

\$926,069,010



**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2012-60**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
VA	1	\$ 4,900,119	SC/SEQ/AD	4.00%	FIX	3136A6 MA 9	January 2042
VB	1	3,319,192	SC/SEQ/AD	4.00	FIX	3136A6 MB 7	January 2042
VZ	1	7,320,016	SC/SEQ	4.00	FIX/Z	3136A6 MC 5	January 2042
JV	2	24,088,121	SC/SEQ/AD	4.50	FIX	3136A6 MD 3	September 2041
VJ	2	17,928,214	SC/SEQ/AD	4.50	FIX	3136A6 ME 1	September 2041
JZ	2	31,410,191	SC/SEQ	4.50	FIX/Z	3136A6 MF 8	September 2041
EF	3	15,333,333	PAC	(2)	FLT	3136A6 MG 6	April 2042
ES	3	15,333,333(3)	NTL	(2)	INV/IO	3136A6 MH 4	April 2042
EP	3	46,000,000	PAC	3.00	FIX	3136A6 MJ 0	April 2042
EB	3	1,121,025	PAC	4.00	FIX	3136A6 MK 7	June 2042
FE(4)	3	21,285,202	SUP	(2)	FLT	3136A6 ML 5	June 2042
SE(4)	3	10,642,601	SUP	(2)	INV	3136A6 MM 3	June 2042
AT	4	112,772,069	PT	4.00	FIX	3136A6 MN 1	June 2042
AI	4	30,756,018(3)	NTL	5.50	FIX/IO	3136A6 MP 6	June 2042
FN	5	83,333,333	PT	(2)	FLT	3136A6 MQ 4	June 2042
SN	5	83,333,333(3)	NTL	(2)	INV/IO	3136A6 MR 2	June 2042
FJ	5	49,114,044	PAC	(2)	FLT	3136A6 MS 0	January 2042
SJ	5	49,114,044(3)	NTL	(2)	INV/IO	3136A6 MT 8	January 2042
JE	5	73,671,067	PAC	2.00	FIX	3136A6 MU 5	January 2042
JB	5	4,649,969	PAC	4.00	FIX	3136A6 MV 3	June 2042
NF(4)	5	26,154,391	SUP	(2)	FLT	3136A6 MW 1	June 2042
NS(4)	5	13,077,196	SUP	(2)	INV	3136A6 MX 9	June 2042

(Table continued on next page)

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The EU, JU and WA Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—The Certificates—Combination and Recombination" in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be May 30, 2012.

Carefully consider the risk factors on page S-9 of this prospectus supplement and starting on page 11 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

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

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

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

Goldman, Sachs & Co.

The date of this Prospectus Supplement is May 23, 2012

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
HP	6	\$ 40,000,000	PAC	2.50%	FIX	3136A6MY7	March 2042
HI	6	8,888,888(3)	NTL	4.50	FIX/IO	3136A6MZ4	March 2042
HB	6	1,010,998	PAC	3.50	FIX	3136A6NA8	June 2042
QD	6	2,940,000	SUP	3.00	FIX	3136A6NB6	January 2041
QE	6	2,940,000	SUP	4.00	FIX	3136A6NC4	January 2041
QA	6	4,705,156	SUP	3.50	FIX	3136A6ND2	January 2041
QB	6	3,560,262	SUP	3.50	FIX	3136A6NE0	November 2041
QC	6	2,818,789	SUP	3.50	FIX	3136A6NF7	June 2042
HF	6	23,190,081	PT	(2)	FLT	3136A6NG5	June 2042
HS	6	23,190,081(3)	NTL	(2)	INV/IO	3136A6NH3	June 2042
KA	7	51,662,000	SEQ	1.50	FIX	3136A6NJ9	September 2026
KI	7	25,831,000(3)	NTL	3.00	FIX/IO	3136A6NK6	September 2026
KB	7	4,264,497	SEQ	3.00	FIX	3136A6NL4	June 2027
WF	8	100,000,000	PT	(2)	FLT	3136A57J9	June 2027
WS	8	100,000,000(3)	NTL	(2)	INV/IO	3136A57K6	June 2027
WP(4) ...	8	125,888,892	PAC	1.75	FIX	3136A57L4	June 2027
WU(4) ...	8	16,968,252	SUP	1.75	FIX	3136A57M2	June 2027
R		0	NPR	0	NPR	3136A6NM2	June 2042
RL		0	NPR	0	NPR	3136A6NN0	June 2042

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

(2) Based on LIBOR.

(3) Notional balances. These classes are interest only classes. See page S-7 for a description of how their notional balances are calculated.

(4) Exchangeable classes.

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
AVAILABLE INFORMATION	S- 3	<i>The Inverse Floating Rate</i>	
RECENT DEVELOPMENTS	S- 4	<i>Classes</i>	S-17
SUMMARY	S- 5	<i>The Fixed Rate Interest Only</i>	
ADDITIONAL RISK FACTOR	S- 9	<i>Classes</i>	S-19
DESCRIPTION OF THE		WEIGHTED AVERAGE LIVES OF THE	
CERTIFICATES	S- 9	CERTIFICATES	S-20
GENERAL	S- 9	DECREMENT TABLES	S-20
<i>Structure</i>	S- 9	CHARACTERISTICS OF THE RESIDUAL	
<i>Fannie Mae Guaranty</i>	S-10	CLASSES	S-27
<i>Characteristics of Certificates</i>	S-10	CERTAIN ADDITIONAL FEDERAL	
<i>Authorized Denominations</i>	S-11	INCOME TAX CONSEQUENCES .	S-28
THE UNDERLYING REMIC		U.S. TREASURY CIRCULAR 230	
CERTIFICATES	S-11	NOTICE	S-28
THE TRUST MBS	S-11	REMIC ELECTIONS AND SPECIAL TAX	
DISTRIBUTIONS OF INTEREST	S-12	ATTRIBUTES	S-28
<i>General</i>	S-12	TAXATION OF BENEFICIAL OWNERS OF	
<i>Delay Classes and No-Delay</i>		REGULAR CERTIFICATES	S-28
<i>Classes</i>	S-12	TAXATION OF BENEFICIAL OWNERS OF	
<i>Accrual Classes</i>	S-12	RESIDUAL CERTIFICATES	S-29
DISTRIBUTIONS OF PRINCIPAL	S-12	TAXATION OF BENEFICIAL OWNERS OF	
STRUCTURING ASSUMPTIONS	S-14	RCR CERTIFICATES	S-29
<i>Pricing Assumptions</i>	S-14	PLAN OF DISTRIBUTION	S-30
<i>Prepayment Assumptions</i>	S-15	LEGAL MATTERS	S-30
<i>Principal Balance Schedules</i>	S-15	EXHIBIT A	A- 1
YIELD TABLES	S-16	SCHEDULE 1	A- 2
<i>General</i>	S-16	PRINCIPAL BALANCE	
		SCHEDULES	B- 1

AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2010 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - February 1, 2012, for all MBS issued on or after February 1, 2012,
 - July 1, 2011, for all MBS issued on or after July 1, 2011 and prior to February 1, 2012,
 - 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 or Group 2 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus dated February 1, 2012.

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

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

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

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

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

Goldman, Sachs & Co.
Global Operations
Mortgage-Backed Securities
30 Hudson Street
36th Floor
Jersey City, New Jersey 07302
(telephone 212-902-3089).

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 Annual Report on Form 10-K (as amended on Form 10-K/A) for the calendar year ended December 31, 2011, including the Risk Factors set forth in that Annual Report.

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of May 1, 2012. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

Group	Assets
1	Class 2011-99-GB REMIC Certificate Class 2011-124-DB REMIC Certificate Class 2011-144-WB REMIC Certificate
2	Class 2011-87-HB REMIC Certificate Class 2011-87-JB REMIC Certificate
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS
8	Group 8 MBS

Group 1 and Group 2

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

Group 3, Group 4, Group 5, Group 6, Group 7 and Group 8

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass- Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 3 MBS	\$ 94,382,161	4.00%	4.25% to 6.50%	241 to 360
Group 4 MBS	\$112,772,069	5.50%	5.75% to 8.00%	235 to 360
Group 5 MBS	\$250,000,000	5.00%	5.25% to 7.50%	241 to 360
Group 6 MBS	\$ 81,165,286	4.50%	4.75% to 7.00%	241 to 360
Group 7 MBS	\$ 55,926,497	3.00%	3.25% to 5.50%	121 to 180
Group 8 MBS	\$242,857,144	3.50%	3.75% to 6.00%	121 to 180

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	\$ 94,382,161	360	349	10	4.450%
Group 4 MBS	\$112,772,069	360	309	43	5.930%
Group 5 MBS	\$250,000,000	360	337	18	5.370%
Group 6 MBS	\$ 81,165,286	360	357	1	4.967%
Group 7 MBS	\$ 55,926,497	180	170	8	3.450%
Group 8 MBS	\$242,857,144	180	178	2	3.950%

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.

Settlement Date

We expect to issue the certificates on May 30, 2012.

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:

Fed Book-Entry

All classes of certificates other than the R and RL Classes

Physical

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	0.5890%	7.00%	0.35%	LIBOR + 35 basis points
ES	6.4110%	6.65%	0.00%	6.65% – LIBOR
FE	1.2390%	6.00%	1.00%	LIBOR + 100 basis points
SE	9.5220%	10.00%	0.00%	10% – (2 × LIBOR)
FN	0.6390%	7.00%	0.40%	LIBOR + 40 basis points
SN	6.3610%	6.60%	0.00%	6.6% – LIBOR
FJ	0.5890%	7.00%	0.35%	LIBOR + 35 basis points
SJ	6.4110%	6.65%	0.00%	6.65% – LIBOR
NF	1.2390%	6.00%	1.00%	LIBOR + 100 basis points
NS	9.5220%	10.00%	0.00%	10% – (2 × LIBOR)
HF	0.6890%	7.00%	0.45%	LIBOR + 45 basis points
HS	6.3110%	6.55%	0.00%	6.55% – LIBOR
WF	0.6009%	6.00%	0.35%	LIBOR + 35 basis points
WS	5.3991%	5.65%	0.00%	5.65% – 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>	
ES	100% of the EF Class
AI	27.2727265472% of the AT Class
SN	100% of the FN Class
SJ	100% of the FJ Class
HI	22.22222% of the HP Class
HS	100% of the HF Class
KI	50% of the KA Class
WS	100% of the WF Class

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>190%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
VA	7.0	7.0	7.0	6.0	4.5	3.5
VB	16.0	16.0	15.0	8.8	6.0	4.5
VZ	28.9	24.5	20.2	12.4	8.5	6.2

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>400%</u>	<u>600%</u>	<u>900%</u>	<u>1300%</u>
JV	7.0	7.0	7.0	6.2	4.7	3.2	2.0
VJ	16.0	15.2	13.9	9.5	6.5	4.1	2.4
JZ	26.8	19.2	19.0	13.4	9.1	5.7	3.2

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1600%</u>
EF, ES and EP	15.4	6.0	6.0	6.0	4.0	2.6	1.9	1.3
EB	24.9	22.3	22.3	22.3	14.6	8.7	5.7	2.7
FE, SE and EU	27.5	18.2	6.2	2.5	1.2	0.8	0.6	0.4

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1400%</u>
AT and AI	20.5	9.6	4.5	2.7	1.5	0.9	0.6

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>
FN and SN	20.2	10.1	9.2	6.6	5.5	3.2	2.0	1.3	0.9
FJ, SJ and JE	17.3	6.5	6.0	6.0	6.0	3.6	2.3	1.5	1.0
JB	26.7	21.6	21.6	21.6	21.6	13.6	8.3	5.2	3.3
NF, NS and JU	28.5	20.1	17.9	6.8	2.3	0.8	0.5	0.3	0.2

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>145%</u>	<u>200%</u>	<u>350%</u>	<u>600%</u>	<u>900%</u>	<u>1400%</u>	
HP and HI	16.3	6.6	5.5	5.5	5.5	3.8	2.8	2.0	
HB	25.7	19.6	19.6	19.6	19.6	11.9	7.6	4.2	
QD, QE and QA	27.2	17.6	13.1	6.5	1.8	1.1	0.9	0.6	
QB	29.0	23.9	20.4	15.9	3.5	2.0	1.5	1.1	
QC	29.7	27.7	26.0	22.8	5.0	2.3	1.7	1.3	
HF and HS	19.9	11.0	9.1	7.4	5.0	3.2	2.4	1.7	

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>391%</u>	<u>600%</u>	<u>900%</u>	<u>1200%</u>	
KA and KI	8.0	5.4	4.2	2.9	2.1	1.5	1.2	
KB	14.6	13.3	12.3	9.8	7.3	4.9	3.5	

<u>Group 8 Classes</u>	<u>PSA Prepayment Assumption</u>									
	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>180%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1400%</u>	
WF, WS and WA	8.6	6.4	5.8	5.4	4.7	3.2	2.3	1.9	1.6	
WP	7.9	5.6	5.1	5.1	5.1	3.5	2.6	2.1	1.7	
WU	14.4	12.8	11.0	8.1	2.4	1.0	0.7	0.5	0.4	

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

ADDITIONAL RISK FACTOR

Payments on the Group 1 and Group 2 Classes will be affected by the applicable payment priorities governing the related underlying REMIC certificates. If you invest in a Group 1 or Group 2 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying REMIC certificates.

