

\$372,436,281



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2013-82**

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
PH	1	\$ 88,549,000	PAC	4.00%	FIX	3136AFWY6	August 2043
TF	1	20,447,842	SUP	(2)	FLT	3136AFWZ3	August 2043
TS	1	7,667,940	SUP	(2)	INV	3136AFXA7	August 2043
MA	2	35,000,000	SC/PT	4.00	FIX	3136AFXB5	April 2039
BP	3	100,906,800	PAC	2.75	FIX	3136AFXC3	December 2042
FH	3	50,453,400	PAC	(2)	FLT	3136AFXD1	December 2042
SH	3	50,453,400(3)	NLT	(2)	INV/IO	3136AFXE9	December 2042
LX(4)	3	8,374,207	PAC	4.00	FIX	3136AFXF6	August 2043
CX(4)	3	61,037,092	SUP	4.00	FIX	3136AFXG4	August 2043
R		0	NPR	0	NPR	3136AFXH2	August 2043
RL		0	NPR	0	NPR	3136AFXJ8	August 2043

- (1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
(2) Based on LIBOR.

- (3) Notional principal balance. This class is an interest only class. See page S-5 for a description of how its notional principal balance is 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 FB and SB 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 July 30, 2013.

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.

J.P. Morgan

July 24, 2013

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AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated August 1, 2012 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - March 1, 2013, for all MBS issued on or after March 1, 2013,
 - February 1, 2012, for all MBS issued on or after February 1, 2012 and prior to March 1, 2013,
 - 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 the Group 2 Class or the R or RL Class, the disclosure document relating to the underlying REMIC and RCR certificates (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 March 1, 2013.

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 July 1, 2013. 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	Class 2013-33-UB RCR Certificate Class 2013-33-UF REMIC Certificate Class 2013-33-US REMIC Certificate
3	Group 3 MBS

Group 1 and Group 3

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	\$116,664,782	4.00%	4.25% to 6.50%	241 to 360
Group 3 MBS	\$220,771,499	4.00%	4.25% to 6.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$116,664,782	360	340	12	4.482%
Group 3 MBS	\$220,771,499	360	343	15	4.463%

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 2

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

Settlement Date

We expect to issue the certificates on July 30, 2013.

Distribution Dates

We will make payments on the certificates on the 25th day of each calendar month, or on the next business day if the 25th day is not a business day.

Record Date

On each distribution date, we will make each monthly payment on the certificates to holders of record on the last day of the preceding month.

Book-Entry and Physical Certificates

We will issue the classes of certificates in the following forms:

<u>Fed Book-Entry</u>	<u>Physical</u>
All classes of certificates other than the R and RL Classes	R and RL Classes

Exchanging Certificates Through Combination and Recombination

If you own certificates of a class designated as “exchangeable” on the cover of this prospectus supplement, you will be able to exchange them for a proportionate interest in the related RCR certificates. Schedule 1 lists the available combination 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>
TF	1.29103%	5.50000%	1.10%	LIBOR + 110 basis points
TS	11.22391%	11.73333%	0.00%	$11.73333\% - (2.66666693 \times \text{LIBOR})$
FH	0.64278%	6.50000%	0.45%	LIBOR + 45 basis points
SH	5.85722%	6.05000%	0.00%	$6.05\% - \text{LIBOR}$
FB	1.29278%	5.50000%	1.10%	LIBOR + 110 basis points
SB	11.21925%	11.73333%	0.00%	$11.73333\% - (2.66666653 \times \text{LIBOR})$

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

Notional Class

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

<u>Class</u>
SH 100% of the FH 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>115%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	<u>1000%</u>
PH	16.8	7.0	6.7	6.7	6.7	3.8	2.7	2.1	1.9
TF and TS	28.3	19.7	18.1	5.3	2.5	0.9	0.6	0.5	0.4

<u>Group 2 Class</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>199%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1000%</u>
MA	15.8	7.5	5.0	2.9	2.1	1.7	1.4

