

\$795,327,564



FannieMae®

Guaranteed REMIC Pass-Through Certificates Fannie Mae REMIC Trust 2012-131

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

- Fannie Mae MBS and
- an underlying REMIC certificate backed by Fannie Mae MBS.

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

Carefully consider the risk factors on page S-7 of this prospectus supplement and starting on page 13 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.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
QD	1	\$308,074,305	PAC/AD	1.75%	FIX	3136AABJ3	May 2041
PF	1	128,364,291	PAC/AD	(2)	FLT	3136AABK0	May 2041
PS	1	128,364,291(3)	NTL	(2)	INV/IO	3136AABL8	May 2041
QZ	1	20,283,954	PAC	3.00	FIX/Z	3136AABM6	December 2042
BF	1	78,151,338	SUP	(2)	FLT	3136AABN4	December 2042
BS	1	65,126,112	SUP	(2)	INV	3136AABP9	December 2042
AM(4)	2	30,000,000	PAC	1.50	FIX	3136AABQ7	December 2032
IA(4)	2	15,000,000(3)	NTL	3.00	FIX/IO	3136AABR5	December 2032
CA	2	7,515,944	SUP	3.00	FIX	3136AABS3	December 2032
GC(4)	3	14,740,445	PAC	2.00	FIX	3136AABT1	September 2042
FG(4)	3	4,211,555	PAC	(2)	FLT	3136AABU8	September 2042
SG(4)	3	4,211,555(3)	NTL	(2)	INV/IO	3136AABV6	September 2042
GY	3	386,900	PAC	3.00	FIX	3136AABW4	December 2042
GF	3	3,033,306	SUP	(2)	FLT	3136AABX2	December 2042
GS	3	2,527,755	SUP	(2)	INV	3136AABY0	December 2042
MG	4	100,000,000	SEQ/AD	1.75	FIX	3136AABZ7	January 2040
MI	4	50,000,000(3)	NTL	3.50	FIX/IO	3136AACA1	January 2040
MZ	4	8,285,980	SEQ	3.50	FIX/Z	3136AACB9	December 2042
DP	5	18,810,323	SC/PAC/AD	2.50	FIX	3136AACCC7	May 2041
DZ	5	5,815,356	SC/SUP	2.50	FIX/Z	3136AACD5	May 2041
R		0	NPR	0	NPR	3136AA CE3	December 2042
RL		0	NPR	0	NPR	3136AA CF0	December 2042

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

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 AP, AU, A, GA and GD 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—Combination and Recombination—RCR Certificates" 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 November 30, 2012.

J.P. Morgan

November 26, 2012

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
AVAILABLE INFORMATION	S- 3	<i>The Inverse Floating Rate</i>	
SUMMARY	S- 4	<i>Classes</i>	S-14
ADDITIONAL RISK FACTORS	S- 7	<i>The Fixed Rate Interest Only</i>	
DESCRIPTION OF THE		<i>Classes</i>	S-16
CERTIFICATES	S- 7	WEIGHTED AVERAGE LIVES OF THE	
GENERAL	S- 7	CERTIFICATES	S-17
<i>Structure</i>	S- 7	DECREMENT TABLES	S-17
<i>Fannie Mae Guaranty</i>	S- 8	CHARACTERISTICS OF THE RESIDUAL	
<i>Characteristics of Certificates</i>	S- 8	CLASSES	S-21
<i>Authorized Denominations</i>	S- 8	CERTAIN ADDITIONAL FEDERAL	
THE TRUST MBS	S- 9	INCOME TAX CONSEQUENCES ..	S-21
THE GROUP 5 UNDERLYING REMIC		U.S. TREASURY CIRCULAR 230	
CERTIFICATE	S- 9	NOTICE	S-21
DISTRIBUTIONS OF INTEREST	S-10	REMIC ELECTIONS AND SPECIAL TAX	
<i>General</i>	S-10	ATTRIBUTES	S-21
<i>Delay Classes and No-Delay</i>		TAXATION OF BENEFICIAL OWNERS OF	
<i>Classes</i>	S-10	REGULAR CERTIFICATES	S-22
<i>Accrual Classes</i>	S-10	TAXATION OF BENEFICIAL OWNERS OF	
DISTRIBUTIONS OF PRINCIPAL	S-10	RESIDUAL CERTIFICATES	S-22
STRUCTURING ASSUMPTIONS	S-12	TAXATION OF BENEFICIAL OWNERS OF	
<i>Pricing Assumptions</i>	S-12	RCR CERTIFICATES	S-22
<i>Prepayment Assumptions</i>	S-12	PLAN OF DISTRIBUTION	S-23
<i>Principal Balance Schedules</i>	S-12	LEGAL MATTERS	S-23
YIELD TABLES	S-14	EXHIBIT A	A- 1
<i>General</i>	S-14	SCHEDULE 1	A- 2
		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 August 1, 2012 (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 5 Class or the R or RL Class, the disclosure document relating to the underlying REMIC certificate (the “Underlying REMIC Disclosure Document”); 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 Document 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 Document by writing or calling the dealer at:

J.P. Morgan Securities LLC
c/o Broadridge Financial Solutions
Prospectus Department
1155 Long Island Avenue
Edgewood, NY 11717
(telephone 631-274-2635).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of November 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

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Class 2011-96-BC REMIC Certificate

Group 1, Group 2, Group 3 and Group 4

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$600,000,000	3.00%	3.25% to 5.50%	241 to 360
Group 2 MBS	\$ 37,515,944	3.00%	3.25% to 5.50%	181 to 240
Group 3 MBS	\$ 24,899,961	3.00%	3.25% to 5.50%	241 to 360
Group 4 MBS	\$108,285,980	3.50%	3.75% to 6.00%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$600,000,000	360	357	2	3.738%
Group 2 MBS	\$ 37,515,944	240	237	3	3.589%
Group 3 MBS	\$ 24,899,961	360	358	1	3.742%
Group 4 MBS	\$108,285,980	360	352	3	4.072%

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, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets*” in the REMIC Prospectus.

Group 5

Exhibit A describes the underlying REMIC certificate in Group 5, including certain information about the related mortgage loans. To learn more about the underlying REMIC - certificate, you should obtain from us the current class factor and the related disclosure document as described on page S-3.

Settlement Date

We expect to issue the certificates on November 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>
PF	0.5610%	6.00%	0.35%	LIBOR + 35 basis points
PS	5.4390%	5.65%	0.00%	5.65% – LIBOR
BF	1.2110%	5.50%	1.00%	LIBOR + 100 basis points
BS	5.1468%	5.40%	0.00%	5.40% – (1.20 × LIBOR)
FG	0.5655%	6.50%	0.35%	LIBOR + 35 basis points
SG	5.9345%	6.15%	0.00%	6.15% – LIBOR
GF	1.2155%	5.50%	1.00%	LIBOR + 100 basis points
GS	5.1414%	5.40%	0.00%	5.40% – (1.20 × 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:

Class

PS	100% of the PF Class
IA	50% of the AM Class
SG	100% of the FG Class
MI	50% of the MG Class

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>365%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1000%</u>	<u>1500%</u>
QD, PF and PS	15.1	6.5	4.4	4.4	4.4	3.3	2.7	2.3	1.7
QZ	25.5	15.7	14.3	14.3	14.3	9.9	7.4	5.8	3.4
BF and BS	28.1	21.5	14.3	3.7	2.3	1.4	1.1	0.9	0.7

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>146%</u>	<u>265%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>	<u>1400%</u>
AM, IA, AP, AU and A	10.1	6.0	5.4	5.4	5.4	3.9	3.0	2.3	1.8
CA	18.7	15.5	13.2	4.3	2.4	1.3	1.0	0.7	0.6

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>270%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>	<u>1500%</u>
GC, FG, SG, GA and GD ...	16.1	7.2	5.9	5.9	5.9	4.1	3.2	2.5	1.8
GY	26.4	21.9	21.9	21.9	21.9	14.5	10.3	6.8	3.8
GF and GS	28.3	21.6	17.1	4.7	2.8	1.5	1.2	0.9	0.7

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>225%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
MG and MI	16.8	8.4	5.2	3.4	2.6	2.1
MZ	28.6	23.8	17.7	11.8	8.2	6.1

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>259%</u>	<u>299%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>	<u>1500%</u>
DP	12.8	5.4	4.7	4.7	4.7	3.0	2.1	1.3	0.7
DZ	25.2	17.3	14.7	4.2	1.8	0.6	0.4	0.2	0.1

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

ADDITIONAL RISK FACTORS

In the future we may be unable to establish LIBOR on the basis of the BBA Method. On September 28, 2012, Britain's Financial Services Authority recommended that the BBA be removed from its rate-setting responsibility and proposed additional reforms in connection with the determination of LIBOR. If in the future the BBA is no longer calculating the interest settlement rate for one-month U.S. dollar deposits, or if for any other reason we are unable to establish LIBOR on the basis of the BBA Method on any index determination date, we will establish LIBOR based on the LIBO Method as described under "Description of the Certificates—Distributions on Certificates—Interest Distributions—Indices for Floating Rate Classes and Inverse Floating Rate Classes" in the REMIC Prospectus. We can provide no assurance as to which entity or entities will assume responsibility for setting the applicable rates in the future. In addition,

we can provide no assurance that LIBOR for any distribution date accurately represents the offered rate applicable to loans in U.S. dollars for a one-month period between leading European banks or that LIBOR's prominence as a benchmark interest rate will be preserved.