In particular, as described in the related Underlying REMIC Disclosure Documents, the Group 1 Underlying REMIC Certificates may be subsequent in payment priority to certain other classes issued from the related underlying REMIC trusts. As a result, such other classes may receive principal before principal is paid on the Group 1 Underlying REMIC Certificates, possibly for long periods.

In addition, as described in the related Underlying REMIC Disclosure Document, principal payments on the Group 2 Underlying REMIC Certificates are governed by principal balance schedules. As a result, the Group 2 Underlying REMIC Certificates may receive principal payments faster or slower than would otherwise have been the case. In some cases, they may receive no principal

payments for extended periods. Prepayments on the related mortgage loans may have occurred at rates faster or slower than the rates initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule on principal payments over time may be eliminated. In such a case, the Group 2 Underlying REMIC Certificates will receive principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the Group 2 Underlying REMIC Certificates have adhered to the applicable principal balance schedules,
- any related support classes remain outstanding, or
- the Group 2 Underlying REMIC Certificates have performed as originally anticipated.

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

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 May 1, 2012 (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:

- two groups of previously issued REMIC certificates (the “Group 1 Underlying REMIC Certificates” and “Group 2 Underlying REMIC Certificates,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A, and
- six groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 3 MBS,” “Group 4 MBS,” “Group 5 MBS,” “Group 6 MBS,” “Group 7 MBS” and “Group 8 MBS,” and together, the “Trust MBS”).

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

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

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

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

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC	Underlying REMIC Certificates and Trust MBS	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Underlying REMIC Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Documents. Our guaranties are not backed by the full faith and credit of the United States.

Characteristics of Certificates. Except as specified below, we will issue the Certificates in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.”

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

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

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

The Underlying REMIC Certificates

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

In addition, the Mortgage Loans backing the Group 1 Underlying REMIC Certificates have been refinanced under Fannie Mae Refi Plus and are designated as “high loan-to-value ratio” loans, with loan-to-value ratios ranging from greater than 105% up to 125% at the time of refinance. These loans are targeted at borrowers who have demonstrated an acceptable payment history on their mortgage loans but may have been unable to refinance due to a decline in home prices or the unavailability of mortgage insurance. Fannie Mae Refi Plus refinancing is available only if the new mortgage loan either reduces the monthly principal and interest payment for the borrower or provides a more stable loan product (such as movement from an adjustable-rate loan to a fixed rate loan). For more information on the Home Affordable Refinance Program, see “The Mortgage Loans—High Loan-to-Value Mortgage Loans” in the MBS Prospectus dated February 1, 2012 and on our Web site at www.fanniemae.com. See also “Risk Factors—*Mortgage loans with loan-to-value ratios greater than 80% may have different prepayment and default characteristics than conforming mortgage loans generally*” in the MBS Prospectus dated February 1, 2012.

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

For further information about the Underlying REMIC Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC Certificates is also available at <https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html>. 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 30 years in the case of the Group 3 MBS, Group 4 MBS, Group 5 MBS and Group 6 MBS, and up to 15 years in the case of the Group 7 MBS and Group 8 MBS.

In addition, the Mortgage Loans underlying the Group 3 MBS are relocation mortgage loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—*It is possible that the rate of prepayment of relocation mortgage loans may be higher than that of nonrelocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated February 1, 2012.

For additional information, see “Summary—Group 3, Group 4, Group 5, Group 6, Group 7 and Group 8—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.

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual Classes) on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Classes, see “—*Accrual Classes*” below.

Delay Classes and No-Delay Classes. The “delay” Classes and “no-delay” Classes are set forth in the following table:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed-Rate Classes and the FE, SE, NF and NS Classes	Floating Rate and Inverse Floating Rate Classes (other than the FE, SE, NF and NS Classes)

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

Accrual Classes. The VZ and JZ Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on each Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principals” below.

Distributions of Principal

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

- *Group 1*

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

The Group 1 Cash Flow Distribution Amount to VA, VB and VZ, in that order, until retired. } **Structured
Collateral/
Sequential
Pay Classes**

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

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

- *Group 2*

The JZ Accrual Amount to JV and VJ, in that order, until retired, and thereafter to JZ. } Accretion Directed Classes and Accrual Class

The Group 2 Cash Flow Distribution Amount to JV, VJ and JZ, in that order, until retired. } Structured Collateral/ Sequential Pay Classes

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

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

- *Group 3*

The Group 3 Principal Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance. } PAC Group
2. To FE and SE, pro rata, until retired. } Support Classes
3. To Aggregate Group I to zero. } PAC Group

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

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

- first*, to EF and EP, pro rata, until retired; and
- second*, to EB until retired.

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

- *Group 4*

The Group 4 Principal Distribution Amount to AT until retired. } Pass-Through Class

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

- *Group 5*

The Group 5 Principal Distribution Amount as follows:

- 33.3333332% to FN until retired, and } Pass-Through Class
- 66.6666668% as follows:
 - first*, to Aggregate Group II to its Planned Balance; } PAC Group
 - second*, to NF and NS, pro rata, until retired; and } Support Classes
 - third*, to Aggregate Group II to zero. } PAC Group

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

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

- first*, to FJ and JE, pro rata, until retired; and
- second*, to JB 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 as follows:

- 28.5714276914% to HF until retired, and } Pass-Through Class
- 71.4285723086% as follows:
 - first*, to Aggregate Group III to its Planned Balance; } PAC Group
 - second*, – 55.549488359% to QD and QE, pro rata, until retired, and } Support Classes
 - 44.450511641% to QA until retired;
 - third*, to QB and QC, in that order, until retired; and }
 - fourth*, to Aggregate Group III to zero. } PAC Group

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

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

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

- *Group 7*

The Group 7 Principal Distribution Amount to KA and KB, in that order, until retired. } Sequential Pay Classes

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

- *Group 8*

The Group 8 Principal Distribution Amount as follows:

- 41.1764703945% to WF until retired, and } Pass-Through Class
- 58.8235296055% as follows:
 - first*, to WP to its Planned Balance; } PAC Class
 - second*, to WU, until retired; and } Support Class
 - third*, to WP until retired. } PAC Class

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

Structuring Assumptions

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

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 3, Group 4, Group 5, Group 6, Group 7 and Group 8—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 May 30, 2012; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. The prepayment model used in this prospectus supplement is PSA. For a description of PSA, see “Yield, Maturity and Prepayment Considerations—Prepayment Models” in the REMIC Prospectus. It is highly unlikely that prepayments will occur at any *constant* PSA rate or at any other *constant* rate.

Principal Balance Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group or the WP Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce the Aggregate Group or the WP 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 applicable Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the applicable Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

<u>Groups and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 100% and 300% PSA	Between 100% and 300% PSA
Aggregate Group II Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
Aggregate Group III Planned Balances	Between 145% and 350% PSA	Between 145% and 350% PSA
WP Class Planned Balances	Between 150% and 250% PSA	Between 150% and 250% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	EF, EP and EB
Aggregate Group II	FJ, JE and JB
Aggregate Group III	HP and HB

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

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

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

- We will distribute any excess of principal distributions over the amount necessary to reduce an Aggregate Group or the WP Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or the WP 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 the Aggregate Groups and the WP Class to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Groups and the WP 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 WP Class will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group or Class receiving the benefit of that support, if still outstanding, may no longer have an Effective Range, and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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

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

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

We cannot assure you that

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

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

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

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

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

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

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

<u>Class</u>	<u>Price*</u>
ES	20.50000%
SE	104.50000%
SN	19.68750%
SJ	21.00000%
NS	103.87500%
HS	25.00000%
WS	18.96875%

* 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)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1600%</u>
0.1195%	24.8%	19.1%	19.1%	19.1%	9.6%	(11.1)%	(35.5)%	(82.0)%
0.2390%	24.1%	18.4%	18.4%	18.4%	8.8%	(12.0)%	(36.5)%	(83.0)%
2.2390%	12.4%	6.5%	6.5%	6.5%	(5.1)%	(28.0)%	(54.1)%	*
4.2390%	(0.6)%	(6.7)%	(6.7)%	(6.7)%	(21.0)%	(46.9)%	(75.2)%	*
6.6500%	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1600%</u>
0.1195%	9.4%	9.3%	8.6%	7.5%	5.5%	3.1%	0.8%	(3.1)%
0.2390%	9.2%	9.1%	8.4%	7.3%	5.2%	2.9%	0.6%	(3.3)%
2.2390%	5.2%	5.2%	4.6%	3.5%	1.5%	(0.7)%	(2.8)%	(6.4)%
4.2390%	1.3%	1.2%	0.8%	(0.3)%	(2.1)%	(4.2)%	(6.1)%	(9.5)%
5.0000%	(0.2)%	(0.2)%	(0.7)%	(1.8)%	(3.5)%	(5.5)%	(7.4)%	(10.7)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>
0.1195%	29.7%	26.4%	25.1%	19.7%	16.2%	1.8%	(18.0)%	(45.2)%	(78.7)%
0.2390%	29.1%	25.8%	24.4%	19.0%	15.6%	1.1%	(18.6)%	(45.7)%	(79.3)%
2.2390%	17.7%	14.5%	13.2%	7.9%	4.6%	(9.4)%	(28.7)%	(55.2)%	(88.4)%
4.2390%	5.9%	2.8%	1.6%	(3.5)%	(6.7)%	(20.3)%	(39.0)%	(65.1)%	(98.2)%
6.6000%	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>
0.1195%	25.1%	19.6%	17.5%	17.5%	17.5%	4.3%	(19.3)%	(53.6)%	(93.3)%
0.2390%	24.4%	18.9%	16.8%	16.8%	16.8%	3.6%	(20.1)%	(54.5)%	(94.1)%
2.2390%	13.4%	7.5%	5.5%	5.5%	5.5%	(9.6)%	(34.8)%	(70.1)%	*
4.2390%	1.2%	(5.4)%	(7.1)%	(7.1)%	(7.1)%	(25.0)%	(52.5)%	(89.1)%	*
6.6500%	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>
0.1195%	9.5%	9.4%	9.4%	8.8%	7.6%	3.9%	(0.1)%	(5.0)%	(10.2)%
0.2390%	9.2%	9.2%	9.2%	8.6%	7.4%	3.6%	(0.3)%	(5.2)%	(10.4)%
2.2390%	5.3%	5.2%	5.2%	4.7%	3.6%	0.1%	(3.6)%	(8.1)%	(12.9)%
4.2390%	1.3%	1.3%	1.3%	0.9%	(0.2)%	(3.4)%	(6.8)%	(11.0)%	(15.4)%
5.0000%	(0.2)%	(0.2)%	(0.2)%	(0.5)%	(1.7)%	(4.8)%	(8.1)%	(12.1)%	(16.3)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>145%</u>	<u>200%</u>	<u>350%</u>	<u>600%</u>	<u>900%</u>	<u>1400%</u>
0.1195%	22.4%	19.8%	17.5%	14.7%	6.8%	(6.8)%	(23.8)%	(53.6)%
0.2390%	21.8%	19.3%	17.0%	14.1%	6.2%	(7.4)%	(24.5)%	(54.4)%
2.2390%	12.8%	10.1%	7.7%	4.7%	(3.6)%	(18.0)%	(36.4)%	(69.3)%
4.2390%	3.0%	0.3%	(2.2)%	(5.3)%	(13.9)%	(29.2)%	(49.4)%	(86.9)%
6.5500%	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>180%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1400%</u>
0.12545%	20.1%	17.7%	15.3%	13.8%	10.3%	(2.4)%	(18.6)%	(35.7)%	(53.7)%
0.25090%	19.3%	16.9%	14.4%	13.0%	9.5%	(3.2)%	(19.5)%	(36.7)%	(54.7)%
2.25090%	5.9%	3.5%	1.0%	(0.5)%	(4.0)%	(17.3)%	(34.4)%	(53.1)%	(73.1)%
4.25090%	(10.7)%	(13.2)%	(15.7)%	(17.2)%	(20.8)%	(34.2)%	(52.1)%	(72.5)%	(96.2)%
5.65000%	*	*	*	*	*	*	*	*	*

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>
AI	441%
HI	366%
KI	215%

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>
AI	16.5%
HI	24.0%
KI	12.0%

* 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.