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>50%</u>	<u>101%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	<u>1000%</u>
BP, FH and SH	15.9	8.4	6.0	6.0	6.0	3.3	2.4	1.8	1.6
LX	25.6	20.6	20.5	20.5	20.5	11.5	7.9	5.7	5.0
CX	28.0	23.3	18.5	5.0	2.4	0.8	0.6	0.4	0.4
FB and SB	27.7	23.0	18.8	6.8	4.6	2.1	1.5	1.1	1.0

* 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. Finally, if we determine that the above methods for establishing LIBOR are no longer

viable, we may in our discretion designate an alternative method or, if appropriate, an alternative index for the determination of monthly interest rates on the floating rate and inverse floating rate classes. We will designate any such alternative taking into account general comparability and other factors; however, in such case, we can provide no assurance that such alternative will yield the same or similar economic results over the lives of the related classes.

Payments on the Group 2 Class will be affected by the payment priority governing the related underlying REMIC and RCR certificates. If you invest in the Group 2 Class, the rate at which you receive payments will be affected by the priority sequence governing principal payments (or notional balance reductions) on the Group 2 Underlying REMIC and RCR Certificates.

You may obtain additional information about the Group 2 Underlying REMIC and RCR Certificates by reviewing their current class factors 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 July 1, 2013 (the "Issue Date"). We will issue the Guaranteed REMIC Pass-Through Certificates (the "REMIC Certificates") pursuant to that trust agreement and supplement. We will issue the Combinable and Recombinable REMIC Certificates (the "RCR Certificates") and, together with the REMIC Certificates, the "Certificates") pursuant to a separate trust agreement dated as of May 1, 2010 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement relating to the REMIC Certificates, the "Trust Agreement"). We will execute the Trust Agreement in our corporate capacity and as trustee (the "Trustee"). In general, the term "Classes" includes the Classes of REMIC Certificates and RCR Certificates.

The assets of the Trust will include:

- two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," and "Group 3 MBS," and together, the "Trust MBS"), and

- one group of previously issued REMIC and RCR certificates (the “Group 2 Underlying REMIC and RCR Certificates”) issued from the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”), as further described in Exhibit A.

The Group 2 Underlying REMIC and RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the “MBS”).

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

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

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

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC	Trust MBS and Group 2 Underlying REMIC and RCR Certificates	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 2 Underlying REMIC and RCR Certificates, 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>
Interest Only and Inverse Floating Rate Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The 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.

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

The Group 2 Underlying REMIC and RCR Certificates

The Group 2 Underlying REMIC and RCR Certificates represent 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 Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

In addition, the Mortgage Loans backing the Group 2 Underlying REMIC and RCR Certificates have been refinanced under Fannie Mae Refi Plus and are designated as “high loan-to-value ratio” loans, with loan-to-value ratios ranging from greater than 105% up to 125% at the time of refinance. These loans are targeted at borrowers who have demonstrated an acceptable payment history on their mortgage loans but may have been unable to refinance due to a decline in home prices or the unavailability of mortgage insurance. Fannie Mae Refi Plus refinancing is available only if the new mortgage loan either reduces the monthly principal and interest payment for the borrower or provides a more stable loan product (such as movement from an adjustable-rate loan to a fixed rate loan). For more information on the Home Affordable Refinance Program, see “The Mortgage Loans—High Loan-to-Value Mortgage Loans” in the MBS Prospectus dated March 1, 2013 and on our Web site at www.fanniemae.com. See also “Risk Factors—Risks Relating to Yield and Prepayment—Refinancing of Loans; Sale of Property—*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 March 1, 2013.

Distributions on the Group 2 Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 2 Underlying REMIC and RCR Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 2 Underlying REMIC and RCR Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Group 2 Underlying REMIC and RCR Certificates.

For further information about the Group 2 Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 2 Underlying REMIC and RCR Certificates 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 on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date.

