	October 2017	209,092.85
July 2013	5,474,503.95	September 2015	2,053,210.98	November 2017	159,195.92
August 2013	5,308,709.87	October 2015	1,955,087.82	December 2017	110,938.48
September 2013	5,145,904.43	November 2015	1,859,183.48	January 2018	64,300.16
October 2013	4,986,054.37	December 2015	1,765,472.00	February 2018	19,260.76
November 2013	4,829,126.76	January 2016	1,673,927.69	March 2018 and thereafter	0.00
December 2013	4,675,088.97	February 2016	1,584,525.04		
January 2014	4,523,908.69	March 2016	1,497,238.86		

Aggregate Group II Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$21,984,000.00	February 2013	\$15,767,974.31	April 2014	\$ 9,887,246.68
January 2012	21,626,876.14	March 2013	15,282,348.58	May 2014	9,537,783.67
February 2012	21,253,603.67	April 2013	14,807,415.06	June 2014	9,196,995.46
March 2012	20,864,757.91	May 2013	14,343,017.51	July 2014	8,864,751.23
April 2012	20,460,941.64	June 2013	13,889,001.66	August 2014	8,540,921.79
May 2012	20,042,783.95	July 2013	13,445,215.13	September 2014	8,225,379.61
June 2012	19,610,939.13	August 2013	13,011,507.50	October 2014	7,917,998.78
July 2012	19,166,085.43	September 2013	12,587,730.20	November 2014	7,618,654.99
August 2012	18,708,923.82	October 2013	12,173,736.55	December 2014	7,327,225.50
September 2012	18,240,176.66	November 2013	11,769,381.71	January 2015	7,043,589.18
October 2012	17,760,586.33	December 2013	11,374,522.66	February 2015	6,767,626.39
November 2012	17,270,913.82	January 2014	10,989,018.20	March 2015	6,499,219.07
December 2012	16,771,937.28	February 2014	10,612,728.87	April 2015	6,238,250.62
January 2013	16,264,450.46	March 2014	10,245,517.01	May 2015	5,984,605.99

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
June 2015	\$ 5,738,171.55	November 2016	\$ 2,548,673.19	April 2018	\$ 861,522.41
July 2015	5,498,835.18	December 2016	2,414,178.74	May 2018	765,792.94
August 2015	5,266,486.15	January 2017	2,284,994.49	June 2018	675,554.19
September 2015	5,041,015.20	February 2017	2,161,032.96	July 2018	590,717.28
October 2015	4,822,314.45	March 2017	2,042,207.84	August 2018	511,194.47
November 2015	4,610,277.42	April 2017	1,928,433.93	September 2018	436,899.09
December 2015	4,404,799.02	May 2017	1,819,627.15	October 2018	367,745.63
January 2016	4,205,775.47	June 2017	1,715,704.53	November 2018	303,649.59
February 2016	4,013,104.40	July 2017	1,616,584.22	December 2018	244,527.63
March 2016	3,826,684.70	August 2017	1,522,185.43	January 2019	190,297.40
April 2016	3,646,416.63	September 2017	1,432,428.45	February 2019	140,877.64
May 2016	3,472,201.70	October 2017	1,347,234.62	March 2019	96,188.14
June 2016	3,303,942.72	November 2017	1,266,526.34	April 2019	55,404.95
July 2016	3,141,543.78	December 2017	1,190,227.03	May 2019	12,126.38
August 2016	2,984,910.19	January 2018	1,118,261.11	June 2019 and thereafter	0.00
September 2016	2,833,948.51	February 2018	1,050,554.06		
October 2016	2,688,566.52	March 2018	962,832.64		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in 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.

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\$2,562,262,161



Guaranteed REMIC Pass-Through Certificates

Fannie Mae REMIC Trust 2011-142

PROSPECTUS SUPPLEMENT

Credit Suisse

December 22, 2011