Sensitivity of the AI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	300%	500%	800%	1100%	1400%
Pre-Tax Yields to Maturity	29.0%	25.5%	10.9%	(4.8)%	(31.1)%	(62.8)%	*

Sensitivity of the HI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	145%	200%	350%	600%	900%	1400%
Pre-Tax Yields to Maturity	10.6%	4.9%	0.6%	0.6%	0.6%	(13.2)%	(31.9)%	(61.5)%

Sensitivity of the KI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	200%	391%	600%	900%	1200%
Pre-Tax Yields to Maturity	11.6%	8.3%	1.1%	(14.6)%	(33.5)%	(60.9)%	(86.3)%

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Classes (other than the Group 4 Classes), and
- in the case of the Group 1 and Group 2 Classes, the applicable priority sequences governing principal payments on the related Underlying REMIC Certificates.

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

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying REMIC Certificates	360 months	(1)	7.50%
Group 2 Underlying REMIC Certificates	360 months	351 months	7.50%
Group 3 MBS	360 months	360 months	6.50%
Group 4 MBS	360 months	360 months	8.00%
Group 5 MBS	360 months	360 months	7.50%
Group 6 MBS	360 months	360 months	7.00%
Group 7 MBS	180 months	180 months	5.50%
Group 8 MBS	180 months	180 months	6.00%

(1) The Mortgage Loans backing the Group 1 Underlying REMIC Certificates listed below are assumed to have the following remaining terms to maturity:

	<u>Remaining Terms to Maturity</u>
2011-99-GB	352 months
2011-124-DB	354 months
2011-144-WB	355 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	VA Class						VB Class						VZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	190%	400%	600%	800%	0%	100%	190%	400%	600%	800%	0%	100%	190%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	94	94	94	94	94	94	100	100	100	100	100	100	100	104	104	104	104	104
May 2014	88	88	88	88	88	88	100	100	100	100	100	100	108	108	108	108	108	108
May 2015	81	81	81	81	81	81	100	100	100	100	100	100	113	113	113	113	113	113
May 2016	74	74	74	74	74	39	100	100	100	100	100	100	117	117	117	117	117	117
May 2017	67	67	67	67	67	0	100	100	100	100	100	0	122	122	122	122	122	96
May 2018	60	60	60	60	0	0	100	100	100	100	49	0	127	127	127	127	127	49
May 2019	52	52	52	52	0	0	100	100	100	100	0	0	132	132	132	132	93	25
May 2020	44	44	44	38	0	0	100	100	100	100	0	0	138	138	138	138	58	13
May 2021	35	35	35	0	0	0	100	100	100	24	0	0	143	143	143	143	36	6
May 2022	27	27	27	0	0	0	100	100	100	0	0	0	149	149	149	114	22	3
May 2023	18	18	18	0	0	0	100	100	100	0	0	0	155	155	155	83	14	2
May 2024	8	8	8	0	0	0	100	100	100	0	0	0	161	161	161	61	9	1
May 2025	0	0	0	0	0	0	98	98	98	0	0	0	168	168	168	45	5	*
May 2026	0	0	0	0	0	0	82	82	82	0	0	0	175	175	175	32	3	*
May 2027	0	0	0	0	0	0	67	67	64	0	0	0	182	182	182	23	2	*
May 2028	0	0	0	0	0	0	50	50	0	0	0	0	189	189	182	17	1	*
May 2029	0	0	0	0	0	0	33	33	0	0	0	0	197	197	152	12	1	*
May 2030	0	0	0	0	0	0	16	16	0	0	0	0	205	205	125	9	*	*
May 2031	0	0	0	0	0	0	0	0	0	0	0	0	212	212	103	6	*	*
May 2032	0	0	0	0	0	0	0	0	0	0	0	0	212	212	83	4	*	*
May 2033	0	0	0	0	0	0	0	0	0	0	0	0	212	212	66	3	*	*
May 2034	0	0	0	0	0	0	0	0	0	0	0	0	212	186	52	2	*	*
May 2035	0	0	0	0	0	0	0	0	0	0	0	0	212	151	40	1	*	*
May 2036	0	0	0	0	0	0	0	0	0	0	0	0	212	118	29	1	*	*
May 2037	0	0	0	0	0	0	0	0	0	0	0	0	212	87	20	*	*	*
May 2038	0	0	0	0	0	0	0	0	0	0	0	0	212	58	13	*	*	*
May 2039	0	0	0	0	0	0	0	0	0	0	0	0	212	31	6	*	*	0
May 2040	0	0	0	0	0	0	0	0	0	0	0	0	210	10	2	*	*	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	81	1	*	*	*	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	7.0	7.0	7.0	6.0	4.5	3.5	16.0	16.0	15.0	8.8	6.0	4.5	28.9	24.5	20.2	12.4	8.5	6.2

Date	JV Class							VJ Class							JZ Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	200%	400%	600%	900%	1300%	0%	100%	200%	400%	600%	900%	1300%	0%	100%	200%	400%	600%	900%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	94	94	94	94	94	94	94	100	100	100	100	100	100	100	100	105	105	105	105	105	105
May 2014	88	88	88	88	88	88	88	100	100	100	100	100	100	100	109	109	109	109	109	109	109
May 2015	81	81	81	81	81	81	0	100	100	100	100	100	100	0	114	114	114	114	114	114	58
May 2016	74	74	74	74	74	0	0	100	100	100	100	100	67	0	120	120	120	120	120	120	12
May 2017	67	67	67	67	67	0	0	100	100	100	100	100	0	0	125	125	125	125	125	74	3
May 2018	60	60	60	60	5	0	0	100	100	100	100	100	0	0	131	131	131	131	131	33	1
May 2019	52	52	52	52	0	0	0	100	100	100	100	0	0	0	137	137	137	137	134	15	*
May 2020	44	44	44	44	0	0	0	100	100	100	100	0	0	0	143	143	143	143	83	7	*
May 2021	35	35	35	0	0	0	0	100	100	100	94	0	0	0	150	150	150	150	52	3	*
May 2022	26	26	26	0	0	0	0	100	100	100	5	0	0	0	157	157	157	157	32	1	*
May 2023	17	17	17	0	0	0	0	100	100	100	0	0	0	0	164	164	164	125	20	1	*
May 2024	7	7	7	0	0	0	0	100	100	100	0	0	0	0	171	171	171	92	12	*	*
May 2025	0	0	0	0	0	0	0	95	95	95	0	0	0	0	179	179	179	67	8	*	*
May 2026	0	0	0	0	0	0	0	81	81	44	0	0	0	0	188	188	188	49	5	*	0
May 2027	0	0	0	0	0	0	0	66	66	0	0	0	0	0	196	196	179	35	3	*	0
May 2028	0	0	0	0	0	0	0	50	18	0	0	0	0	0	205	205	151	25	2	*	0
May 2029	0	0	0	0	0	0	0	34	0	0	0	0	0	0	215	156	127	18	1	*	0
May 2030	0	0	0	0	0	0	0	16	0	0	0	0	0	0	224	101	101	13	1	*	0
May 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	79	79	9	*	*	0
May 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	62	62	6	*	*	0
May 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	47	47	4	*	*	0
May 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	36	36	3	*	*	0
May 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	26	26	2	*	*	0
May 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	18	18	1	*	*	0
May 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	12	12	1	*	*	0
May 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	8	8	*	*	0	0
May 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	72	4	4	*	*	0	0
May 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	1	1	*	*	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	*	*	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																					
Life (years)**	7.0	7.0	7.0	6.2	4.7	3.2	2.0	16.0	15.2	13.9	9.5	6.5	4.1	2.4	26.8	19.2	19.0	13.4	9.1	5.7	3.2

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
 ** Determined as specified under "Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates" in the REMIC Prospectus.

Date	EF, ES† and EP Classes								EB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	225%	300%	500%	800%	1100%	1600%	0%	100%	225%	300%	500%	800%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	98	92	92	92	92	92	92	68	100	100	100	100	100	100	100	100
May 2014	96	82	82	82	82	59	35	4	100	100	100	100	100	100	100	100
May 2015	94	71	71	71	60	29	10	0	100	100	100	100	100	100	100	13
May 2016	92	61	61	61	40	14	2	0	100	100	100	100	100	100	100	1
May 2017	90	52	52	52	27	6	0	0	100	100	100	100	100	100	73	*
May 2018	88	43	43	43	18	2	0	0	100	100	100	100	100	100	24	*
May 2019	85	35	35	35	12	*	0	0	100	100	100	100	100	100	8	*
May 2020	83	28	28	28	7	0	0	0	100	100	100	100	100	57	3	*
May 2021	80	22	22	22	4	0	0	0	100	100	100	100	100	29	1	0
May 2022	77	17	17	17	2	0	0	0	100	100	100	100	100	14	*	0
May 2023	73	13	13	13	1	0	0	0	100	100	100	100	100	7	*	0
May 2024	70	10	10	10	*	0	0	0	100	100	100	100	100	4	*	0
May 2025	66	7	7	7	0	0	0	0	100	100	100	100	71	2	*	0
May 2026	62	5	5	5	0	0	0	0	100	100	100	100	47	1	*	0
May 2027	58	4	4	4	0	0	0	0	100	100	100	100	32	*	*	0
May 2028	53	3	3	3	0	0	0	0	100	100	100	100	21	*	*	0
May 2029	48	2	2	2	0	0	0	0	100	100	100	100	14	*	*	0
May 2030	43	1	1	1	0	0	0	0	100	100	100	100	9	*	*	0
May 2031	38	*	*	*	0	0	0	0	100	100	100	100	6	*	*	0
May 2032	32	0	0	0	0	0	0	0	100	81	81	81	4	*	*	0
May 2033	25	0	0	0	0	0	0	0	100	61	61	61	2	*	*	0
May 2034	19	0	0	0	0	0	0	0	100	44	44	44	2	*	0	0
May 2035	12	0	0	0	0	0	0	0	100	32	32	32	1	*	0	0
May 2036	4	0	0	0	0	0	0	0	100	22	22	22	1	*	0	0
May 2037	0	0	0	0	0	0	0	0	15	15	15	15	*	*	0	0
May 2038	0	0	0	0	0	0	0	0	10	10	10	10	*	*	0	0
May 2039	0	0	0	0	0	0	0	0	5	5	5	5	*	*	0	0
May 2040	0	0	0	0	0	0	0	0	2	2	2	2	*	*	0	0
May 2041	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.4	6.0	6.0	6.0	4.0	2.6	1.9	1.3	24.9	22.3	22.3	22.3	14.6	8.7	5.7	2.7

Date	FE, SE and EU Classes								AT and AI† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	225%	300%	500%	800%	1100%	1600%	0%	100%	300%	500%	800%	1100%	1400%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
May 2013	100	100	88	81	61	32	3	0	99	92	81	69	51	33	16	
May 2014	100	100	71	54	11	0	0	0	98	85	65	47	26	11	2	
May 2015	100	100	56	32	0	0	0	0	97	79	52	32	13	4	*	
May 2016	100	100	45	17	0	0	0	0	96	72	42	22	7	1	*	
May 2017	100	100	37	8	0	0	0	0	95	66	34	15	3	*	*	
May 2018	100	100	32	2	0	0	0	0	94	61	27	10	2	*	*	
May 2019	100	100	29	*	0	0	0	0	92	56	21	7	1	*	*	
May 2020	100	100	28	*	0	0	0	0	91	51	17	5	*	*	*	
May 2021	100	97	26	*	0	0	0	0	89	46	13	3	*	*	*	
May 2022	100	94	23	*	0	0	0	0	88	42	11	2	*	*	0	
May 2023	100	89	21	*	0	0	0	0	86	38	8	1	*	*	0	
May 2024	100	84	19	*	0	0	0	0	84	34	7	1	*	*	0	
May 2025	100	79	17	*	0	0	0	0	82	30	5	1	*	*	0	
May 2026	100	73	14	*	0	0	0	0	79	27	4	*	*	*	0	
May 2027	100	67	13	*	0	0	0	0	77	24	3	*	*	*	0	
May 2028	100	61	11	*	0	0	0	0	74	21	2	*	*	*	0	
May 2029	100	55	9	*	0	0	0	0	71	18	2	*	*	0	0	
May 2030	100	49	8	*	0	0	0	0	68	15	1	*	*	0	0	
May 2031	100	43	6	*	0	0	0	0	64	13	1	*	*	0	0	
May 2032	100	38	5	*	0	0	0	0	60	11	1	*	*	0	0	
May 2033	100	33	4	*	0	0	0	0	56	9	*	*	*	0	0	
May 2034	100	28	3	*	0	0	0	0	52	7	*	*	*	0	0	
May 2035	100	23	3	*	0	0	0	0	47	5	*	*	*	0	0	
May 2036	100	19	2	*	0	0	0	0	42	3	*	*	*	0	0	
May 2037	95	14	1	*	0	0	0	0	36	1	*	*	0	0	0	
May 2038	78	10	1	*	0	0	0	0	30	0	0	0	0	0	0	
May 2039	61	7	1	*	0	0	0	0	23	0	0	0	0	0	0	
May 2040	42	3	*	*	0	0	0	0	16	0	0	0	0	0	0	
May 2041	22	*	*	*	0	0	0	0	8	0	0	0	0	0	0	
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)**	27.5	18.2	6.2	2.5	1.2	0.8	0.6	0.4	20.5	9.6	4.5	2.7	1.5	0.9	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.