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 TF, TS, FB and SB Classes	FH and SH Classes

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

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 Group 1 Principal Distribution Amount in the following priority:

- | | |
|---|-------------------|
| 1. To PH to its Planned Balance. | } PAC Class |
| 2. To TF and TS, pro rata, until retired. | } Support Classes |
| 3. To PH until retired. | } PAC Class |

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

- *Group 2*

The Group 2 Principal Distribution Amount to MA until retired.	} Structured Collateral/Pass-Through Class
--	--

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

- *Group 3*

The Group 3 Principal Distribution Amount in the following priority:

- | | |
|---|-----------------|
| 1. To the Aggregate Group to its Planned Balance. | } PAC Group |
| 2. To CX until retired. | } Support Class |
| 3. To the Aggregate Group to zero. | } PAC Group |

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

The “Aggregate Group” consists of the BP, FH and LX Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group as follows:

first, to BP and FH, pro rata, until retired; and

second, to LX until retired.

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

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 2 Underlying REMIC and RCR Certificates, the applicable priority sequence governing principal payments (or notional principal balance reductions) on the Group 2 Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1 and Group 3—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 July 30, 2013; 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 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 Group. 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 Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Class and Group</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
PH Class Planned Balances	Between 115% and 250% PSA	Between 115% and 250% PSA
Aggregate Group Planned Balances	Between 101% and 250% PSA	Between 101% and 250% PSA

The Aggregate Group consists of the BP, FH and LX Classes.

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

We cannot assure you that the balance of the Aggregate Group or the PH Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of the Aggregate Group or the PH 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 the Aggregate Group or the PH Class to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group or the PH 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 Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Group or the PH Class to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Group and the PH Class might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of the Aggregate Group and the PH Class will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group or the PH Class, if still outstanding, may no longer have an Effective Range, and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables for the Inverse Floating Rate Classes

The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA and, 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 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 TS and SH Classes would lose money on their initial investment under certain Index and prepayment scenarios.

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

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

- the interest rate 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 the Inverse Floating Rate Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
TS	101.00000000%
SH	19.50000000%
SB	97.57495157%

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	115%	215%	250%	500%	700%	900%	1000%
0.10000%	11.5%	11.5%	11.5%	11.2%	10.8%	9.5%	8.7%	7.8%	7.4%
0.19103%	11.3%	11.3%	11.2%	10.9%	10.6%	9.3%	8.4%	7.6%	7.2%
2.19103%	5.9%	5.8%	5.8%	5.6%	5.3%	4.3%	3.7%	3.0%	2.7%
4.40000%	0.0%	0.0%	(0.1)%	(0.2)%	(0.4)%	(1.1)%	(1.5)%	(2.0)%	(2.2)%

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

LIBOR	PSA Prepayment Assumption							
	50%	101%	215%	250%	500%	700%	900%	1000%
0.10000%	23.4%	17.4%	17.4%	17.4%	0.8%	(17.7)%	(38.6)%	(49.7)%
0.19278%	22.8%	16.8%	16.8%	16.8%	0.1%	(18.4)%	(39.3)%	(50.5)%
2.19278%	10.6%	4.3%	4.3%	4.3%	(15.4)%	(35.5)%	(57.5)%	(68.9)%
4.19278%	(3.5)%	(10.3)%	(10.3)%	(10.3)%	(34.5)%	(57.0)%	(80.4)%	(92.2)%
6.05000%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	101%	215%	250%	500%	700%	900%	1000%
0.10000%	12.0%	12.0%	12.2%	12.4%	13.0%	13.4%	13.8%	14.0%
0.19278%	11.7%	11.7%	12.0%	12.1%	12.7%	13.1%	13.5%	13.8%
2.19278%	6.1%	6.2%	6.4%	6.6%	7.2%	7.7%	8.2%	8.5%
4.40000%	0.1%	0.1%	0.4%	0.6%	1.2%	1.8%	2.4%	2.7%

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 Group 1 and Group 3 Classes, and
- in the case of the Group 2 Classes, the applicable priority sequence governing principal payments (or notional principal balance reductions) on the Group 2 Underlying REMIC and RCR Certificates.