Payments on the Group 5 Classes will be affected by the payment priority governing the related underlying REMIC certificate. If you invest in a Group 5 Class, the rate at which you receive payments will be affected by the priority sequence governing principal payments on the underlying REMIC Certificate.

You may obtain additional information about the underlying REMIC certificate by reviewing its current class factor in light of other information available in the Underlying REMIC Disclosure Document. You may obtain that document 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 November 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:

- four groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," "Group 2 MBS," "Group 3 MBS" and "Group 4 MBS," and together, the "Trust MBS"), and
- a previously issued REMIC certificate (the "Group 5 Underlying REMIC Certificate") issued from the related Fannie Mae REMIC trust (the "Underlying REMIC Trust") as further described in Exhibit A.

The Group 5 Underlying REMIC Certificate evidences 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.”

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	Trust MBS and Group 5 Underlying REMIC Certificate	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 Group 5 Underlying REMIC Certificate, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Document. 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>
Inverse Floating Rate and Interest Only 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 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 1 MBS, Group 3 MBS and Group 4 MBS, and up to 20 years in the case of the Group 2 MBS.

In addition, the pools of mortgage loans backing the Group 1 MBS and Group 3 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated February 1, 2012. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 1 MBS and Group 3 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—*Refinancing—“Jumbo-conforming” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in the MBS Prospectus dated February 1, 2012.

Furthermore, the Mortgage Loans backing the Group 4 MBS have been refinanced under Fannie Mae Refi Plus and are designated as “high loan-to-value ratio” loans, with loan-to-value ratios ranging from greater than 105% up to 125% at the time of refinance. These loans are targeted at borrowers who have demonstrated an acceptable payment history on their mortgage loans but may have been unable to refinance due to a decline in home prices or the unavailability of mortgage insurance. Fannie Mae Refi Plus refinancing is available only if the new mortgage loan either reduces the monthly principal and interest payment for the borrower or provides a more stable loan product (such as movement from an adjustable-rate loan to a fixed rate loan). For more information on 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—Risks Relating to Yield and Prepayment—*Refinancing—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.

For additional information, see “Summary—Group 1, Group 2, Group 3 and Group 4—Characteristics of the Trust MBS” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

The Group 5 Underlying REMIC Certificate

The Group 5 Underlying REMIC Certificate represents beneficial ownership interests in the Underlying REMIC Trust. The assets of that trust consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

Distributions on the Group 5 Underlying REMIC Certificate will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 5 Underlying REMIC Certificate are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 5 Underlying REMIC Certificate. Exhibit A is provided in lieu of a Final Data Statement with respect to the Group 5 Underlying REMIC Certificate.

For further information about the Group 5 Underlying REMIC Certificate, telephone us at 1-800-237-8627. Additional information about the Group 5 Underlying REMIC Certificate is also available at <https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html>. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. 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 that document may be limited.

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.

The Floating Rate and Inverse Floating Rate Classes will bear interest at interest rates based on LIBOR. We currently establish LIBOR on the basis of the “BBA Method.” See “Additional Risk Factors—*In the future we may be unable to establish LIBOR on the basis of the BBA Method*” in this prospectus supplement.

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 BF and BS Classes	Floating Rate and Inverse Floating Rate Classes other than the BF and BS Classes

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

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

Distributions of Principal

On the Distribution Date in each month, we will make payments of principal on the Classes of REMIC Certificates as described below. Following any exchange of REMIC Certificates for RCR Certificates, we will apply principal payments from the exchanged REMIC Certificates to the corresponding RCR Certificates on a pro rata basis.

• Group 1

The QZ Accrual Amount to QD and PF, pro rata, until retired, and thereafter to QZ. } Accretion Directed Classes and Accrual Class

The Group 1 Cash Flow Distribution Amount in the following priority:

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

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

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

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

first, to QD and PF, pro rata, until retired; and

second, to QZ until retired.

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

- *Group 2*

The Group 2 Principal Distribution Amount in the following priority.

1. To AM to its Planned Balance. } PAC Class
2. To CA until retired. } Support Class
3. To AM until retired. } PAC Class

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

- *Group 3*

The Group 3 Principal Distribution Amount in the following priority.

1. To Aggregate Group II to its Planned Balance. } PAC Group
2. To GF and GS, pro rata, until retired. } Support Classes
3. To Aggregate Group II to zero. } PAC Group

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

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

first, to GC and FG, pro rata, until retired; and

second, to GY until retired.

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

- *Group 4*

The Group 4 Principal Distribution Amount to MG and MZ, in that order, until retired. } Sequential Pay Classes

The “Group 4 Principal Distribution Amount” is the principal then paid on the Group 4 MBS *plus* any interest then accrued and added to the principal balance of the MZ Class.

- *Group 5*

The DZ Accrual Amount to DP to its Planned Balance, and thereafter to DZ.

} Accretion
Directed/PAC
Class and
Accrual Class

The Group 5 Cash Flow Distribution Amount in the following priority.

1. To DP to its Planned Balance.

} PAC Class

2. To DZ until retired.

} Support Class

3. To DP until retired.

} PAC Class

} Structured
Collateral

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

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

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Group 5 Underlying REMIC Certificate, the priority sequence governing principal payments on the Group 5 Underlying REMIC Certificate, 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 1, Group 2, Group 3 and Group 4—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is November 30, 2012; and
- each Distribution Date occurs on the 25th day of a month.

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Trust MBS will differ from the assumed characteristics shown in the Summary, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets” in the REMIC Prospectus.

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 a Class is the range of prepayment rates (measured by constant PSA rates) that would reduce that Aggregate Group or Class to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided

(with schedules based on the same underlying assumptions that apply to the 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 Classes</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 200% and 400% PSA	Between 200% and 400% PSA
AM Class Planned Balances	Between 146% and 300% PSA	Between 146% and 300% PSA
Aggregate Group II Planned Balances	Between 150% and 300% PSA	Between 150% and 300% PSA
DP Class Planned Balances	Between 150% and 299% PSA	Between 150% and 299% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	QD, PF and QZ
Aggregate Group II	GC, FG, and GY

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 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 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 Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or 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 applicable Aggregate Groups and Classes to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the applicable Aggregate Groups and Classes 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 or Class having scheduled balances 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 PS, BS and SG 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>
PS	17.71875%
BS	101.00000%
SG	16.31250%
GS	98.62500%

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

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>365%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1000%</u>	<u>1500%</u>
0.100%	25.6%	21.2%	11.9%	11.9%	11.9%	2.1%	(9.3)%	(20.9)%	(48.4)%
0.211%	24.8%	20.4%	11.1%	11.1%	11.1%	1.2%	(10.3)%	(22.0)%	(49.6)%
2.211%	11.3%	5.9%	(4.8)%	(4.8)%	(4.8)%	(17.2)%	(30.7)%	(43.8)%	(73.4)%
4.211%	(4.6)%	(11.8)%	(24.9)%	(24.9)%	(24.9)%	(41.2)%	(57.5)%	(72.8)%	*
5.650%	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>365%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1000%</u>	<u>1500%</u>
0.100%	5.2%	5.2%	5.2%	4.9%	4.7%	4.3%	4.0%	3.8%	3.2%
0.211%	5.1%	5.1%	5.1%	4.8%	4.6%	4.2%	3.9%	3.7%	3.1%
2.211%	2.7%	2.7%	2.7%	2.4%	2.2%	1.9%	1.6%	1.4%	1.0%
4.211%	0.3%	0.3%	0.3%	0.1%	(0.1)%	(0.4)%	(0.6)%	(0.8)%	(1.2)%
4.500%	(0.0)%	(0.0)%	(0.1)%	(0.3)%	(0.4)%	(0.7)%	(0.9)%	(1.1)%	(1.5)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>270%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>	<u>1500%</u>
0.1000%	33.3%	29.6%	26.0%	26.0%	26.0%	18.6%	9.1%	(6.1)%	(31.3)%
0.2155%	32.4%	28.8%	25.1%	25.1%	25.1%	17.6%	8.0%	(7.2)%	(32.6)%
2.2155%	18.1%	13.8%	9.8%	9.8%	9.8%	0.2%	(11.2)%	(28.7)%	(56.6)%
4.2155%	2.7%	(2.8)%	(6.9)%	(6.9)%	(6.9)%	(19.9)%	(34.0)%	(54.9)%	(86.3)%
6.1500%	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	150%	270%	300%	500%	700%	1000%	1500%
0.1000%	5.4%	5.4%	5.5%	5.7%	5.9%	6.3%	6.6%	7.0%	7.4%
0.2155%	5.3%	5.3%	5.3%	5.6%	5.8%	6.2%	6.5%	6.8%	7.3%
2.2155%	2.8%	2.9%	2.9%	3.1%	3.4%	3.8%	4.1%	4.5%	5.1%
4.2155%	0.4%	0.4%	0.4%	0.7%	1.0%	1.5%	1.8%	2.3%	2.9%
4.5000%	0.1%	0.1%	0.1%	0.4%	0.6%	1.2%	1.5%	1.9%	2.6%

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:

Class	% PSA
IA	497%
MI	276%

For either 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 Fixed Rate Interest Only Classes (expressed in each case as a percentage of the original principal balance) are as follows:

Class	Price*
IA	11.50%
MI	15.50%

* 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 IA Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	146%	265%	300%	500%	700%	1000%	1400%
Pre-Tax Yields to Maturity	15.9%	12.0%	9.0%	9.0%	9.0%	(0.1)%	(10.9)%	(28.2)%	(53.1)%

Sensitivity of the MI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	225%	400%	600%	800%
Pre-Tax Yields to Maturity	16.7%	13.3%	4.1%	(10.1)%	(26.6)%	(42.5)%

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, and
- in the case of the Group 5 Classes, the priority sequence affecting principal payments on the Group 5 Underlying REMIC Certificate.