Date	FN and SN† Classes									FJ, SJ† and JE Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	120%	200%	250%	450%	700%	1000%	1300%	0%	100%	120%	200%	250%	450%	700%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	99	94	93	89	86	77	64	50	35	99	91	90	90	90	90	84	64	43
May 2014	98	87	85	77	72	55	37	20	7	97	82	79	79	79	71	46	23	6
May 2015	97	80	77	66	60	39	21	8	2	96	73	69	69	69	50	25	7	0
May 2016	96	74	70	57	50	28	12	3	*	94	64	59	59	59	35	12	*	0
May 2017	95	68	64	49	42	20	7	1	*	93	56	51	51	51	24	5	0	0
May 2018	93	62	58	42	35	14	4	*	*	91	49	43	43	43	16	1	0	0
May 2019	92	57	52	36	29	10	2	*	*	89	42	35	35	35	10	0	0	0
May 2020	90	52	47	31	24	7	1	*	*	87	35	29	29	29	6	0	0	0
May 2021	89	48	43	27	20	5	1	*	*	85	29	23	23	23	3	0	0	0
May 2022	87	43	38	23	16	4	*	*	*	82	23	18	18	18	1	0	0	0
May 2023	85	39	34	19	13	3	*	*	*	79	18	14	14	14	0	0	0	0
May 2024	83	36	31	16	11	2	*	*	*	77	13	11	11	11	0	0	0	0
May 2025	80	32	27	14	9	1	*	*	*	74	8	8	8	8	0	0	0	0
May 2026	78	29	24	12	7	1	*	*	*	70	6	6	6	6	0	0	0	0
May 2027	75	26	21	10	6	1	*	*	*	67	4	4	4	4	0	0	0	0
May 2028	73	23	19	8	5	*	*	*	*	63	3	3	3	3	0	0	0	0
May 2029	70	20	16	7	4	*	*	*	*	59	1	1	1	1	0	0	0	0
May 2030	66	18	14	6	3	*	*	*	*	54	*	*	*	*	0	0	0	0
May 2031	63	15	12	4	2	*	*	*	*	49	0	0	0	0	0	0	0	0
May 2032	59	13	10	4	2	*	*	*	*	44	0	0	0	0	0	0	0	0
May 2033	55	11	9	3	1	*	*	*	*	39	0	0	0	0	0	0	0	0
May 2034	50	9	7	2	1	*	*	*	*	33	0	0	0	0	0	0	0	0
May 2035	46	7	6	2	1	*	*	*	*	26	0	0	0	0	0	0	0	0
May 2036	40	6	4	1	1	*	*	*	*	19	0	0	0	0	0	0	0	0
May 2037	35	4	3	1	*	*	*	*	*	12	0	0	0	0	0	0	0	0
May 2038	29	3	2	1	*	*	*	*	*	4	0	0	0	0	0	0	0	0
May 2039	22	1	1	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0
May 2040	16	*	*	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0
May 2041	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.2	10.1	9.2	6.6	5.5	3.2	2.0	1.3	0.9	17.3	6.5	6.0	6.0	6.0	3.6	2.3	1.5	1.0

Date	JB Class									NF, NS and JU Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	120%	200%	250%	450%	700%	1000%	1300%	0%	100%	120%	200%	250%	450%	700%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	100	100	100	100	100	100	100	100	100	100	100	100	84	73	32	0	0	0
May 2014	100	100	100	100	100	100	100	100	100	100	100	100	67	48	0	0	0	
May 2015	100	100	100	100	100	100	100	100	100	58	100	100	55	29	0	0	0	
May 2016	100	100	100	100	100	100	100	100	100	12	100	100	46	16	0	0	0	
May 2017	100	100	100	100	100	100	100	42	3	100	100	100	39	7	0	0	0	
May 2018	100	100	100	100	100	100	100	17	1	100	100	100	35	2	0	0	0	
May 2019	100	100	100	100	100	100	78	6	*	100	100	100	33	*	0	0	0	
May 2020	100	100	100	100	100	100	44	3	*	100	100	100	31	*	0	0	0	
May 2021	100	100	100	100	100	100	25	1	*	100	100	97	30	*	0	0	0	
May 2022	100	100	100	100	100	100	14	*	*	100	100	94	28	*	0	0	0	
May 2023	100	100	100	100	100	92	8	*	*	100	100	89	26	*	0	0	0	
May 2024	100	100	100	100	100	65	4	*	*	100	100	84	23	*	0	0	0	
May 2025	100	100	100	100	100	46	2	*	*	100	99	78	21	*	0	0	0	
May 2026	100	100	100	100	100	32	1	*	*	100	92	72	19	*	0	0	0	
May 2027	100	100	100	100	100	22	1	*	*	100	85	66	17	*	0	0	0	
May 2028	100	100	100	100	100	15	*	*	*	100	78	60	15	*	0	0	0	
May 2029	100	100	100	100	100	10	*	*	*	100	70	54	13	*	0	0	0	
May 2030	100	100	100	100	100	7	*	*	*	100	63	48	11	*	0	0	0	
May 2031	100	84	84	84	84	5	*	*	*	100	56	42	9	*	0	0	0	
May 2032	100	65	65	65	65	3	*	*	*	100	49	36	8	*	0	0	0	
May 2033	100	49	49	49	49	2	*	*	*	100	42	31	6	*	0	0	0	
May 2034	100	37	37	37	37	1	*	*	*	100	35	25	5	*	0	0	0	
May 2035	100	27	27	27	27	1	*	*	*	100	29	20	4	*	0	0	0	
May 2036	100	19	19	19	19	1	*	*	*	100	22	16	3	*	0	0	0	
May 2037	100	12	12	12	12	*	*	*	*	100	16	12	2	*	0	0	0	
May 2038	100	7	7	7	7	*	*	*	*	100	11	8	1	*	0	0	0	
May 2039	3	3	3	3	3	*	*	*	*	95	5	4	1	*	0	0	0	
May 2040	*	*	*	*	*	*	*	*	*	66	*	*	*	*	0	0	0	
May 2041	0	0	0	0	0	0	0	0	0	34	0	0	0	0	0	0	0	
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)**	26.7	21.6	21.6	21.6	21.6	13.6	8.3	5.2	3.3	28.5	20.1	17.9	6.8	2.3	0.8	0.5	0.3	0.2

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	HP and HI† Classes								HB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	145%	200%	350%	600%	900%	1400%	0%	100%	145%	200%	350%	600%	900%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	99	96	95	95	95	95	95	95	100	100	100	100	100	100	100	100
May 2014	97	88	85	85	85	85	76	46	100	100	100	100	100	100	100	100
May 2015	95	78	72	72	72	60	34	6	100	100	100	100	100	100	100	100
May 2016	93	69	60	60	60	37	14	0	100	100	100	100	100	100	100	54
May 2017	91	60	49	49	49	22	5	0	100	100	100	100	100	100	100	8
May 2018	89	51	39	39	39	13	1	0	100	100	100	100	100	100	100	1
May 2019	87	44	30	30	30	7	0	0	100	100	100	100	100	100	60	*
May 2020	85	36	22	22	22	3	0	0	100	100	100	100	100	100	27	*
May 2021	82	29	17	17	17	1	0	0	100	100	100	100	100	100	12	*
May 2022	79	23	12	12	12	0	0	0	100	100	100	100	100	92	5	*
May 2023	76	17	9	9	9	0	0	0	100	100	100	100	100	57	2	*
May 2024	73	11	6	6	6	0	0	0	100	100	100	100	100	35	1	*
May 2025	70	6	4	4	4	0	0	0	100	100	100	100	100	22	*	*
May 2026	66	2	2	2	2	0	0	0	100	100	100	100	100	13	*	0
May 2027	62	1	1	1	1	0	0	0	100	100	100	100	100	8	*	0
May 2028	58	*	*	*	*	0	0	0	100	100	100	100	100	5	*	0
May 2029	54	0	0	0	0	0	0	0	100	84	84	84	84	3	*	0
May 2030	49	0	0	0	0	0	0	0	100	62	62	62	62	2	*	0
May 2031	44	0	0	0	0	0	0	0	100	46	46	46	46	1	*	0
May 2032	38	0	0	0	0	0	0	0	100	34	34	34	34	1	*	0
May 2033	32	0	0	0	0	0	0	0	100	24	24	24	24	*	*	0
May 2034	26	0	0	0	0	0	0	0	100	18	18	18	18	*	*	0
May 2035	19	0	0	0	0	0	0	0	100	12	12	12	12	*	*	0
May 2036	12	0	0	0	0	0	0	0	100	8	8	8	8	*	*	0
May 2037	4	0	0	0	0	0	0	0	100	6	6	6	6	*	*	0
May 2038	0	0	0	0	0	0	0	0	4	4	4	4	4	*	*	0
May 2039	0	0	0	0	0	0	0	0	2	2	2	2	2	*	*	0
May 2040	0	0	0	0	0	0	0	0	1	1	1	1	1	*	0	0
May 2041	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	16.3	6.6	5.5	5.5	5.5	3.8	2.8	2.0	25.7	19.6	19.6	19.6	19.6	11.9	7.6	4.2

Date	QD, QE and QA Classes								QB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	145%	200%	350%	600%	900%	1400%	0%	100%	145%	200%	350%	600%	900%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	100	100	100	96	83	63	38	0	100	100	100	100	100	100	100	86
May 2014	100	100	100	85	44	0	0	0	100	100	100	100	100	38	0	0
May 2015	100	100	100	71	0	0	0	0	100	100	100	100	96	0	0	0
May 2016	100	100	100	61	0	0	0	0	100	100	100	100	6	0	0	0
May 2017	100	100	100	54	0	0	0	0	100	100	100	100	0	0	0	0
May 2018	100	100	100	49	0	0	0	0	100	100	100	100	0	0	0	0
May 2019	100	100	100	46	0	0	0	0	100	100	100	100	0	0	0	0
May 2020	100	100	97	41	0	0	0	0	100	100	100	100	0	0	0	0
May 2021	100	100	91	35	0	0	0	0	100	100	100	100	0	0	0	0
May 2022	100	100	82	27	0	0	0	0	100	100	100	100	0	0	0	0
May 2023	100	100	73	19	0	0	0	0	100	100	100	100	0	0	0	0
May 2024	100	100	62	11	0	0	0	0	100	100	100	100	0	0	0	0
May 2025	100	100	51	3	0	0	0	0	100	100	100	100	0	0	0	0
May 2026	100	95	40	0	0	0	0	0	100	100	100	87	0	0	0	0
May 2027	100	82	30	0	0	0	0	0	100	100	100	65	0	0	0	0
May 2028	100	69	20	0	0	0	0	0	100	100	100	46	0	0	0	0
May 2029	100	56	10	0	0	0	0	0	100	100	100	28	0	0	0	0
May 2030	100	44	1	0	0	0	0	0	100	100	100	11	0	0	0	0
May 2031	100	33	0	0	0	0	0	0	100	100	80	0	0	0	0	0
May 2032	100	21	0	0	0	0	0	0	100	100	57	0	0	0	0	0
May 2033	100	11	0	0	0	0	0	0	100	100	36	0	0	0	0	0
May 2034	100	*	0	0	0	0	0	0	100	100	17	0	0	0	0	0
May 2035	100	0	0	0	0	0	0	0	100	73	0	0	0	0	0	0
May 2036	100	0	0	0	0	0	0	0	100	46	0	0	0	0	0	0
May 2037	100	0	0	0	0	0	0	0	100	20	0	0	0	0	0	0
May 2038	92	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
May 2039	58	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
May 2040	21	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	46	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	27.2	17.6	13.1	6.5	1.8	1.1	0.9	0.6	29.0	23.9	20.4	15.9	3.5	2.0	1.5	1.1