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	6.50%
Group 2 Underlying REMIC and RCR Certificates	360 months	356 months	6.00%
Group 3 MBS	360 months	360 months	6.50%

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

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA 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	PH Class									TF and TS Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	115%	215%	250%	500%	700%	900%	1000%	0%	100%	115%	215%	250%	500%	700%	900%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2014	99	93	92	92	92	92	92	86	81	100	100	100	85	80	42	11	0	0
July 2015	97	83	82	82	82	74	56	41	34	100	100	100	65	53	0	0	0	0
July 2016	95	74	72	72	72	50	32	18	13	100	100	100	49	33	0	0	0	0
July 2017	93	66	63	63	63	35	18	8	5	100	100	100	38	18	0	0	0	0
July 2018	92	58	54	54	54	24	10	4	2	100	100	100	29	9	0	0	0	0
July 2019	90	50	46	46	46	16	6	2	1	100	100	100	24	3	0	0	0	0
July 2020	87	43	39	39	39	11	3	1	*	100	100	100	21	*	0	0	0	0
July 2021	85	37	32	32	32	7	2	*	*	100	100	100	20	*	0	0	0	0
July 2022	83	31	26	26	26	5	1	*	*	100	100	98	19	*	0	0	0	0
July 2023	80	25	22	22	22	3	1	*	*	100	100	95	18	*	0	0	0	0
July 2024	77	20	18	18	18	2	*	*	*	100	100	90	16	*	0	0	0	0
July 2025	74	15	15	15	15	2	*	*	*	100	100	85	15	*	0	0	0	0
July 2026	71	12	12	12	12	1	*	*	*	100	94	79	13	*	0	0	0	0
July 2027	67	10	10	10	10	1	*	*	*	100	88	73	12	*	0	0	0	0
July 2028	64	8	8	8	8	*	*	*	*	100	81	67	10	*	0	0	0	0
July 2029	60	6	6	6	6	*	*	*	*	100	74	61	9	*	0	0	0	0
July 2030	56	5	5	5	5	*	*	*	*	100	67	55	8	*	0	0	0	0
July 2031	51	4	4	4	4	*	*	*	*	100	60	49	7	*	0	0	0	0
July 2032	47	3	3	3	3	*	*	*	*	100	53	43	6	*	0	0	0	0
July 2033	42	2	2	2	2	*	*	*	*	100	46	37	5	*	0	0	0	0
July 2034	36	2	2	2	2	*	*	*	0	100	40	31	4	*	0	0	0	0
July 2035	30	1	1	1	1	*	*	*	0	100	33	26	3	*	0	0	0	0
July 2036	24	1	1	1	1	*	*	*	0	100	27	21	2	*	0	0	0	0
July 2037	18	1	1	1	1	*	*	0	0	100	21	17	2	*	0	0	0	0
July 2038	11	*	*	*	*	*	*	0	0	100	16	12	1	*	0	0	0	0
July 2039	3	*	*	*	*	*	*	0	0	100	11	8	1	*	0	0	0	0
July 2040	*	*	*	*	*	*	*	0	0	85	6	5	*	*	0	0	0	0
July 2041	*	*	*	*	*	*	0	0	0	59	1	1	*	*	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	30	0	0	0	0	0	0	0	0
July 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	16.8	7.0	6.7	6.7	6.7	3.8	2.7	2.1	1.9	28.3	19.7	18.1	5.3	2.5	0.9	0.6	0.5	0.4