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

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 MBS	360 months	360 months	5.50%
Group 2 MBS	240 months	240 months	5.50%
Group 3 MBS	360 months	360 months	5.50%
Group 4 MBS	360 months	360 months	6.00%
Group 5 Underlying REMIC Certificate	360 months	346 months	6.00%

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	QD, PF and PS† Classes									QZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	365%	400%	600%	800%	1000%	1500%	0%	100%	200%	365%	400%	600%	800%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2013	98	95	93	93	93	93	93	93	93	103	103	103	103	103	103	103	103	103
November 2014	96	87	79	79	79	79	71	59	31	106	106	106	106	106	106	106	106	106
November 2015	94	77	63	63	63	51	34	21	0	109	109	109	109	109	109	109	109	85
November 2016	91	67	49	49	49	30	15	5	0	113	113	113	113	113	113	113	113	8
November 2017	89	59	37	37	37	17	5	0	0	116	116	116	116	116	116	116	84	1
November 2018	86	50	26	26	26	8	0	0	0	120	120	120	120	120	120	111	33	*
November 2019	84	43	18	18	18	3	0	0	0	123	123	123	123	123	123	56	13	*
November 2020	81	35	11	11	11	0	0	0	0	127	127	127	127	127	115	28	5	*
November 2021	78	29	7	7	7	0	0	0	0	131	131	131	131	131	71	14	2	*
November 2022	74	22	3	3	3	0	0	0	0	135	135	135	135	135	44	7	1	*
November 2023	71	17	*	*	*	0	0	0	0	139	139	139	139	139	27	4	*	0
November 2024	67	11	0	0	0	0	0	0	0	143	143	107	107	107	17	2	*	0
November 2025	64	6	0	0	0	0	0	0	0	148	148	78	78	78	10	1	*	0
November 2026	60	1	0	0	0	0	0	0	0	152	152	57	57	57	6	*	*	0
November 2027	55	0	0	0	0	0	0	0	0	157	82	41	41	41	4	*	*	0
November 2028	51	0	0	0	0	0	0	0	0	162	30	30	30	30	2	*	*	0
November 2029	46	0	0	0	0	0	0	0	0	166	21	21	21	21	1	*	*	0
November 2030	41	0	0	0	0	0	0	0	0	171	15	15	15	15	1	*	*	0
November 2031	36	0	0	0	0	0	0	0	0	177	11	11	11	11	1	*	*	0
November 2032	31	0	0	0	0	0	0	0	0	182	8	8	8	8	*	*	*	0
November 2033	25	0	0	0	0	0	0	0	0	188	5	5	5	5	*	*	*	0
November 2034	19	0	0	0	0	0	0	0	0	193	4	4	4	4	*	*	*	0
November 2035	12	0	0	0	0	0	0	0	0	199	2	2	2	2	*	*	*	0
November 2036	5	0	0	0	0	0	0	0	0	205	2	2	2	2	*	*	0	0
November 2037	0	0	0	0	0	0	0	0	0	173	1	1	1	1	*	*	0	0
November 2038	0	0	0	0	0	0	0	0	0	16	1	1	1	1	*	*	0	0
November 2039	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0	0
November 2040	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0	0
November 2041	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0	0
November 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	15.1	6.5	4.4	4.4	4.4	3.3	2.7	2.3	1.7	25.5	15.7	14.3	14.3	14.3	9.9	7.4	5.8	3.4

Date	BF and BS Classes								
	PSA Prepayment Assumption								
	0%	100%	200%	365%	400%	600%	800%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100
November 2013	100	100	100	88	86	72	57	43	6
November 2014	100	100	100	64	56	15	0	0	0
November 2015	100	100	100	38	26	0	0	0	0
November 2016	100	100	100	23	9	0	0	0	0
November 2017	100	100	100	16	1	0	0	0	0
November 2018	100	100	100	14	0	0	0	0	0
November 2019	100	100	97	12	0	0	0	0	0
November 2020	100	100	91	11	0	0	0	0	0
November 2021	100	100	84	9	0	0	0	0	0
November 2022	100	100	76	8	0	0	0	0	0
November 2023	100	100	68	6	0	0	0	0	0
November 2024	100	100	60	5	0	0	0	0	0
November 2025	100	100	52	4	0	0	0	0	0
November 2026	100	100	45	3	0	0	0	0	0
November 2027	100	100	39	3	0	0	0	0	0
November 2028	100	95	33	2	0	0	0	0	0
November 2029	100	85	28	2	0	0	0	0	0
November 2030	100	76	23	1	0	0	0	0	0
November 2031	100	67	19	1	0	0	0	0	0
November 2032	100	58	16	1	0	0	0	0	0
November 2033	100	50	13	1	0	0	0	0	0
November 2034	100	42	10	*	0	0	0	0	0
November 2035	100	35	8	*	0	0	0	0	0
November 2036	100	29	6	*	0	0	0	0	0
November 2037	100	23	5	*	0	0	0	0	0
November 2038	100	17	3	*	0	0	0	0	0
November 2039	79	12	2	*	0	0	0	0	0
November 2040	54	7	1	*	0	0	0	0	0
November 2041	28	3	*	*	0	0	0	0	0
November 2042	0	0	0	0	0	0	0	0	0
Weighted Average									
Life (years)**	28.1	21.5	14.3	3.7	2.3	1.4	1.1	0.9	0.7

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

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

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

Date	AM, IA†, AP, AU and A Classes									CA Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	146%	265%	300%	500%	700%	1000%	1400%	0%	100%	146%	265%	300%	500%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2013	96	93	92	92	92	92	92	92	88	100	100	100	89	86	67	49	20	0
November 2014	93	84	81	81	81	81	70	53	33	100	100	100	67	58	6	0	0	0
November 2015	89	73	68	68	68	55	39	21	5	100	100	100	45	30	0	0	0	0
November 2016	85	63	56	56	56	37	22	8	1	100	100	100	30	12	0	0	0	0
November 2017	80	54	45	45	45	25	12	3	*	100	100	100	22	3	0	0	0	0
November 2018	76	45	36	36	36	16	7	1	*	100	100	100	19	*	0	0	0	0
November 2019	71	37	28	28	28	11	4	*	*	100	100	98	18	*	0	0	0	0
November 2020	65	30	21	21	21	7	2	*	*	100	100	93	16	*	0	0	0	0
November 2021	60	23	16	16	16	5	1	*	*	100	100	87	14	*	0	0	0	0
November 2022	54	17	12	12	12	3	1	*	*	100	100	78	12	*	0	0	0	0
November 2023	48	11	9	9	9	2	*	*	*	100	100	69	10	*	0	0	0	0
November 2024	42	7	7	7	7	1	*	*	0	100	94	60	9	*	0	0	0	0
November 2025	35	5	5	5	5	1	*	*	0	100	81	51	7	*	0	0	0	0
November 2026	28	3	3	3	3	*	*	*	0	100	68	42	5	*	0	0	0	0
November 2027	20	2	2	2	2	*	*	*	0	100	55	33	4	*	0	0	0	0
November 2028	12	2	2	2	2	*	*	*	0	100	43	25	3	*	0	0	0	0
November 2029	3	1	1	1	1	*	*	*	0	100	30	17	2	*	0	0	0	0
November 2030	1	1	1	1	1	*	*	*	0	76	19	11	1	*	0	0	0	0
November 2031	*	*	*	*	*	*	*	0	0	39	8	4	*	*	0	0	0	0
November 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	10.1	6.0	5.4	5.4	5.4	3.9	3.0	2.3	1.8	18.7	15.5	13.2	4.3	2.4	1.3	1.0	0.7	0.6