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	QC Class								HF and HS† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	145%	200%	350%	600%	900%	1400%	0%	100%	145%	200%	350%	600%	900%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	100	100	100	100	100	100	100	100	99	97	96	96	93	90	85	77
May 2014	100	100	100	100	100	100	0	0	98	92	89	87	79	67	54	34
May 2015	100	100	100	100	100	0	0	0	97	85	80	75	62	43	25	6
May 2016	100	100	100	100	100	0	0	0	95	78	72	65	48	27	11	1
May 2017	100	100	100	100	40	0	0	0	94	72	65	56	37	17	5	*
May 2018	100	100	100	100	7	0	0	0	93	66	58	48	29	11	2	*
May 2019	100	100	100	100	*	0	0	0	91	61	51	42	22	7	1	*
May 2020	100	100	100	100	*	0	0	0	89	56	46	36	17	4	*	*
May 2021	100	100	100	100	*	0	0	0	88	51	41	31	13	3	*	*
May 2022	100	100	100	100	*	0	0	0	86	47	36	26	10	2	*	*
May 2023	100	100	100	100	*	0	0	0	84	43	32	22	8	1	*	*
May 2024	100	100	100	100	*	0	0	0	82	39	28	19	6	1	*	0
May 2025	100	100	100	100	*	0	0	0	79	35	25	16	5	*	*	0
May 2026	100	100	100	100	*	0	0	0	77	32	22	14	3	*	*	0
May 2027	100	100	100	100	*	0	0	0	74	29	19	11	3	*	*	0
May 2028	100	100	100	100	*	0	0	0	71	26	17	10	2	*	*	0
May 2029	100	100	100	100	*	0	0	0	68	23	14	8	1	*	*	0
May 2030	100	100	100	100	*	0	0	0	65	20	12	7	1	*	*	0
May 2031	100	100	100	96	*	0	0	0	61	18	11	5	1	*	*	0
May 2032	100	100	100	80	*	0	0	0	57	15	9	4	1	*	*	0
May 2033	100	100	100	65	*	0	0	0	53	13	7	4	*	*	*	0
May 2034	100	100	100	53	*	0	0	0	49	11	6	3	*	*	*	0
May 2035	100	100	99	42	*	0	0	0	44	10	5	2	*	*	*	0
May 2036	100	100	80	33	*	0	0	0	39	8	4	2	*	*	0	0
May 2037	100	100	62	25	*	0	0	0	34	6	3	1	*	*	0	0
May 2038	100	96	46	18	*	0	0	0	28	5	2	1	*	*	0	0
May 2039	100	68	32	12	*	0	0	0	22	3	2	1	*	*	0	0
May 2040	100	42	19	7	*	0	0	0	15	2	1	*	*	*	0	0
May 2041	100	17	8	3	*	0	0	0	8	1	*	*	*	*	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	29.7	27.7	26.0	22.8	5.0	2.3	1.7	1.3	19.9	11.0	9.1	7.4	5.0	3.2	2.4	1.7

Date	KA and KI† Classes							KB Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	200%	391%	600%	900%	1200%	0%	100%	200%	391%	600%	900%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	95	91	88	82	76	67	58	100	100	100	100	100	100	100
May 2014	90	80	73	59	46	29	14	100	100	100	100	100	100	100
May 2015	85	69	58	40	24	8	0	100	100	100	100	100	100	71
May 2016	79	59	46	26	11	0	0	100	100	100	100	100	82	18
May 2017	73	50	35	16	3	0	0	100	100	100	100	100	35	5
May 2018	67	41	26	8	0	0	0	100	100	100	100	79	14	1
May 2019	60	33	19	3	0	0	0	100	100	100	100	45	6	*
May 2020	53	26	13	0	0	0	0	100	100	100	92	25	2	*
May 2021	46	19	7	0	0	0	0	100	100	100	60	14	1	*
May 2022	38	13	3	0	0	0	0	100	100	100	38	7	*	*
May 2023	30	7	0	0	0	0	0	100	100	94	22	4	*	*
May 2024	21	2	0	0	0	0	0	100	100	57	12	2	*	*
May 2025	12	0	0	0	0	0	0	100	62	28	5	1	*	*
May 2026	2	0	0	0	0	0	0	100	9	4	1	*	*	*
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	8.0	5.4	4.2	2.9	2.1	1.5	1.2	14.6	13.3	12.3	9.8	7.3	4.9	3.5

* 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	WF, WS† and WA Classes									WP Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	150%	180%	250%	500%	800%	1100%	1400%	0%	100%	150%	180%	250%	500%	800%	1100%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	96	93	93	92	91	87	82	77	72	95	92	92	92	92	92	92	87	81
May 2014	91	85	82	81	77	65	52	39	28	90	82	80	80	80	74	59	45	32
May 2015	86	75	70	68	62	43	26	13	5	85	71	66	66	66	49	29	15	5
May 2016	81	65	60	56	49	28	12	4	1	79	61	54	54	54	32	14	5	1
May 2017	76	57	50	46	38	18	6	1	*	73	51	43	43	43	21	7	1	*
May 2018	70	49	42	38	30	12	3	*	*	66	42	34	34	34	13	3	*	*
May 2019	64	42	34	30	23	7	1	*	*	59	34	26	26	26	8	2	*	*
May 2020	58	35	28	24	17	5	1	*	*	52	26	20	20	20	5	1	*	*
May 2021	51	28	22	19	13	3	*	*	*	44	19	15	15	15	3	*	*	*
May 2022	44	23	17	14	9	2	*	*	*	36	12	10	10	10	2	*	*	*
May 2023	36	17	12	10	6	1	*	*	0	27	7	7	7	7	1	*	*	0
May 2024	28	12	9	7	4	*	*	*	0	18	5	5	5	5	1	*	*	0
May 2025	19	8	5	4	2	*	*	*	0	8	3	3	3	3	*	*	*	0
May 2026	10	3	2	2	1	*	*	*	0	1	1	1	1	1	*	*	*	0
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.6	6.4	5.8	5.4	4.7	3.2	2.3	1.9	1.6	7.9	5.6	5.1	5.1	5.1	3.5	2.6	2.1	1.7

Date	WU Class								
	PSA Prepayment Assumption								
	0%	100%	150%	180%	250%	500%	800%	1100%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100
May 2013	100	100	100	96	86	52	10	0	0
May 2014	100	100	100	87	58	0	0	0	0
May 2015	100	100	100	78	28	0	0	0	0
May 2016	100	100	100	72	10	0	0	0	0
May 2017	100	100	100	68	2	0	0	0	0
May 2018	100	100	100	67	*	0	0	0	0
May 2019	100	100	96	63	*	0	0	0	0
May 2020	100	100	88	58	*	0	0	0	0
May 2021	100	100	77	50	*	0	0	0	0
May 2022	100	100	65	41	*	0	0	0	0
May 2023	100	91	51	33	*	0	0	0	0
May 2024	100	68	38	24	*	0	0	0	0
May 2025	100	44	24	15	*	0	0	0	0
May 2026	75	20	11	6	*	0	0	0	0
May 2027	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.4	12.8	11.0	8.1	2.4	1.0	0.7	0.5	0.4

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Characteristics of the Residual Classes

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

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a

Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

REMIC Elections and Special Tax Attributes

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

Notwithstanding the foregoing, the Mortgage Loans underlying the Group 1 Underlying REMIC Certificates have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Underlying REMIC Certificates” in this prospectus supplement. A portion of the Group 1 Classes may not be treated as “real estate assets” within the meaning of section 856(c)(5)(B) of the Code. See “Material Federal Income Tax Consequences—Special Tax Attributes” in the MBS Prospectus dated February 1, 2012. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of a Group 1 Class and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Classes. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes and the Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some

taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, the JV and VJ Classes will be treated as having been issued at a premium, and certain other Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	190% PSA
2	200% PSA
3	225% PSA
4	300% PSA
5	200% PSA
6	200% PSA
7	391% PSA
8	180% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. All of the RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax

Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

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

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. Cleary Gottlieb Steen & Hamilton LLP will provide legal representation for the Dealer.

Group 1 Underlying REMIC Certificates

<u>Underlying REMIC Trust</u>	<u>Class</u>	<u>Date of Issue</u>	<u>CUSIP Number</u>	<u>Interest Rate</u>	<u>Interest Type(1)</u>	<u>Final Distribution Date</u>	<u>Principal Type(1)</u>	<u>Original Principal Balance of Class</u>	<u>May 2012 Class Factor</u>	<u>Principal Balance in the Lower Tier REMIC</u>	<u>Approximate Weighted Average WAC</u>	<u>Approximate Weighted Average WAM (in months)</u>	<u>Approximate Weighted Average WALA (in months)</u>
2011-99	GB	September 2011	3136A1KQ7	4.0%	FIX	October 2041	SEQ	\$1,960,240	1.00000000	\$1,960,240.00	5.368%	339	10
2011-124	DB	November 2011	3136A2G64	4.0	FIX	December 2041	SEQ	8,998,902	1.00000000	8,998,902.00	5.383	339	13
2011-144	WB	December 2011	3136A23F8	4.0	FIX	January 2042	SEQ	4,580,185	1.00000000	4,580,185.00	5.419	340	15

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

Group 2 Underlying REMIC Certificates

<u>Underlying REMIC Trust</u>	<u>Class</u>	<u>Date of Issue</u>	<u>CUSIP Number</u>	<u>Interest Rate</u>	<u>Interest Type(1)</u>	<u>Final Distribution Date</u>	<u>Principal Type(1)</u>	<u>Original Principal Balance of Class</u>	<u>May 2012 Class Factor</u>	<u>Principal Balance in the Lower Tier REMIC</u>	<u>Approximate Weighted Average WAC</u>	<u>Approximate Weighted Average WAM (in months)</u>	<u>Approximate Weighted Average WALA (in months)</u>
2011-87	HB	August 2011	3136A0ZB6	4.5%	FIX	September 2041	PAC	\$11,438,769	1.00000000	\$11,438,769.00	5.391%	335	21
2011-87	JB	August 2011	3136A0YS0	4.5	FIX	September 2041	PAC	61,987,757	1.00000000	61,987,757.00	5.397	340	16

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

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date</u>
Recombination 1								
FE	\$ 21,285,202	EU	\$ 31,927,803	SUP	4.00%	FIX	3136A6NP5	June 2042
SE	10,642,601							
Recombination 2								
NF	26,154,391	JU	39,231,587	SUP	4.00	FIX	3136A6NQ3	June 2042
NS	13,077,196							
Recombination 3								
WP	125,888,892	WA	142,857,144	PT	1.75	FIX	3136A6VN1	June 2027
WU	16,968,252							

(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.

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	\$62,454,358.00	January 2017	\$34,793,227.17	September 2021	\$13,321,659.64
June 2012	62,147,193.09	February 2017	34,324,367.91	October 2021	13,068,561.25
July 2012	61,824,357.71	March 2017	33,858,102.75	November 2021	12,820,055.39
August 2012	61,485,983.13	April 2017	33,394,418.09	December 2021	12,576,061.11
September 2012	61,132,208.68	May 2017	32,933,300.38	January 2022	12,336,498.86
October 2012	60,763,181.63	June 2017	32,474,736.17	February 2022	12,101,290.45
November 2012	60,379,057.13	July 2017	32,018,712.06	March 2022	11,870,359.06
December 2012	59,979,998.08	August 2017	31,565,214.71	April 2022	11,643,629.20
January 2013	59,566,175.03	September 2017	31,114,230.87	May 2022	11,421,026.67
February 2013	59,137,766.05	October 2017	30,665,747.35	June 2022	11,202,478.56
March 2013	58,694,956.62	November 2017	30,219,751.03	July 2022	10,987,913.24
April 2013	58,237,939.52	December 2017	29,776,228.85	August 2022	10,777,260.30
May 2013	57,766,914.62	January 2018	29,335,167.82	September 2022	10,570,450.55
June 2013	57,282,088.84	February 2018	28,896,555.03	October 2022	10,367,416.02
July 2013	56,783,675.88	March 2018	28,460,377.62	November 2022	10,168,089.89
August 2013	56,271,896.19	April 2018	28,026,622.80	December 2022	9,972,406.51
September 2013	55,746,976.70	May 2018	27,595,277.87	January 2023	9,780,301.38
October 2013	55,209,150.73	June 2018	27,166,330.15	February 2023	9,591,711.10
November 2013	54,658,657.77	July 2018	26,739,767.07	March 2023	9,406,573.39
December 2013	54,095,743.32	August 2018	26,315,576.10	April 2023	9,224,827.02
January 2014	53,520,658.71	September 2018	25,893,744.78	May 2023	9,046,411.86
February 2014	52,948,724.63	October 2018	25,474,260.71	June 2023	8,871,268.79
March 2014	52,379,924.59	November 2018	25,057,111.57	July 2023	8,699,339.74
April 2014	51,814,242.20	December 2018	24,642,285.08	August 2023	8,530,567.64
May 2014	51,251,661.14	January 2019	24,229,769.06	September 2023	8,364,896.42
June 2014	50,692,165.19	February 2019	23,819,551.35	October 2023	8,202,270.96
July 2014	50,135,738.19	March 2019	23,411,619.87	November 2023	8,042,637.13
August 2014	49,582,364.10	April 2019	23,005,962.62	December 2023	7,885,941.72
September 2014	49,032,026.91	May 2019	22,602,567.64	January 2024	7,732,132.45
October 2014	48,484,710.75	June 2019	22,201,423.05	February 2024	7,581,157.95
November 2014	47,940,399.80	July 2019	21,802,517.00	March 2024	7,432,967.76
December 2014	47,399,078.31	August 2019	21,405,837.74	April 2024	7,287,512.26
January 2015	46,860,730.66	September 2019	21,011,373.55	May 2024	7,144,742.74
February 2015	46,325,341.25	October 2019	20,619,667.55	June 2024	7,004,611.30
March 2015	45,792,894.61	November 2019	20,234,986.69	July 2024	6,867,070.90
April 2015	45,263,375.31	December 2019	19,857,208.08	August 2024	6,732,075.31
May 2015	44,736,768.05	January 2020	19,486,210.96	September 2024	6,599,579.09
June 2015	44,213,057.55	February 2020	19,121,876.64	October 2024	6,469,537.63
July 2015	43,692,228.65	March 2020	18,764,088.46	November 2024	6,341,907.07
August 2015	43,174,266.26	April 2020	18,412,731.78	December 2024	6,216,644.32
September 2015	42,659,155.36	May 2020	18,067,693.94	January 2025	6,093,707.04
October 2015	42,146,881.01	June 2020	17,728,864.19	February 2025	5,973,053.63
November 2015	41,637,428.35	July 2020	17,396,133.72	March 2025	5,854,643.24
December 2015	41,130,782.60	August 2020	17,069,395.58	April 2025	5,738,435.68
January 2016	40,626,929.05	September 2020	16,748,544.66	May 2025	5,624,391.52
February 2016	40,125,853.07	October 2020	16,433,477.66	June 2025	5,512,471.99
March 2016	39,627,540.11	November 2020	16,124,093.07	July 2025	5,402,638.99
April 2016	39,131,975.67	December 2020	15,820,291.12	August 2025	5,294,855.11
May 2016	38,639,145.36	January 2021	15,521,973.76	September 2025	5,189,083.58
June 2016	38,149,034.85	February 2021	15,229,044.64	October 2025	5,085,288.27
July 2016	37,661,629.87	March 2021	14,941,409.07	November 2025	4,983,433.69
August 2016	37,176,916.25	April 2021	14,658,973.99	December 2025	4,883,484.98
September 2016	36,694,879.88	May 2021	14,381,647.93	January 2026	4,785,407.86
October 2016	36,215,506.71	June 2021	14,109,341.03	February 2026	4,689,168.68
November 2016	35,738,782.79	July 2021	13,841,964.97	March 2026	4,594,734.38
December 2016	35,264,694.21	August 2021	13,579,432.94	April 2026	4,502,072.46

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>
May 2026	\$ 4,411,150.99	March 2031	\$ 1,266,142.24	January 2036	\$ 283,690.12
June 2026	4,321,938.63	April 2031	1,237,366.23	February 2036	275,232.95
July 2026	4,234,404.56	May 2031	1,209,164.35	March 2036	266,963.00
August 2026	4,148,518.50	June 2031	1,181,525.87	April 2036	258,876.60
September 2026	4,064,250.73	July 2031	1,154,440.27	May 2036	250,970.12
October 2026	3,981,572.02	August 2031	1,127,897.20	June 2036	243,240.00
November 2026	3,900,453.68	September 2031	1,101,886.53	July 2036	235,682.75
December 2026	3,820,867.50	October 2031	1,076,398.26	August 2036	228,294.96
January 2027	3,742,785.79	November 2031	1,051,422.63	September 2036	221,073.27
February 2027	3,666,181.32	December 2031	1,026,950.01	October 2036	214,014.37
March 2027	3,591,027.36	January 2032	1,002,970.95	November 2036	207,115.03
April 2027	3,517,297.65	February 2032	979,476.20	December 2036	200,372.08
May 2027	3,444,966.38	March 2032	956,456.65	January 2037	193,782.40
June 2027	3,374,008.21	April 2032	933,903.35	February 2037	187,342.93
July 2027	3,304,398.22	May 2032	911,807.53	March 2037	181,050.67
August 2027	3,236,111.96	June 2032	890,160.57	April 2037	174,902.67
September 2027	3,169,125.39	July 2032	868,954.00	May 2037	168,896.05
October 2027	3,103,414.91	August 2032	848,179.51	June 2037	163,027.97
November 2027	3,038,957.32	September 2032	827,828.94	July 2037	157,295.64
December 2027	2,975,729.84	October 2032	807,894.27	August 2037	151,696.34
January 2028	2,913,710.08	November 2032	788,367.65	September 2037	146,227.39
February 2028	2,852,876.07	December 2032	769,241.33	October 2037	140,886.16
March 2028	2,793,206.21	January 2033	750,507.74	November 2037	135,670.06
April 2028	2,734,679.27	February 2033	732,159.42	December 2037	130,576.57
May 2028	2,677,274.42	March 2033	714,189.06	January 2038	125,603.20
June 2028	2,620,971.19	April 2033	696,589.49	February 2038	120,747.53
July 2028	2,565,749.47	May 2033	679,353.64	March 2038	116,007.14
August 2028	2,511,589.49	June 2033	662,474.59	April 2038	111,379.71
September 2028	2,458,471.87	July 2033	645,945.55	May 2038	106,862.92
October 2028	2,406,377.53	August 2033	629,759.85	June 2038	102,454.53
November 2028	2,355,287.76	September 2033	613,910.93	July 2038	98,152.31
December 2028	2,305,184.16	October 2033	598,392.35	August 2038	93,954.09
January 2029	2,256,048.66	November 2033	583,197.81	September 2038	89,857.74
February 2029	2,207,863.53	December 2033	568,321.10	October 2038	85,861.17
March 2029	2,160,611.34	January 2034	553,756.13	November 2038	81,962.33
April 2029	2,114,274.95	February 2034	539,496.93	December 2038	78,159.19
May 2029	2,068,837.56	March 2034	525,537.62	January 2039	74,449.80
June 2029	2,024,282.65	April 2034	511,872.45	February 2039	70,832.20
July 2029	1,980,593.99	May 2034	498,495.76	March 2039	67,304.51
August 2029	1,937,755.65	June 2034	485,402.00	April 2039	63,864.84
September 2029	1,895,751.98	July 2034	472,585.72	May 2039	60,511.39
October 2029	1,854,567.59	August 2034	460,041.57	June 2039	57,242.34
November 2029	1,814,187.40	September 2034	447,764.29	July 2039	54,055.95
December 2029	1,774,596.57	October 2034	435,748.73	August 2039	50,950.49
January 2030	1,735,780.53	November 2034	423,989.82	September 2039	47,924.26
February 2030	1,697,724.97	December 2034	412,482.60	October 2039	44,975.60
March 2030	1,660,415.85	January 2035	401,222.18	November 2039	42,102.89
April 2030	1,623,839.35	February 2035	390,203.78	December 2039	39,304.53
May 2030	1,587,981.93	March 2035	379,422.71	January 2040	36,578.94
June 2030	1,552,830.27	April 2035	368,874.33	February 2040	33,924.60
July 2030	1,518,371.29	May 2035	358,554.13	March 2040	31,340.00
August 2030	1,484,592.16	June 2035	348,457.66	April 2040	28,823.65
September 2030	1,451,480.25	July 2035	338,580.55	May 2040	26,374.12
October 2030	1,419,023.19	August 2035	328,918.52	June 2040	23,989.97
November 2030	1,387,208.80	September 2035	319,467.37	July 2040	21,669.82
December 2030	1,356,025.14	October 2035	310,222.97	August 2040	19,412.30
January 2031	1,325,460.48	November 2035	301,181.27	September 2040	17,216.06
February 2031	1,295,503.28	December 2035	292,338.28	October 2040	15,079.79

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2040	\$ 13,002.20	February 2041	\$ 7,109.03	May 2041	\$ 1,699.94
December 2040	10,982.04	March 2041	5,253.78	June 2041 and	
January 2041	9,018.05	April 2041	3,451.13	thereafter	0.00

Aggregate Group II Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$127,435,080.00	July 2016	\$ 75,735,544.87	September 2020	\$ 37,268,787.04
June 2012	126,576,015.79	August 2016	74,825,368.57	October 2020	36,679,987.13
July 2012	125,685,557.68	September 2016	73,921,188.22	November 2020	36,099,898.14
August 2012	124,764,164.61	October 2016	73,022,966.00	December 2020	35,528,395.74
September 2012	123,812,314.19	November 2016	72,130,664.30	January 2021	34,965,357.35
October 2012	122,830,502.34	December 2016	71,244,245.76	February 2021	34,410,662.09
November 2012	121,819,242.84	January 2017	70,363,673.27	March 2021	33,864,190.78
December 2012	120,779,066.90	February 2017	69,488,909.92	April 2021	33,325,825.91
January 2013	119,710,522.70	March 2017	68,619,919.06	May 2021	32,795,451.61
February 2013	118,614,174.90	April 2017	67,756,664.24	June 2021	32,272,953.61
March 2013	117,490,604.14	May 2017	66,899,109.26	July 2021	31,758,219.26
April 2013	116,340,406.54	June 2017	66,047,218.13	August 2021	31,251,137.49
May 2013	115,164,193.17	July 2017	65,200,955.10	September 2021	30,751,598.78
June 2013	113,995,651.81	August 2017	64,360,284.63	October 2021	30,259,495.12
July 2013	112,834,734.19	September 2017	63,525,171.41	November 2021	29,774,720.04
August 2013	111,681,392.33	October 2017	62,695,580.34	December 2021	29,297,168.55
September 2013	110,535,578.54	November 2017	61,871,476.54	January 2022	28,826,737.13
October 2013	109,397,245.46	December 2017	61,052,825.37	February 2022	28,363,323.70
November 2013	108,266,345.99	January 2018	60,239,592.38	March 2022	27,906,827.65
December 2013	107,142,833.34	February 2018	59,431,743.35	April 2022	27,457,149.72
January 2014	106,026,661.02	March 2018	58,629,244.26	May 2022	27,014,192.09
February 2014	104,917,782.81	April 2018	57,832,061.31	June 2022	26,577,858.28
March 2014	103,816,152.79	May 2018	57,040,160.91	July 2022	26,148,053.18
April 2014	102,721,725.33	June 2018	56,253,509.68	August 2022	25,724,683.02
May 2014	101,634,455.07	July 2018	55,472,074.46	September 2022	25,307,655.32
June 2014	100,554,296.95	August 2018	54,695,822.27	October 2022	24,896,878.91
July 2014	99,481,206.17	September 2018	53,924,720.36	November 2022	24,492,263.92
August 2014	98,415,138.23	October 2018	53,158,736.17	December 2022	24,093,721.70
September 2014	97,356,048.90	November 2018	52,397,837.35	January 2023	23,701,164.88
October 2014	96,303,894.22	December 2018	51,641,991.76	February 2023	23,314,507.31
November 2014	95,258,630.51	January 2019	50,891,167.43	March 2023	22,933,664.02
December 2014	94,220,214.35	February 2019	50,145,332.63	April 2023	22,558,551.27
January 2015	93,188,602.62	March 2019	49,404,455.80	May 2023	22,189,086.49
February 2015	92,163,752.44	April 2019	48,668,505.58	June 2023	21,825,188.26
March 2015	91,145,621.20	May 2019	47,937,450.82	July 2023	21,466,776.30
April 2015	90,134,166.58	June 2019	47,211,260.55	August 2023	21,113,771.48
May 2015	89,129,346.49	July 2019	46,489,904.01	September 2023	20,766,095.75
June 2015	88,131,119.13	August 2019	45,773,350.60	October 2023	20,423,672.20
July 2015	87,139,442.94	September 2019	45,061,569.95	November 2023	20,086,424.96
August 2015	86,154,276.64	October 2019	44,357,875.57	December 2023	19,754,279.26
September 2015	85,175,579.19	November 2019	43,664,528.63	January 2024	19,427,161.37
October 2015	84,203,309.81	December 2019	42,981,381.97	February 2024	19,104,998.58
November 2015	83,237,427.98	January 2020	42,308,290.49	March 2024	18,787,719.24
December 2015	82,277,893.43	February 2020	41,645,111.09	April 2024	18,475,252.69
January 2016	81,324,666.13	March 2020	40,991,702.70	May 2024	18,167,529.25
February 2016	80,377,706.32	April 2020	40,347,926.19	June 2024	17,864,480.25
March 2016	79,436,974.48	May 2020	39,713,644.38	July 2024	17,566,037.97
April 2016	78,502,431.32	June 2020	39,088,722.01	August 2024	17,272,135.65
May 2016	77,574,037.81	July 2020	38,473,025.70	September 2024	16,982,707.47
June 2016	76,651,755.18	August 2020	37,866,423.94	October 2024	16,697,688.54