Date	GC, FG, SG†, GA and GD Classes									GY Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	150%	270%	300%	500%	700%	1000%	1500%	0%	100%	150%	270%	300%	500%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2013	98	96	95	95	95	95	95	95	95	100	100	100	100	100	100	100	100	100
November 2014	96	88	85	85	85	85	80	63	37	100	100	100	100	100	100	100	100	100
November 2015	94	79	73	73	73	63	45	24	3	100	100	100	100	100	100	100	100	100
November 2016	92	70	61	61	61	43	25	8	0	100	100	100	100	100	100	100	100	22
November 2017	90	62	51	51	51	28	13	2	0	100	100	100	100	100	100	100	100	2
November 2018	88	54	42	42	42	19	7	0	0	100	100	100	100	100	100	100	77	*
November 2019	85	47	33	33	33	12	3	0	0	100	100	100	100	100	100	100	30	*
November 2020	83	40	26	26	26	8	1	0	0	100	100	100	100	100	100	100	12	*
November 2021	80	34	20	20	20	5	0	0	0	100	100	100	100	100	100	76	5	*
November 2022	77	28	16	16	16	2	0	0	0	100	100	100	100	100	100	42	2	*
November 2023	74	22	12	12	12	1	0	0	0	100	100	100	100	100	100	24	1	*
November 2024	71	17	9	9	9	0	0	0	0	100	100	100	100	100	99	13	*	0
November 2025	67	12	7	7	7	0	0	0	0	100	100	100	100	100	66	7	*	0
November 2026	64	8	5	5	5	0	0	0	0	100	100	100	100	100	45	4	*	0
November 2027	60	4	3	3	3	0	0	0	0	100	100	100	100	100	30	2	*	0
November 2028	56	2	2	2	2	0	0	0	0	100	100	100	100	100	20	1	*	0
November 2029	52	1	1	1	1	0	0	0	0	100	100	100	100	100	13	1	*	0
November 2030	47	*	*	*	*	0	0	0	0	100	100	100	100	100	9	*	*	0
November 2031	42	0	0	0	0	0	0	0	0	100	93	93	93	93	6	*	*	0
November 2032	37	0	0	0	0	0	0	0	0	100	70	70	70	70	4	*	*	0
November 2033	32	0	0	0	0	0	0	0	0	100	53	53	53	53	2	*	*	0
November 2034	26	0	0	0	0	0	0	0	0	100	39	39	39	39	1	*	*	0
November 2035	21	0	0	0	0	0	0	0	0	100	28	28	28	28	1	*	*	0
November 2036	14	0	0	0	0	0	0	0	0	100	20	20	20	20	1	*	*	0
November 2037	8	0	0	0	0	0	0	0	0	100	14	14	14	14	*	*	0	0
November 2038	1	0	0	0	0	0	0	0	0	100	9	9	9	9	*	*	0	0
November 2039	0	0	0	0	0	0	0	0	0	6	6	6	6	6	*	*	0	0
November 2040	0	0	0	0	0	0	0	0	0	3	3	3	3	3	*	*	0	0
November 2041	0	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	0	0
November 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	16.1	7.2	5.9	5.9	5.9	4.1	3.2	2.5	1.8	26.4	21.9	21.9	21.9	21.9	14.5	10.3	6.8	3.8

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

Date	GF and GS Classes										MG and MI† Classes						MZ Class					
	PSA Prepayment Assumption										PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	150%	270%	300%	500%	700%	1000%	1500%	0%	100%	225%	400%	600%	800%	0%	100%	225%	400%	600%	800%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
November 2013	100	100	100	92	90	77	63	43	8	98	96	93	90	86	81	104	104	104	104	104	104	
November 2014	100	100	100	73	67	24	0	0	0	97	89	81	71	59	49	107	107	107	107	107	107	
November 2015	100	100	100	51	39	0	0	0	0	95	81	67	50	34	20	111	111	111	111	111	111	
November 2016	100	100	100	35	20	0	0	0	0	93	73	55	35	17	6	115	115	115	115	115	115	
November 2017	100	100	100	24	8	0	0	0	0	91	66	45	23	7	0	119	119	119	119	119	92	
November 2018	100	100	100	19	2	0	0	0	0	89	60	36	14	*	0	123	123	123	123	123	47	
November 2019	100	100	100	16	*	0	0	0	0	86	53	28	7	0	0	128	128	128	128	79	24	
November 2020	100	100	99	15	*	0	0	0	0	84	47	22	2	0	0	132	132	132	132	49	12	
November 2021	100	100	96	14	*	0	0	0	0	82	42	16	0	0	0	137	137	137	118	31	6	
November 2022	100	100	91	13	*	0	0	0	0	79	37	11	0	0	0	142	142	142	87	19	3	
November 2023	100	100	85	11	*	0	0	0	0	76	32	7	0	0	0	147	147	147	64	12	2	
November 2024	100	100	79	10	*	0	0	0	0	73	27	3	0	0	0	152	152	152	47	7	1	
November 2025	100	100	72	9	*	0	0	0	0	70	23	*	0	0	0	158	158	158	34	4	*	
November 2026	100	100	65	7	*	0	0	0	0	66	19	0	0	0	0	163	163	132	25	3	*	
November 2027	100	100	59	6	*	0	0	0	0	63	15	0	0	0	0	169	169	109	18	2	*	
November 2028	100	93	52	5	*	0	0	0	0	59	11	0	0	0	0	175	175	89	13	1	*	
November 2029	100	84	46	4	*	0	0	0	0	55	8	0	0	0	0	181	181	73	9	1	*	
November 2030	100	75	40	4	*	0	0	0	0	51	4	0	0	0	0	188	188	59	7	*	*	
November 2031	100	67	35	3	*	0	0	0	0	47	1	0	0	0	0	194	194	47	5	*	*	
November 2032	100	59	30	2	*	0	0	0	0	42	0	0	0	0	0	201	183	38	3	*	*	
November 2033	100	51	25	2	*	0	0	0	0	37	0	0	0	0	0	208	156	30	2	*	*	
November 2034	100	44	21	2	*	0	0	0	0	32	0	0	0	0	0	216	132	23	2	*	*	
November 2035	100	37	17	1	*	0	0	0	0	26	0	0	0	0	0	223	109	18	1	*	*	
November 2036	100	30	14	1	*	0	0	0	0	20	0	0	0	0	0	231	88	13	1	*	*	
November 2037	100	24	11	1	*	0	0	0	0	14	0	0	0	0	0	240	69	9	*	*	*	
November 2038	100	18	8	*	*	0	0	0	0	7	0	0	0	0	0	248	51	6	*	*	*	
November 2039	84	13	5	*	*	0	0	0	0	*	0	0	0	0	0	257	34	4	*	*	*	
November 2040	57	8	3	*	*	0	0	0	0	0	0	0	0	0	0	177	19	2	*	*	*	
November 2041	30	4	1	*	*	0	0	0	0	0	0	0	0	0	0	91	4	*	*	*	0	
November 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)**	28.3	21.6	17.1	4.7	2.8	1.5	1.2	0.9	0.7	16.8	8.4	5.2	3.4	2.6	2.1	28.6	23.8	17.7	11.8	8.2	6.1	

Date	DP Class										DZ Class							
	PSA Prepayment Assumption										PSA Prepayment Assumption							
	0%	100%	150%	259%	299%	500%	700%	1000%	1500%	0%	100%	150%	259%	299%	500%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2013	97	89	86	86	86	86	77	54	16	103	103	100	74	65	17	0	0	0
November 2014	95	78	73	73	73	61	41	18	0	105	105	100	53	37	0	0	0	0
November 2015	92	68	61	61	61	40	21	4	0	108	108	100	39	19	0	0	0	0
November 2016	89	58	50	50	50	26	10	0	0	111	111	100	30	8	0	0	0	0
November 2017	86	49	40	40	40	16	3	0	0	113	113	100	25	2	0	0	0	0
November 2018	82	41	32	32	32	9	0	0	0	116	116	100	22	*	0	0	0	0
November 2019	79	33	24	24	24	5	0	0	0	119	119	99	21	*	0	0	0	0
November 2020	75	25	18	18	18	2	0	0	0	122	122	95	20	*	0	0	0	0
November 2021	71	18	13	13	13	0	0	0	0	125	125	90	18	*	0	0	0	0
November 2022	67	11	9	9	9	0	0	0	0	128	128	84	16	*	0	0	0	0
November 2023	63	6	6	6	6	0	0	0	0	132	126	78	14	*	0	0	0	0
November 2024	58	4	4	4	4	0	0	0	0	135	118	71	12	*	0	0	0	0
November 2025	53	2	2	2	2	0	0	0	0	138	109	64	11	*	0	0	0	0
November 2026	48	*	*	*	*	0	0	0	0	142	100	57	9	*	0	0	0	0
November 2027	43	0	0	0	0	0	0	0	0	145	88	48	5	0	0	0	0	0
November 2028	38	0	0	0	0	0	0	0	0	149	76	39	1	0	0	0	0	0
November 2029	32	0	0	0	0	0	0	0	0	153	65	31	0	0	0	0	0	0
November 2030	25	0	0	0	0	0	0	0	0	157	54	23	0	0	0	0	0	0
November 2031	19	0	0	0	0	0	0	0	0	161	44	17	0	0	0	0	0	0
November 2032	12	0	0	0	0	0	0	0	0	165	35	11	0	0	0	0	0	0
November 2033	5	0	0	0	0	0	0	0	0	169	27	6	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0	0	163	19	1	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0	0	142	12	0	0	0	0	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	118	5	0	0	0	0	0	0	0
November 2037	0	0	0	0	0	0	0	0	0	94	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	67	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	40	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	10	0	0	0	0	0	0	0	0
November 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	12.8	5.4	4.7	4.7	4.7	3.0	2.1	1.3	0.7	25.2	17.3	14.7	4.2	1.8	0.6	0.4	0.2	0.1

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
 ** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
 † 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—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—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 4 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Trust MBS” in this prospectus supplement. A portion of the Group 4 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 4 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 Accrual Classes and the Notional Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	365% PSA
2	265% PSA
3	270% PSA
4	225% PSA
5	259% 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 J.P. Morgan Securities LLC (the “Dealer”) in exchange for the Trust MBS and the Group 5 Underlying REMIC Certificate. 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

Katten Muchin Rosenman LLP will provide legal representation for Fannie Mae. Cleary Gottlieb Steen & Hamilton LLP will provide legal representation for the Dealer.