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2024	\$ 16,417,014.89	October 2029	\$ 5,677,995.78	September 2034	\$ 1,555,379.66
December 2024	16,140,623.45	November 2029	5,569,101.40	October 2034	1,515,425.87
January 2025	15,868,452.02	December 2029	5,461,965.69	November 2034	1,476,181.52
February 2025	15,600,439.32	January 2030	5,356,562.35	December 2034	1,437,635.52
March 2025	15,336,524.89	February 2030	5,252,865.44	January 2035	1,399,776.92
April 2025	15,076,649.16	March 2030	5,150,849.40	February 2035	1,362,594.96
May 2025	14,820,753.38	April 2030	5,050,489.02	March 2035	1,326,079.02
June 2025	14,568,779.63	May 2030	4,951,759.49	April 2035	1,290,218.65
July 2025	14,320,670.83	June 2030	4,854,636.32	May 2035	1,255,003.53
August 2025	14,076,370.69	July 2030	4,759,095.39	June 2035	1,220,423.52
September 2025	13,835,823.71	August 2030	4,665,112.93	July 2035	1,186,468.62
October 2025	13,598,975.19	September 2030	4,572,665.49	August 2035	1,153,128.97
November 2025	13,365,771.19	October 2030	4,481,729.99	September 2035	1,120,394.86
December 2025	13,136,158.55	November 2030	4,392,283.66	October 2035	1,088,256.73
January 2026	12,910,084.85	December 2030	4,304,304.07	November 2035	1,056,705.16
February 2026	12,687,498.42	January 2031	4,217,769.09	December 2035	1,025,730.85
March 2026	12,468,348.31	February 2031	4,132,656.95	January 2036	995,324.67
April 2026	12,252,584.31	March 2031	4,048,946.16	February 2036	965,477.59
May 2026	12,040,156.90	April 2031	3,966,615.56	March 2036	936,180.76
June 2026	11,831,017.27	May 2031	3,885,644.28	April 2036	907,425.41
July 2026	11,625,117.32	June 2031	3,806,011.76	May 2036	879,202.94
August 2026	11,422,409.61	July 2031	3,727,697.73	June 2036	851,504.85
September 2026	11,222,847.37	August 2031	3,650,682.23	July 2036	824,322.78
October 2026	11,026,384.52	September 2031	3,574,945.57	August 2036	797,648.50
November 2026	10,832,975.62	October 2031	3,500,468.36	September 2036	771,473.88
December 2026	10,642,575.85	November 2031	3,427,231.47	October 2036	745,790.95
January 2027	10,455,141.07	December 2031	3,355,216.08	November 2036	720,591.81
February 2027	10,270,627.74	January 2032	3,284,403.60	December 2036	695,868.71
March 2027	10,088,992.94	February 2032	3,214,775.75	January 2037	671,614.02
April 2027	9,910,194.37	March 2032	3,146,314.50	February 2037	647,820.19
May 2027	9,734,190.33	April 2032	3,079,002.06	March 2037	624,479.82
June 2027	9,560,939.71	May 2032	3,012,820.93	April 2037	601,585.60
July 2027	9,390,401.98	June 2032	2,947,753.84	May 2037	579,130.34
August 2027	9,222,537.19	July 2032	2,883,783.80	June 2037	557,106.94
September 2027	9,057,305.96	August 2032	2,820,894.03	July 2037	535,508.42
October 2027	8,894,669.47	September 2032	2,759,068.03	August 2037	514,327.91
November 2027	8,734,589.46	October 2032	2,698,289.50	September 2037	493,558.62
December 2027	8,577,028.20	November 2032	2,638,542.42	October 2037	473,193.90
January 2028	8,421,948.52	December 2032	2,579,810.97	November 2037	453,227.16
February 2028	8,269,313.75	January 2033	2,522,079.58	December 2037	433,651.92
March 2028	8,119,087.76	February 2033	2,465,332.90	January 2038	414,461.82
April 2028	7,971,234.94	March 2033	2,409,555.79	February 2038	395,650.57
May 2028	7,825,720.18	April 2033	2,354,733.36	March 2038	377,211.98
June 2028	7,682,508.88	May 2033	2,300,850.91	April 2038	359,139.96
July 2028	7,541,566.92	June 2033	2,247,893.97	May 2038	341,428.51
August 2028	7,402,860.67	July 2033	2,195,848.28	June 2038	324,071.71
September 2028	7,266,357.00	August 2033	2,144,699.77	July 2038	307,063.75
October 2028	7,132,023.22	September 2033	2,094,434.61	August 2038	290,398.88
November 2028	6,999,827.14	October 2033	2,045,039.14	September 2038	274,071.46
December 2028	6,869,737.01	November 2033	1,996,499.91	October 2038	258,075.93
January 2029	6,741,721.53	December 2033	1,948,803.68	November 2038	242,406.80
February 2029	6,615,749.88	January 2034	1,901,937.38	December 2038	227,058.68
March 2029	6,491,791.63	February 2034	1,855,888.15	January 2039	212,026.26
April 2029	6,369,816.84	March 2034	1,810,643.31	February 2039	197,304.31
May 2029	6,249,795.97	April 2034	1,766,190.38	March 2039	182,887.66
June 2029	6,131,699.89	May 2034	1,722,517.04	April 2039	168,771.24
July 2029	6,015,499.91	June 2034	1,679,611.15	May 2039	154,950.05
August 2029	5,901,167.76	July 2034	1,637,460.79	June 2039	141,419.18
September 2029	5,788,675.54	August 2034	1,596,054.15	July 2039	128,173.76

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2039	\$ 115,209.03	December 2039	\$ 66,063.98	April 2040	\$ 21,046.38
September 2039	102,520.28	January 2040	54,433.56	May 2040	10,404.60
October 2039	90,102.89	February 2040	43,056.67	June 2040 and	
November 2039	77,952.28	March 2040	31,929.02	thereafter	0.00

Aggregate Group III Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$41,010,998.00	June 2016	\$24,457,909.82	July 2020	\$ 9,506,652.77
June 2012	40,911,716.94	July 2016	24,078,673.85	August 2020	9,301,581.19
July 2012	40,798,161.08	August 2016	23,702,531.90	September 2020	9,100,808.80
August 2012	40,670,371.53	September 2016	23,329,459.81	October 2020	8,904,247.19
September 2012	40,528,400.02	October 2016	22,959,433.60	November 2020	8,711,809.77
October 2012	40,372,308.87	November 2016	22,592,429.46	December 2020	8,523,411.67
November 2012	40,202,171.03	December 2016	22,228,423.79	January 2021	8,338,969.77
December 2012	40,018,069.95	January 2017	21,867,393.14	February 2021	8,158,402.62
January 2013	39,820,099.63	February 2017	21,509,314.27	March 2021	7,981,630.43
February 2013	39,608,364.47	March 2017	21,154,164.09	April 2021	7,808,575.05
March 2013	39,382,979.24	April 2017	20,801,919.72	May 2021	7,639,159.87
April 2013	39,144,069.00	May 2017	20,452,558.42	June 2021	7,473,309.89
May 2013	38,891,768.95	June 2017	20,106,057.65	July 2021	7,310,951.59
June 2013	38,626,224.37	July 2017	19,762,395.03	August 2021	7,152,012.97
July 2013	38,347,590.46	August 2017	19,421,548.35	September 2021	6,996,423.48
August 2013	38,056,032.18	September 2017	19,083,495.59	October 2021	6,844,114.02
September 2013	37,751,724.16	October 2017	18,748,214.88	November 2021	6,695,016.87
October 2013	37,434,850.45	November 2017	18,415,684.52	December 2021	6,549,065.72
November 2013	37,105,604.44	December 2017	18,085,882.99	January 2022	6,406,195.57
December 2013	36,764,188.56	January 2018	17,758,788.91	February 2022	6,266,342.78
January 2014	36,410,814.17	February 2018	17,434,381.08	March 2022	6,129,444.99
February 2014	36,045,701.31	March 2018	17,112,638.48	April 2022	5,995,441.10
March 2014	35,669,078.46	April 2018	16,793,540.21	May 2022	5,864,271.26
April 2014	35,281,182.34	May 2018	16,477,065.57	June 2022	5,735,876.85
May 2014	34,882,257.61	June 2018	16,163,194.00	July 2022	5,610,200.44
June 2014	34,472,556.70	July 2018	15,851,905.10	August 2022	5,487,185.75
July 2014	34,052,339.44	August 2018	15,543,178.62	September 2022	5,366,777.67
August 2014	33,621,872.88	September 2018	15,236,994.47	October 2022	5,248,922.22
September 2014	33,181,430.94	October 2018	14,933,332.73	November 2022	5,133,566.48
October 2014	32,731,294.13	November 2018	14,632,173.62	December 2022	5,020,658.66
November 2014	32,284,804.29	December 2018	14,333,497.50	January 2023	4,910,148.00
December 2014	31,841,932.99	January 2019	14,037,284.91	February 2023	4,801,984.76
January 2015	31,402,652.05	February 2019	13,743,516.50	March 2023	4,696,120.26
February 2015	30,966,933.51	March 2019	13,452,173.11	April 2023	4,592,506.76
March 2015	30,534,749.60	April 2019	13,164,677.23	May 2023	4,491,097.54
April 2015	30,106,072.79	May 2019	12,883,171.22	June 2023	4,391,846.82
May 2015	29,680,875.73	June 2019	12,607,532.45	July 2023	4,294,709.74
June 2015	29,259,131.31	July 2019	12,337,640.77	August 2023	4,199,642.37
July 2015	28,840,812.61	August 2019	12,073,378.46	September 2023	4,106,601.68
August 2015	28,425,892.91	September 2019	11,814,630.16	October 2023	4,015,545.51
September 2015	28,014,345.73	October 2019	11,561,282.88	November 2023	3,926,432.58
October 2015	27,606,144.74	November 2019	11,313,225.88	December 2023	3,839,222.43
November 2015	27,201,263.86	December 2019	11,070,350.69	January 2024	3,753,875.44
December 2015	26,799,677.19	January 2020	10,832,551.03	February 2024	3,670,352.81
January 2016	26,401,359.01	February 2020	10,599,722.75	March 2024	3,588,616.53
February 2016	26,006,283.84	March 2020	10,371,763.83	April 2024	3,508,629.34
March 2016	25,614,426.35	April 2020	10,148,574.32	May 2024	3,430,354.79
April 2016	25,225,761.43	May 2020	9,930,056.28	June 2024	3,353,757.15
May 2016	24,840,264.16	June 2020	9,716,113.76	July 2024	3,278,801.41

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2024	\$ 3,205,453.31	July 2029	\$ 804,858.25	June 2034	\$ 172,071.64
September 2024	3,133,679.27	August 2029	785,429.56	July 2034	167,213.89
October 2024	3,063,446.40	September 2029	766,436.87	August 2034	162,473.88
November 2024	2,994,722.49	October 2029	747,870.81	September 2034	157,848.97
December 2024	2,927,476.00	November 2029	729,722.19	October 2034	153,336.57
January 2025	2,861,676.01	December 2029	711,982.02	November 2034	148,934.14
February 2025	2,797,292.26	January 2030	694,641.52	December 2034	144,639.19
March 2025	2,734,295.11	February 2030	677,692.06	January 2035	140,449.32
April 2025	2,672,655.51	March 2030	661,125.21	February 2035	136,362.12
May 2025	2,612,345.03	April 2030	644,932.71	March 2035	132,375.29
June 2025	2,553,335.81	May 2030	629,106.49	April 2035	128,486.56
July 2025	2,495,600.56	June 2030	613,638.62	May 2035	124,693.69
August 2025	2,439,112.57	July 2030	598,521.35	June 2035	120,994.51
September 2025	2,383,845.65	August 2030	583,747.11	July 2035	117,386.89
October 2025	2,329,774.18	September 2030	569,308.47	August 2035	113,868.75
November 2025	2,276,873.04	October 2030	555,198.15	September 2035	110,438.05
December 2025	2,225,117.65	November 2030	541,409.04	October 2035	107,092.80
January 2026	2,174,483.93	December 2030	527,934.17	November 2035	103,831.04
February 2026	2,124,948.28	January 2031	514,766.72	December 2035	100,650.88
March 2026	2,076,487.60	February 2031	501,900.02	January 2036	97,550.43
April 2026	2,029,079.28	March 2031	489,327.52	February 2036	94,527.89
May 2026	1,982,701.14	April 2031	477,042.83	March 2036	91,581.46
June 2026	1,937,331.49	May 2031	465,039.68	April 2036	88,709.39
July 2026	1,892,949.08	June 2031	453,311.94	May 2036	85,909.97
August 2026	1,849,533.09	July 2031	441,853.61	June 2036	83,181.54
September 2026	1,807,063.13	August 2031	430,658.81	July 2036	80,522.46
October 2026	1,765,519.24	September 2031	419,721.80	August 2036	77,931.13
November 2026	1,724,881.87	October 2031	409,036.93	September 2036	75,405.98
December 2026	1,685,131.87	November 2031	398,598.70	October 2036	72,945.49
January 2027	1,646,250.48	December 2031	388,401.72	November 2036	70,548.15
February 2027	1,608,219.34	January 2032	378,440.70	December 2036	68,212.51
March 2027	1,571,020.47	February 2032	368,710.48	January 2037	65,937.13
April 2027	1,534,636.25	March 2032	359,205.99	February 2037	63,720.61
May 2027	1,499,049.44	April 2032	349,922.28	March 2037	61,561.58
June 2027	1,464,243.14	May 2032	340,854.51	April 2037	59,458.70
July 2027	1,430,200.81	June 2032	331,997.92	May 2037	57,410.67
August 2027	1,396,906.26	July 2032	323,347.89	June 2037	55,416.19
September 2027	1,364,343.62	August 2032	314,899.86	July 2037	53,474.02
October 2027	1,332,497.35	September 2032	306,649.38	August 2037	51,582.94
November 2027	1,301,352.25	October 2032	298,592.10	September 2037	49,741.73
December 2027	1,270,893.42	November 2032	290,723.76	October 2037	47,949.24
January 2028	1,241,106.27	December 2032	283,040.18	November 2037	46,204.31
February 2028	1,211,976.51	January 2033	275,537.29	December 2037	44,505.83
March 2028	1,183,490.16	February 2033	268,211.08	January 2038	42,852.70
April 2028	1,155,633.52	March 2033	261,057.66	February 2038	41,243.84
May 2028	1,128,393.18	April 2033	254,073.19	March 2038	39,678.22
June 2028	1,101,756.00	May 2033	247,253.92	April 2038	38,154.80
July 2028	1,075,709.13	June 2033	240,596.20	May 2038	36,672.58
August 2028	1,050,239.97	July 2033	234,096.43	June 2038	35,230.58
September 2028	1,025,336.18	August 2033	227,751.10	July 2038	33,827.85
October 2028	1,000,985.70	September 2033	221,556.78	August 2038	32,463.45
November 2028	977,176.70	October 2033	215,510.11	September 2038	31,136.46
December 2028	953,897.61	November 2033	209,607.80	October 2038	29,846.00
January 2029	931,137.08	December 2033	203,846.62	November 2038	28,591.17
February 2029	908,884.02	January 2034	198,223.43	December 2038	27,371.13
March 2029	887,127.57	February 2034	192,735.14	January 2039	26,185.04
April 2029	865,857.07	March 2034	187,378.74	February 2039	25,032.09
May 2029	845,062.12	April 2034	182,151.27	March 2039	23,911.47
June 2029	824,732.51	May 2034	177,049.84	April 2039	22,822.41

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
May 2039	\$ 21,764.13	May 2040	\$ 11,210.62	May 2041	\$ 3,889.58
June 2039	20,735.89	June 2040	10,490.41	June 2041	3,397.07
July 2039	19,736.97	July 2040	9,791.94	July 2041	2,920.56
August 2039	18,766.64	August 2040	9,114.67	August 2041	2,459.63
September 2039	17,824.22	September 2040	8,458.06	September 2041	2,013.89
October 2039	16,909.02	October 2040	7,821.60	October 2041	1,582.94
November 2039	16,020.36	November 2040	7,204.79	November 2041	1,166.41
December 2039	15,157.61	December 2040	6,607.13	December 2041	763.91
January 2040	14,320.13	January 2041	6,028.14	January 2042	375.10
February 2040	13,507.29	February 2041	5,467.34	February 2042 and	
March 2040	12,718.49	March 2041	4,924.28	thereafter	0.00
April 2040	11,953.12	April 2041	4,398.51		

WP 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	\$125,888,892.00	October 2015	\$ 76,745,064.27	March 2019	\$ 34,280,172.41
June 2012	125,190,188.13	November 2015	75,473,221.74	April 2019	33,518,914.91
July 2012	124,454,775.87	December 2015	74,213,791.33	May 2019	32,770,960.43
August 2012	123,683,102.04	January 2016	72,966,664.70	June 2019	32,036,098.76
September 2012	122,875,642.98	February 2016	71,731,734.36	July 2019	31,314,122.83
October 2012	122,032,904.13	March 2016	70,508,893.73	August 2019	30,604,828.70
November 2012	121,155,419.56	April 2016	69,298,037.12	September 2019	29,908,015.47
December 2012	120,243,751.37	May 2016	68,099,059.72	October 2019	29,223,485.24
January 2013	119,298,489.21	June 2016	66,911,857.58	November 2019	28,551,043.10
February 2013	118,320,249.58	July 2016	65,736,327.61	December 2019	27,890,497.04
March 2013	117,309,675.27	August 2016	64,572,367.59	January 2020	27,241,657.96
April 2013	116,267,434.61	September 2016	63,419,876.14	February 2020	26,604,339.59
May 2013	115,194,220.80	October 2016	62,278,752.74	March 2020	25,978,358.45
June 2013	114,090,751.12	November 2016	61,148,897.68	April 2020	25,363,533.82
July 2013	112,957,766.18	December 2016	60,030,212.09	May 2020	24,759,687.72
August 2013	111,796,029.04	January 2017	58,922,597.94	June 2020	24,166,644.82
September 2013	110,606,324.45	February 2017	57,825,957.99	July 2020	23,584,232.46
October 2013	109,389,457.86	March 2017	56,740,195.82	August 2020	23,012,280.55
November 2013	108,146,254.60	April 2017	55,665,215.83	September 2020	22,450,621.59
December 2013	106,877,558.90	May 2017	54,600,923.17	October 2020	21,899,090.59
January 2014	105,584,232.93	June 2017	53,547,223.83	November 2020	21,357,525.07
February 2014	104,267,155.81	July 2017	52,504,024.56	December 2020	20,825,764.99
March 2014	102,927,222.60	August 2017	51,471,232.89	January 2021	20,303,652.71
April 2014	101,565,343.28	September 2017	50,448,757.11	February 2021	19,791,033.01
May 2014	100,182,441.69	October 2017	49,436,506.29	March 2021	19,287,753.00
June 2014	98,779,454.44	November 2017	48,434,390.26	April 2021	18,793,662.09
July 2014	97,357,329.86	December 2017	47,442,319.59	May 2021	18,308,612.00
August 2014	95,917,026.87	January 2018	46,460,205.61	June 2021	17,832,456.66
September 2014	94,459,513.89	February 2018	45,488,758.15	July 2021	17,365,052.26
October 2014	93,016,028.90	March 2018	44,533,914.09	August 2021	16,906,257.12
November 2014	91,586,450.16	April 2018	43,595,414.01	September 2021	16,455,931.76
December 2014	90,170,656.89	May 2018	42,673,002.35	October 2021	16,013,938.78
January 2015	88,768,529.35	June 2018	41,766,427.32	November 2021	15,580,142.88
February 2015	87,379,948.78	July 2018	40,875,440.92	December 2021	15,154,410.82
March 2015	86,004,797.39	August 2018	39,999,798.82	January 2022	14,736,611.40
April 2015	84,642,958.38	September 2018	39,139,260.33	February 2022	14,326,615.38
May 2015	83,294,315.92	October 2018	38,293,588.36	March 2022	13,924,295.53
June 2015	81,958,755.12	November 2018	37,462,549.33	April 2022	13,529,526.52
July 2015	80,636,162.08	December 2018	36,645,913.18	May 2022	13,142,184.97
August 2015	79,326,423.79	January 2019	35,843,453.26	June 2022	12,762,149.35
September 2015	78,029,428.23	February 2019	35,054,946.31	July 2022	12,389,300.00

WP Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2022	\$ 12,023,519.09	March 2024	\$ 6,272,471.64	October 2025	\$ 2,361,529.39
September 2022	11,664,690.58	April 2024	6,025,904.19	November 2025	2,196,290.60
October 2022	11,312,700.22	May 2024	5,784,308.63	December 2025	2,034,636.61
November 2022	10,967,435.50	June 2024	5,547,601.20	January 2026	1,876,505.31
December 2022	10,628,785.62	July 2024	5,315,699.42	February 2026	1,721,835.54
January 2023	10,296,641.51	August 2024	5,088,522.10	March 2026	1,570,567.13
February 2023	9,970,895.74	September 2024	4,865,989.31	April 2026	1,422,640.84
March 2023	9,651,442.54	October 2024	4,648,022.36	May 2026	1,277,998.38
April 2023	9,338,177.77	November 2024	4,434,543.78	June 2026	1,136,582.36
May 2023	9,030,998.89	December 2024	4,225,477.33	July 2026	998,336.32
June 2023	8,729,804.93	January 2025	4,020,747.92	August 2026	863,204.68
July 2023	8,434,496.46	February 2025	3,820,281.65	September 2026	731,132.74
August 2023	8,144,975.61	March 2025	3,624,005.79	October 2026	602,066.67
September 2023	7,861,146.00	April 2025	3,431,848.71	November 2026	475,953.48
October 2023	7,582,912.74	May 2025	3,243,739.92	December 2026	352,741.05
November 2023	7,310,182.39	June 2025	3,059,610.04	January 2027	232,378.06
December 2023	7,042,862.98	July 2025	2,879,390.76	February 2027	114,814.01
January 2024	6,780,863.93	August 2025	2,703,014.83	March 2027 and thereafter	0.00
February 2024	6,524,096.08	September 2025	2,530,416.09		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in or incorporated into this Prospectus Supplement and the additional Disclosure Documents. We take no responsibility for any unauthorized information or representation. This Prospectus Supplement and the additional Disclosure Documents do not constitute an offer or solicitation with regard to the Certificates if it is illegal to make such an offer or solicitation to you under state law. By delivering this Prospectus Supplement and the additional Disclosure Documents at any time, no one implies that the information contained herein or therein is correct after the date hereof or thereof.

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

TABLE OF CONTENTS

	<i>Page</i>
Table of Contents	S- 2
Available Information	S- 3
Recent Developments	S- 4
Summary	S- 5
Additional Risk Factor	S- 9
Description of the Certificates	S- 9
Certain Additional Federal Income Tax Consequences	S-28
Plan of Distribution	S-30
Legal Matters	S-30
Exhibit A	A- 1
Schedule 1	A- 2
Principal Balance Schedules	B- 1

\$926,069,010



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2012-60**

PROSPECTUS SUPPLEMENT

Goldman, Sachs & Co.

May 23, 2012