Group 5 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	November 2012 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC (in months)	Approximate Weighted Average WALA (in months)
2011-96	BC	September 2011	3136A1QB4	2.5%	FIX	May 2041	SEQ	\$100,000,000	0.82085599	\$24,625,679.00	333	22

(1) See “Description of 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						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
AM	\$30,000,000	AP	\$30,000,000	PAC	2.0%	FIX	3136AACG8	December 2032
IA	5,000,000(3)							
Recombination 2								
AM	30,000,000	AU	30,000,000	PAC	2.5	FIX	3136AACH6	December 2032
IA	10,000,000(3)							
Recombination 3								
AM	30,000,000	A	30,000,000	PAC	3.0	FIX	3136AACJ2	December 2032
IA	15,000,000(3)							
Recombination 4								
GC	14,740,445	GA	16,583,001	PAC	2.5	FIX	3136AACK9	September 2042
FG	1,842,556							
SG	1,842,556(3)							
Recombination 5								
GC	14,740,445	GD	18,952,000	PAC	3.0	FIX	3136AACL7	September 2042
FG	4,211,555							
SG	4,211,555(3)							

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

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

(3) Notional balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional balances are calculated.

Principal Balance Schedules

Aggregate Group I Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$456,722,550.00	October 2017	\$187,608,906.30	September 2022	\$ 42,782,693.88
December 2012	455,201,878.02	November 2017	183,434,688.96	October 2022	41,697,268.50
January 2013	453,479,025.27	December 2017	179,309,722.62	November 2022	40,638,695.52
February 2013	451,554,915.90	January 2018	175,233,447.75	December 2022	39,606,322.59
March 2013	449,430,680.97	February 2018	171,205,310.88	January 2023	38,599,512.96
April 2013	447,107,657.97	March 2018	167,224,764.84	February 2023	37,617,645.21
May 2013	444,587,390.01	April 2018	163,291,268.43	March 2023	36,660,112.80
June 2013	441,871,624.56	May 2018	159,404,286.51	April 2023	35,726,323.74
July 2013	438,962,311.92	June 2018	155,563,289.91	May 2023	34,815,700.17
August 2013	435,861,603.27	July 2018	151,767,755.25	June 2023	33,927,678.21
September 2013	432,571,848.42	August 2018	148,019,062.35	July 2023	33,061,707.45
October 2013	429,095,593.14	September 2018	144,361,334.25	August 2023	32,217,250.71
November 2013	425,435,576.34	October 2018	140,792,392.80	September 2023	31,393,783.68
December 2013	421,594,726.59	November 2018	137,310,111.45	October 2023	30,590,794.71
January 2014	417,576,158.55	December 2018	133,912,414.08	November 2023	29,807,784.42
February 2014	413,383,169.07	January 2019	130,597,273.77	December 2023	29,044,265.37
March 2014	409,019,232.75	February 2019	127,362,711.72	January 2024	28,299,761.94
April 2014	404,487,997.35	March 2019	124,206,796.05	February 2024	27,573,809.88
May 2014	399,793,278.99	April 2019	121,127,640.66	March 2024	26,865,956.10
June 2014	394,939,056.69	May 2019	118,123,404.24	April 2024	26,175,758.49
July 2014	389,929,467.03	June 2019	115,192,289.22	May 2024	25,502,785.47
August 2014	384,768,798.24	July 2019	112,332,540.66	June 2024	24,846,615.96
September 2014	379,461,484.17	August 2019	109,542,445.29	July 2024	24,206,838.96
October 2014	374,012,097.84	September 2019	106,820,330.52	August 2024	23,583,053.37
November 2014	368,425,345.02	October 2019	104,164,563.51	September 2024	22,974,867.75
December 2014	362,706,057.21	November 2019	101,573,550.21	October 2024	22,381,900.14
January 2015	356,859,184.71	December 2019	99,045,734.43	November 2024	21,803,777.73
February 2015	350,889,789.33	January 2020	96,579,597.00	December 2024	21,240,136.77
March 2015	344,803,036.98	February 2020	94,173,654.84	January 2025	20,690,622.21
April 2015	338,787,171.72	March 2020	91,826,460.12	February 2025	20,154,887.61
May 2015	332,841,394.41	April 2020	89,536,599.51	March 2025	19,632,594.90
June 2015	326,964,914.70	May 2020	87,302,693.22	April 2025	19,123,414.11
July 2015	321,156,950.97	June 2020	85,123,394.31	May 2025	18,627,023.34
August 2015	315,416,730.33	July 2020	82,997,387.97	June 2025	18,143,108.40
September 2015	309,743,488.35	August 2020	80,923,390.56	July 2025	17,671,362.72
October 2015	304,136,469.03	September 2020	78,900,149.13	August 2025	17,211,487.08
November 2015	298,594,924.77	October 2020	76,926,440.46	September 2025	16,763,189.58
December 2015	293,118,116.25	November 2020	75,001,070.52	October 2025	16,326,185.31
January 2016	287,705,312.34	December 2020	73,122,873.72	November 2025	15,900,196.32
February 2016	282,355,789.89	January 2021	71,290,712.28	December 2025	15,484,951.38
March 2016	277,068,833.85	February 2021	69,503,475.45	January 2026	15,080,185.74
April 2016	271,843,737.09	March 2021	67,760,079.03	February 2026	14,685,641.16
May 2016	266,679,800.25	April 2021	66,059,464.65	March 2026	14,301,065.61
June 2016	261,576,331.71	May 2021	64,400,599.23	April 2026	13,926,213.15
July 2016	256,532,647.56	June 2021	62,782,474.26	May 2026	13,560,843.90
August 2016	251,548,071.42	July 2021	61,204,105.32	June 2026	13,204,723.65
September 2016	246,621,934.38	August 2021	59,664,531.54	July 2026	12,857,624.01
October 2016	241,753,575.00	September 2021	58,162,814.91	August 2026	12,519,322.05
November 2016	236,942,339.10	October 2021	56,698,039.86	September 2026	12,189,600.24
December 2016	232,187,579.79	November 2021	55,269,312.72	October 2026	11,868,246.39
January 2017	227,488,657.35	December 2021	53,875,761.06	November 2026	11,555,053.44
February 2017	222,844,939.14	January 2022	52,516,533.42	December 2026	11,249,819.37
March 2017	218,255,799.48	February 2022	51,190,798.62	January 2027	10,952,347.05
April 2017	213,720,619.71	March 2022	49,897,745.40	February 2027	10,662,444.12
May 2017	209,238,787.98	April 2022	48,636,581.82	March 2027	10,379,922.96
June 2017	204,809,699.22	May 2022	47,406,534.96	April 2027	10,104,600.48
July 2017	200,432,755.11	June 2022	46,206,850.38	May 2027	9,836,298.06
August 2017	196,107,363.96	July 2022	45,036,791.64	June 2027	9,574,841.43
September 2017	191,832,940.56	August 2022	43,890,640.00	July 2027	9,320,060.55

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2027	\$ 9,071,789.49	September 2032	\$ 1,622,256.18	October 2037	\$ 214,508.49
September 2027	8,829,866.46	October 2032	1,574,549.25	November 2037	206,354.67
October 2027	8,594,133.51	November 2032	1,528,136.73	December 2037	198,449.88
November 2027	8,364,436.62	December 2032	1,482,985.14	January 2038	190,787.16
December 2027	8,140,625.49	January 2033	1,439,061.84	February 2038	183,359.85
January 2028	7,922,553.48	February 2033	1,396,335.00	March 2038	176,161.38
February 2028	7,710,077.58	March 2033	1,354,773.57	April 2038	169,185.39
March 2028	7,503,058.23	April 2033	1,314,347.31	May 2038	162,425.70
April 2028	7,301,359.29	May 2033	1,275,026.73	June 2038	155,876.25
May 2028	7,104,847.95	June 2033	1,236,783.12	July 2038	149,531.19
June 2028	6,913,394.64	July 2033	1,199,588.37	August 2038	143,384.76
July 2028	6,726,872.97	August 2033	1,163,415.24	September 2038	137,431.41
August 2028	6,545,159.64	September 2033	1,128,237.06	October 2038	131,665.74
September 2028	6,368,134.35	October 2033	1,094,027.85	November 2038	126,082.41
October 2028	6,195,679.80	November 2033	1,060,762.35	December 2038	120,676.35
November 2028	6,027,681.51	December 2033	1,028,415.87	January 2039	115,442.49
December 2028	5,864,027.82	January 2034	996,964.35	February 2039	110,376.00
January 2029	5,704,609.83	February 2034	966,384.39	March 2039	105,472.14
February 2029	5,549,321.25	March 2034	936,653.10	April 2039	100,726.26
March 2029	5,398,058.49	April 2034	907,748.28	May 2039	96,133.86
April 2029	5,250,720.45	May 2034	879,648.15	June 2039	91,690.62
May 2029	5,107,208.49	June 2034	852,331.62	July 2039	87,392.25
June 2029	4,967,426.46	July 2034	825,778.02	August 2039	83,234.58
July 2029	4,831,280.49	August 2034	799,967.28	September 2039	79,213.62
August 2029	4,698,679.11	September 2034	774,879.84	October 2039	75,325.41
September 2029	4,569,533.01	October 2034	750,496.59	November 2039	71,566.17
October 2029	4,443,755.13	November 2034	726,798.93	December 2039	67,932.15
November 2029	4,321,260.57	December 2034	703,768.71	January 2040	64,419.72
December 2029	4,201,966.47	January 2035	681,388.32	February 2040	61,025.37
January 2030	4,085,792.04	February 2035	659,640.48	March 2040	57,745.71
February 2030	3,972,658.50	March 2035	638,508.45	April 2040	54,577.35
March 2030	3,862,488.96	April 2035	617,975.85	May 2040	51,517.11
April 2030	3,755,208.51	May 2035	598,026.78	June 2040	48,561.75
May 2030	3,650,743.98	June 2035	578,645.70	July 2040	45,708.27
June 2030	3,549,024.09	July 2035	559,817.46	August 2040	42,953.64
July 2030	3,449,979.27	August 2035	541,527.36	September 2040	40,294.98
August 2030	3,353,541.75	September 2035	523,760.97	October 2040	37,729.44
September 2030	3,259,645.35	October 2035	506,504.37	November 2040	35,254.29
October 2030	3,168,225.54	November 2035	489,743.85	December 2040	32,866.83
November 2030	3,079,219.44	December 2035	473,466.15	January 2041	30,564.48
December 2030	2,992,565.70	January 2036	457,658.34	February 2041	28,344.66
January 2031	2,908,204.41	February 2036	442,307.76	March 2041	26,204.97
February 2031	2,826,077.31	March 2036	427,402.17	April 2041	24,142.98
March 2031	2,746,127.43	April 2036	412,929.54	May 2041	22,156.35
April 2031	2,668,299.30	May 2036	398,878.23	June 2041	20,242.86
May 2031	2,592,538.80	June 2036	385,236.90	July 2041	18,400.23
June 2031	2,518,793.13	July 2036	371,994.42	August 2041	16,626.39
July 2031	2,447,010.87	August 2036	359,140.05	September 2041	14,919.21
August 2031	2,377,141.80	September 2036	346,663.23	October 2041	13,276.68
September 2031	2,309,137.02	October 2036	334,553.79	November 2041	11,696.82
October 2031	2,242,948.80	November 2036	322,801.68	December 2041	10,177.71
November 2031	2,178,530.58	December 2036	311,397.24	January 2042	8,717.52
December 2031	2,115,837.00	January 2037	300,330.99	February 2042	7,314.39
January 2032	2,054,823.84	February 2037	289,593.72	March 2042	5,966.58
February 2032	1,995,447.96	March 2037	279,176.43	April 2042	4,672.38
March 2032	1,937,667.27	April 2037	269,070.39	May 2042	3,430.14
April 2032	1,881,440.79	May 2037	259,267.08	June 2042	2,238.21
May 2032	1,826,728.53	June 2037	249,758.22	July 2042	1,095.03
June 2032	1,773,491.46	July 2037	240,535.68	August 2042 and	
July 2032	1,721,691.60	August 2037	231,591.63	thereafter	0.00
August 2032	1,671,291.90	September 2037	222,918.39		

AM Class Planned Balance

<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	\$30,000,000.00	January 2018	\$13,045,363.44	March 2023	\$ 3,332,812.24
December 2012	29,854,527.20	February 2018	12,800,530.29	April 2023	3,253,712.78
January 2013	29,699,831.40	March 2018	12,557,964.15	May 2023	3,176,239.50
February 2013	29,535,999.37	April 2018	12,317,645.93	June 2023	3,100,361.29
March 2013	29,363,124.90	May 2018	12,079,556.71	July 2023	3,026,047.63
April 2013	29,181,308.73	June 2018	11,843,677.71	August 2023	2,953,268.55
May 2013	28,990,658.47	July 2018	11,609,990.29	September 2023	2,881,994.62
June 2013	28,791,288.49	August 2018	11,378,475.97	October 2023	2,812,196.98
July 2013	28,583,319.82	September 2018	11,149,116.43	November 2023	2,743,847.27
August 2013	28,366,880.03	October 2018	10,921,893.49	December 2023	2,676,917.66
September 2013	28,142,103.09	November 2018	10,696,789.10	January 2024	2,611,380.83
October 2013	27,909,129.27	December 2018	10,473,785.38	February 2024	2,547,209.97
November 2013	27,668,104.99	January 2019	10,253,232.55	March 2024	2,484,378.76
December 2013	27,419,182.65	February 2019	10,036,953.42	April 2024	2,422,861.37
January 2014	27,162,520.47	March 2019	9,824,869.08	May 2024	2,362,632.42
February 2014	26,898,282.37	April 2019	9,616,902.00	June 2024	2,303,667.03
March 2014	26,626,637.74	May 2019	9,412,976.06	July 2024	2,245,940.75
April 2014	26,347,761.32	June 2019	9,213,016.50	August 2024	2,189,429.62
May 2014	26,061,832.94	July 2019	9,016,949.89	September 2024	2,134,110.07
June 2014	25,769,037.39	August 2019	8,824,704.13	October 2024	2,079,959.02
July 2014	25,469,564.20	September 2019	8,636,208.40	November 2024	2,026,953.77
August 2014	25,163,607.43	October 2019	8,451,393.17	December 2024	1,975,072.06
September 2014	24,851,365.44	November 2019	8,270,190.14	January 2025	1,924,292.05
October 2014	24,533,040.72	December 2019	8,092,532.24	February 2025	1,874,592.30
November 2014	24,208,839.61	January 2020	7,918,353.63	March 2025	1,825,951.74
December 2014	23,878,972.13	February 2020	7,747,589.62	April 2025	1,778,349.74
January 2015	23,543,651.71	March 2020	7,580,176.70	May 2025	1,731,766.00
February 2015	23,203,094.95	April 2020	7,416,052.49	June 2025	1,686,180.64
March 2015	22,865,605.48	May 2020	7,255,155.76	July 2025	1,641,574.13
April 2015	22,531,157.79	June 2020	7,097,426.36	August 2025	1,597,927.29
May 2015	22,199,726.58	July 2020	6,942,805.22	September 2025	1,555,221.33
June 2015	21,871,286.78	August 2020	6,791,234.35	October 2025	1,513,437.77
July 2015	21,545,813.47	September 2020	6,642,656.81	November 2025	1,472,558.51
August 2015	21,223,281.98	October 2020	6,497,016.66	December 2025	1,432,565.75
September 2015	20,903,667.81	November 2020	6,354,258.99	January 2026	1,393,442.07
October 2015	20,586,946.66	December 2020	6,214,329.87	February 2026	1,355,170.32
November 2015	20,273,094.42	January 2021	6,077,176.37	March 2026	1,317,733.72
December 2015	19,962,087.19	February 2021	5,942,746.49	April 2026	1,281,115.76
January 2016	19,653,901.24	March 2021	5,810,989.16	May 2026	1,245,300.28
February 2016	19,348,513.03	April 2021	5,681,854.28	June 2026	1,210,271.38
March 2016	19,045,899.24	May 2021	5,555,292.60	July 2026	1,176,013.49
April 2016	18,746,036.70	June 2021	5,431,255.81	August 2026	1,142,511.32
May 2016	18,448,902.44	July 2021	5,309,696.44	September 2026	1,109,749.86
June 2016	18,154,473.68	August 2021	5,190,567.89	October 2026	1,077,714.40
July 2016	17,862,727.81	September 2021	5,073,824.42	November 2026	1,046,390.47
August 2016	17,573,642.41	October 2021	4,959,421.11	December 2026	1,015,763.92
September 2016	17,287,195.23	November 2021	4,847,313.84	January 2027	985,820.82
October 2016	17,003,364.22	December 2021	4,737,459.31	February 2027	956,547.54
November 2016	16,722,127.47	January 2022	4,629,814.99	March 2027	927,930.68
December 2016	16,443,463.29	February 2022	4,524,339.14	April 2027	899,957.09
January 2017	16,167,350.13	March 2022	4,420,990.77	May 2027	872,613.90
February 2017	15,893,766.62	April 2022	4,319,729.64	June 2027	845,888.45
March 2017	15,622,691.57	May 2022	4,220,516.23	July 2027	819,768.33
April 2017	15,354,103.96	June 2022	4,123,311.74	August 2027	794,241.36
May 2017	15,087,982.93	July 2022	4,028,078.10	September 2027	769,295.60
June 2017	14,824,307.78	August 2022	3,934,777.91	October 2027	744,919.33
July 2017	14,563,058.01	September 2022	3,843,374.45	November 2027	721,101.05
August 2017	14,304,213.25	October 2022	3,753,831.69	December 2027	697,829.47
September 2017	14,047,753.30	November 2022	3,666,114.25	January 2028	675,093.54
October 2017	13,793,658.14	December 2022	3,580,187.37	February 2028	652,882.39
November 2017	13,541,907.89	January 2023	3,496,016.96	March 2028	631,185.37
December 2017	13,292,482.84	February 2023	3,413,569.54	April 2028	609,992.04

AM 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>
May 2028	\$ 589,292.13	November 2029	\$ 290,482.28	May 2031	\$ 100,419.29
June 2028	569,075.61	December 2029	277,449.10	June 2031	92,291.82
July 2028	549,332.59	January 2030	264,740.90	July 2031	84,384.78
August 2028	530,053.41	February 2030	252,350.84	August 2031	76,693.39
September 2028	511,228.57	March 2030	240,272.23	September 2031	69,212.96
October 2028	492,848.77	April 2030	228,498.50	October 2031	61,938.89
November 2028	474,904.86	May 2030	217,023.22	November 2031	54,866.66
December 2028	457,387.89	June 2030	205,840.08	December 2031	47,991.86
January 2029	440,289.07	July 2030	194,942.89	January 2032	41,310.14
February 2029	423,599.78	August 2030	184,325.57	February 2032	34,817.27
March 2029	407,311.57	September 2030	173,982.17	March 2032	28,509.08
April 2029	391,416.15	October 2030	163,906.86	April 2032	22,381.48
May 2029	375,905.38	November 2030	154,093.91	May 2032	16,430.48
June 2029	360,771.28	December 2030	144,537.72	June 2032	10,652.15
July 2029	346,006.03	January 2031	135,232.79	July 2032	5,042.66
August 2029	331,601.96	February 2031	126,173.71	August 2032 and thereafter	0.00
September 2029	317,551.54	March 2031	117,355.21		
October 2029	303,847.40	April 2031	108,772.10		

Aggregate Group II Planned Balance

<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	\$19,338,900.00	January 2016	\$13,758,981.14	March 2019	\$ 7,717,196.95
December 2012	19,288,529.32	February 2016	13,572,744.58	April 2019	7,584,031.98
January 2013	19,231,838.96	March 2016	13,388,131.63	May 2019	7,452,047.82
February 2013	19,168,852.68	April 2016	13,205,128.79	June 2019	7,321,234.56
March 2013	19,099,599.12	May 2016	13,023,722.67	July 2019	7,191,582.39
April 2013	19,024,111.77	June 2016	12,843,900.00	August 2019	7,063,081.56
May 2013	18,942,428.95	July 2016	12,665,647.61	September 2019	6,935,722.41
June 2013	18,854,593.79	August 2016	12,488,952.44	October 2019	6,809,495.37
July 2013	18,760,654.20	September 2016	12,313,801.52	November 2019	6,684,390.94
August 2013	18,660,662.86	October 2016	12,140,182.01	December 2019	6,560,399.68
September 2013	18,554,677.10	November 2016	11,968,081.16	January 2020	6,437,776.12
October 2013	18,442,758.96	December 2016	11,797,486.32	February 2020	6,317,364.07
November 2013	18,324,975.03	January 2017	11,628,384.96	March 2020	6,199,124.60
December 2013	18,201,396.48	February 2017	11,460,764.64	April 2020	6,083,019.44
January 2014	18,072,098.90	March 2017	11,294,613.01	May 2020	5,969,010.98
February 2014	17,937,162.34	April 2017	11,129,917.85	June 2020	5,857,062.26
March 2014	17,796,671.11	May 2017	10,966,667.00	July 2020	5,747,136.97
April 2014	17,650,713.79	June 2017	10,804,848.43	August 2020	5,639,199.43
May 2014	17,499,383.10	July 2017	10,644,450.20	September 2020	5,533,214.56
June 2014	17,342,775.79	August 2017	10,485,460.45	October 2020	5,429,147.92
July 2014	17,180,992.58	September 2017	10,327,867.45	November 2020	5,326,965.64
August 2014	17,014,138.02	October 2017	10,171,659.53	December 2020	5,226,634.44
September 2014	16,842,320.39	November 2017	10,016,825.14	January 2021	5,128,121.64
October 2014	16,665,651.59	December 2017	9,863,352.80	February 2021	5,031,395.09
November 2014	16,484,247.00	January 2018	9,711,231.16	March 2021	4,936,423.24
December 2014	16,298,225.38	February 2018	9,560,448.92	April 2021	4,843,175.06
January 2015	16,107,708.73	March 2018	9,410,994.90	May 2021	4,751,620.06
February 2015	15,912,822.13	April 2018	9,262,858.00	June 2021	4,661,728.29
March 2015	15,713,693.65	May 2018	9,116,027.21	July 2021	4,573,470.32
April 2015	15,510,454.16	June 2018	8,970,491.62	August 2021	4,486,817.21
May 2015	15,308,979.43	July 2018	8,826,240.39	September 2021	4,401,740.56
June 2015	15,109,254.83	August 2018	8,683,262.79	October 2021	4,318,212.44
July 2015	14,911,265.83	September 2018	8,541,548.16	November 2021	4,236,205.41
August 2015	14,714,998.03	October 2018	8,401,085.93	December 2021	4,155,692.49
September 2015	14,520,437.15	November 2018	8,261,865.62	January 2022	4,076,647.21
October 2015	14,327,569.02	December 2018	8,123,876.84	February 2022	3,999,043.52
November 2015	14,136,379.58	January 2019	7,987,109.27	March 2022	3,922,855.86
December 2015	13,946,854.90	February 2019	7,851,552.69	April 2022	3,848,059.07

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>
May 2022	\$ 3,774,628.47	July 2027	\$ 1,100,406.12	September 2032	\$ 284,385.34
June 2022	3,702,539.79	August 2027	1,077,928.57	October 2032	277,793.20
July 2022	3,631,769.19	September 2027	1,055,878.72	November 2032	271,334.87
August 2022	3,562,293.23	October 2027	1,034,248.78	December 2032	265,007.81
September 2022	3,494,088.90	November 2027	1,013,031.07	January 2033	258,809.52
October 2022	3,427,133.59	December 2027	992,218.08	February 2033	252,737.57
November 2022	3,361,405.06	January 2028	971,802.41	March 2033	246,789.55
December 2022	3,296,881.47	February 2028	951,776.80	April 2033	240,963.11
January 2023	3,233,541.39	March 2028	932,134.11	May 2033	235,255.92
February 2023	3,171,363.71	April 2028	912,867.33	June 2033	229,665.73
March 2023	3,110,327.74	May 2028	893,969.59	July 2033	224,190.29
April 2023	3,050,413.12	June 2028	875,434.12	August 2033	218,827.42
May 2023	2,991,599.85	July 2028	857,254.28	September 2033	213,574.96
June 2023	2,933,868.29	August 2028	839,423.56	October 2033	208,430.82
July 2023	2,877,199.14	September 2028	821,935.55	November 2033	203,392.91
August 2023	2,821,573.43	October 2028	804,783.95	December 2033	198,459.20
September 2023	2,766,972.52	November 2028	787,962.59	January 2034	193,627.70
October 2023	2,713,378.11	December 2028	771,465.40	February 2034	188,896.45
November 2023	2,660,772.21	January 2029	755,286.41	March 2034	184,263.51
December 2023	2,609,137.15	February 2029	739,419.78	April 2034	179,727.01
January 2024	2,558,455.57	March 2029	723,859.76	May 2034	175,285.08
February 2024	2,508,710.39	April 2029	708,600.69	June 2034	170,935.91
March 2024	2,459,884.88	May 2029	693,637.03	July 2034	166,677.71
April 2024	2,411,962.54	June 2029	678,963.34	August 2034	162,508.73
May 2024	2,364,927.22	July 2029	664,574.26	September 2034	158,427.24
June 2024	2,318,763.00	August 2029	650,464.54	October 2034	154,431.56
July 2024	2,273,454.29	September 2029	636,629.02	November 2034	150,520.02
August 2024	2,228,985.72	October 2029	623,062.63	December 2034	146,691.01
September 2024	2,185,342.24	November 2029	609,760.40	January 2035	142,942.91
October 2024	2,142,509.02	December 2029	596,717.44	February 2035	139,274.16
November 2024	2,100,471.53	January 2030	583,928.94	March 2035	135,683.22
December 2024	2,059,215.47	February 2030	571,390.20	April 2035	132,168.59
January 2025	2,018,726.79	March 2030	559,096.58	May 2035	128,728.77
February 2025	1,978,991.69	April 2030	547,043.53	June 2035	125,362.31
March 2025	1,939,996.64	May 2030	535,226.60	July 2035	122,067.78
April 2025	1,901,728.30	June 2030	523,641.39	August 2035	118,843.77
May 2025	1,864,173.60	July 2030	512,283.60	September 2035	115,688.92
June 2025	1,827,319.69	August 2030	501,149.01	October 2035	112,601.87
July 2025	1,791,153.95	September 2030	490,233.45	November 2035	109,581.30
August 2025	1,755,663.96	October 2030	479,532.85	December 2035	106,625.90
September 2025	1,720,837.54	November 2030	469,043.21	January 2036	103,734.39
October 2025	1,686,662.73	December 2030	458,760.60	February 2036	100,905.52
November 2025	1,653,127.77	January 2031	448,681.14	March 2036	98,138.07
December 2025	1,620,221.10	February 2031	438,801.05	April 2036	95,430.82
January 2026	1,587,931.37	March 2031	429,116.61	May 2036	92,782.59
February 2026	1,556,247.44	April 2031	419,624.15	June 2036	90,192.21
March 2026	1,525,158.35	May 2031	410,320.09	July 2036	87,658.55
April 2026	1,494,653.34	June 2031	401,200.91	August 2036	85,180.49
May 2026	1,464,721.85	July 2031	392,263.13	September 2036	82,756.92
June 2026	1,435,353.50	August 2031	383,503.36	October 2036	80,386.77
July 2026	1,406,538.07	September 2031	374,918.26	November 2036	78,068.97
August 2026	1,378,265.57	October 2031	366,504.55	December 2036	75,802.50
September 2026	1,350,526.13	November 2031	358,259.01	January 2037	73,586.33
October 2026	1,323,310.11	December 2031	350,178.49	February 2037	71,419.46
November 2026	1,296,607.98	January 2032	342,259.87	March 2037	69,300.91
December 2026	1,270,410.44	February 2032	334,500.12	April 2037	67,229.71
January 2027	1,244,708.31	March 2032	326,896.23	May 2037	65,204.93
February 2027	1,219,492.60	April 2032	319,445.28	June 2037	63,225.64
March 2027	1,194,754.45	May 2032	312,144.37	July 2037	61,290.91
April 2027	1,170,485.19	June 2032	304,990.68	August 2037	59,399.88
May 2027	1,146,676.27	July 2032	297,981.43	September 2037	57,551.64
June 2027	1,123,319.33	August 2032	291,113.87	October 2037	55,745.36

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 2037	\$ 53,980.18	July 2039	\$ 26,141.63	March 2041	\$ 9,112.16
December 2037	52,255.28	August 2039	25,070.64	April 2041	8,471.34
January 2038	50,569.84	September 2039	24,025.76	May 2041	7,847.56
February 2038	48,923.07	October 2039	23,006.45	June 2041	7,240.45
March 2038	47,314.19	November 2039	22,012.17	July 2041	6,649.67
April 2038	45,742.43	December 2039	21,042.41	August 2041	6,074.84
May 2038	44,207.04	January 2040	20,096.65	September 2041	5,515.64
June 2038	42,707.28	February 2040	19,174.39	October 2041	4,971.71
July 2038	41,242.43	March 2040	18,275.14	November 2041	4,442.74
August 2038	39,811.78	April 2040	17,398.41	December 2041	3,928.38
September 2038	38,414.63	May 2040	16,543.74	January 2042	3,428.33
October 2038	37,050.30	June 2040	15,710.65	February 2042	2,942.26
November 2038	35,718.12	July 2040	14,898.70	March 2042	2,469.88
December 2038	34,417.42	August 2040	14,107.44	April 2042	2,010.89
January 2039	33,147.57	September 2040	13,336.43	May 2042	1,564.98
February 2039	31,907.94	October 2040	12,585.24	June 2042	1,131.87
March 2039	30,697.89	November 2040	11,853.45	July 2042	711.27
April 2039	29,516.83	December 2040	11,140.65	August 2042	302.92
May 2039	28,364.16	January 2041	10,446.43	September 2042 and thereafter	0.00
June 2039	27,239.28	February 2041	9,770.39		

DP Class Planned Balance

<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	\$18,810,323.00	November 2015	\$11,438,120.41	November 2018	\$ 5,925,317.70
December 2012	18,604,934.24	December 2015	11,260,217.00	December 2018	5,796,720.37
January 2013	18,406,148.16	January 2016	11,083,865.58	January 2019	5,670,439.92
February 2013	18,201,979.30	February 2016	10,909,053.28	February 2019	5,546,435.66
March 2013	17,992,561.35	March 2016	10,735,767.34	March 2019	5,424,667.59
April 2013	17,778,031.69	April 2016	10,563,995.11	April 2019	5,305,096.42
May 2013	17,558,531.26	May 2016	10,393,724.03	May 2019	5,187,683.52
June 2013	17,334,204.38	June 2016	10,224,941.64	June 2019	5,072,390.93
July 2013	17,105,198.58	July 2016	10,057,635.60	July 2019	4,959,181.36
August 2013	16,878,167.03	August 2016	9,891,793.65	August 2019	4,848,018.15
September 2013	16,653,093.45	September 2016	9,727,403.63	September 2019	4,738,865.28
October 2013	16,429,961.71	October 2016	9,564,453.49	October 2019	4,631,687.34
November 2013	16,208,755.79	November 2016	9,402,931.26	November 2019	4,526,449.56
December 2013	15,989,459.82	December 2016	9,242,825.10	December 2019	4,423,117.73
January 2014	15,772,058.04	January 2017	9,084,123.23	January 2020	4,321,658.28
February 2014	15,556,534.83	February 2017	8,926,813.98	February 2020	4,222,038.18
March 2014	15,342,874.68	March 2017	8,770,885.77	March 2020	4,124,225.00
April 2014	15,131,062.23	April 2017	8,616,327.12	April 2020	4,028,186.85
May 2014	14,921,082.23	May 2017	8,463,126.64	May 2020	3,933,892.41
June 2014	14,712,919.53	June 2017	8,311,273.04	June 2020	3,841,310.88
July 2014	14,506,559.15	July 2017	8,160,755.10	July 2020	3,750,412.02
August 2014	14,301,986.20	August 2017	8,011,561.72	August 2020	3,661,166.10
September 2014	14,099,185.90	September 2017	7,863,681.86	September 2020	3,573,543.90
October 2014	13,898,143.62	October 2017	7,717,104.59	October 2020	3,487,516.71
November 2014	13,698,844.82	November 2017	7,571,819.06	November 2020	3,403,056.34
December 2014	13,501,275.11	December 2017	7,427,814.51	December 2020	3,320,135.05
January 2015	13,305,420.17	January 2018	7,285,080.27	January 2021	3,238,725.61
February 2015	13,111,265.84	February 2018	7,143,605.75	February 2021	3,158,801.25
March 2015	12,918,798.05	March 2018	7,003,380.45	March 2021	3,080,335.66
April 2015	12,728,002.84	April 2018	6,864,393.96	April 2021	3,003,303.01
May 2015	12,538,866.39	May 2018	6,726,635.94	May 2021	2,927,677.90
June 2015	12,351,374.96	June 2018	6,590,096.15	June 2021	2,853,435.37
July 2015	12,165,514.93	July 2018	6,454,764.42	July 2021	2,780,550.90
August 2015	11,981,272.81	August 2018	6,320,630.67	August 2021	2,709,000.38
September 2015	11,798,635.19	September 2018	6,187,684.90	September 2021	2,638,760.16
October 2015	11,617,588.79	October 2018	6,055,917.19	October 2021	2,569,806.95

DP 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>
November 2021	\$ 2,502,117.90	September 2023	\$ 1,291,208.13	July 2025	\$ 489,888.29
December 2021	2,435,670.55	October 2023	1,247,119.30	August 2025	460,815.86
January 2022	2,370,442.82	November 2023	1,203,850.94	September 2025	432,293.28
February 2022	2,306,413.03	December 2023	1,161,388.35	October 2025	404,310.59
March 2022	2,243,559.85	January 2024	1,119,717.05	November 2025	376,857.99
April 2022	2,181,862.37	February 2024	1,078,822.84	December 2025	349,925.87
May 2022	2,121,299.99	March 2024	1,038,691.75	January 2026	323,504.77
June 2022	2,061,852.50	April 2024	999,310.06	February 2026	297,585.42
July 2022	2,003,500.04	May 2024	960,664.31	March 2026	272,158.70
August 2022	1,946,223.09	June 2024	922,741.25	April 2026	247,215.64
September 2022	1,890,002.48	July 2024	885,527.87	May 2026	222,747.46
October 2022	1,834,819.35	August 2024	849,011.40	June 2026	198,745.50
November 2022	1,780,655.20	September 2024	813,179.28	July 2026	175,201.29
December 2022	1,727,491.83	October 2024	778,019.18	August 2026	152,106.47
January 2023	1,675,311.37	November 2024	743,518.98	September 2026	129,452.85
February 2023	1,624,096.26	December 2024	709,666.77	October 2026	107,232.39
March 2023	1,573,829.24	January 2025	676,450.87	November 2026	85,437.18
April 2023	1,524,493.36	February 2025	643,859.77	December 2026	64,059.46
May 2023	1,476,071.96	March 2025	611,882.20	January 2027	43,091.60
June 2023	1,428,548.68	April 2025	580,507.07	February 2027	22,526.11
July 2023	1,381,907.43	May 2025	549,723.47	March 2027	2,355.63
August 2023	1,336,132.42	June 2025	519,520.72	April 2027 and thereafter	0.00

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

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

TABLE OF CONTENTS

	Page
Table of Contents	S- 2
Available Information	S- 3
Summary	S- 4
Additional Risk Factors	S- 7
Description of the Certificates	S- 7
Certain Additional Federal Income Tax Consequences	S-21
Plan of Distribution	S-23
Legal Matters	S-23
Exhibit A	A- 1
Schedule 1	A- 2
Principal Balance Schedules	B- 1

\$795,327,564



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2012-131

PROSPECTUS SUPPLEMENT

J.P. Morgan

November 26, 2012