Date	MA Class							BP, FH and SH† Classes								
	PSA Prepayment Assumption							PSA Prepayment Assumption								
	0%	100%	199%	400%	600%	800%	1000%	0%	50%	101%	215%	250%	500%	700%	900%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2014	98	94	91	84	78	71	64	98	94	91	91	91	91	91	82	76
July 2015	96	86	78	62	47	34	22	97	88	81	81	81	72	52	34	27
July 2016	94	78	65	42	24	11	*	95	81	70	70	70	48	27	12	7
July 2017	92	70	54	28	10	0	0	93	75	61	61	61	31	13	3	0
July 2018	90	63	44	16	1	0	0	91	68	52	52	52	19	5	0	0
July 2019	87	56	35	8	0	0	0	88	62	44	44	44	11	*	0	0
July 2020	85	49	27	2	0	0	0	86	56	36	36	36	6	0	0	0
July 2021	82	43	21	0	0	0	0	83	50	29	29	29	2	0	0	0
July 2022	79	37	15	0	0	0	0	81	45	23	23	23	0	0	0	0
July 2023	76	32	9	0	0	0	0	78	39	18	18	18	0	0	0	0
July 2024	73	26	5	0	0	0	0	75	34	14	14	14	0	0	0	0
July 2025	70	22	1	0	0	0	0	71	28	10	10	10	0	0	0	0
July 2026	66	17	0	0	0	0	0	68	23	7	7	7	0	0	0	0
July 2027	63	13	0	0	0	0	0	64	18	5	5	5	0	0	0	0
July 2028	59	8	0	0	0	0	0	60	13	3	3	3	0	0	0	0
July 2029	54	5	0	0	0	0	0	56	8	1	1	1	0	0	0	0
July 2030	50	1	0	0	0	0	0	51	3	0	0	0	0	0	0	0
July 2031	45	0	0	0	0	0	0	46	0	0	0	0	0	0	0	0
July 2032	40	0	0	0	0	0	0	41	0	0	0	0	0	0	0	0
July 2033	35	0	0	0	0	0	0	35	0	0	0	0	0	0	0	0
July 2034	30	0	0	0	0	0	0	29	0	0	0	0	0	0	0	0
July 2035	24	0	0	0	0	0	0	23	0	0	0	0	0	0	0	0
July 2036	18	0	0	0	0	0	0	16	0	0	0	0	0	0	0	0
July 2037	11	0	0	0	0	0	0	9	0	0	0	0	0	0	0	0
July 2038	4	0	0	0	0	0	0	1	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	15.8	7.5	5.0	2.9	2.1	1.7	1.4	15.9	8.4	6.0	6.0	6.0	3.3	2.4	1.8	1.6

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

Date	LX Class									CX Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	50%	101%	215%	250%	500%	700%	900%	1000%	0%	50%	101%	215%	250%	500%	700%	900%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2014	100	100	100	100	100	100	100	100	100	100	100	100	100	83	77	39	8	0
July 2015	100	100	100	100	100	100	100	100	100	100	100	100	100	62	51	0	0	0
July 2016	100	100	100	100	100	100	100	100	100	100	100	100	100	47	32	0	0	0
July 2017	100	100	100	100	100	100	100	100	89	100	100	100	35	18	0	0	0	0
July 2018	100	100	100	100	100	100	100	66	35	100	100	100	27	9	0	0	0	0
July 2019	100	100	100	100	100	100	100	29	14	100	100	100	22	3	0	0	0	0
July 2020	100	100	100	100	100	100	60	13	5	100	100	100	19	1	0	0	0	0
July 2021	100	100	100	100	100	100	34	6	2	100	100	100	18	0	0	0	0	0
July 2022	100	100	100	100	100	97	19	3	1	100	100	98	17	0	0	0	0	0
July 2023	100	100	100	100	100	65	11	1	*	100	100	96	16	0	0	0	0	0
July 2024	100	100	100	100	100	44	6	1	*	100	100	92	14	0	0	0	0	0
July 2025	100	100	100	100	100	30	3	*	*	100	100	87	13	0	0	0	0	0
July 2026	100	100	100	100	100	20	2	*	*	100	100	82	12	0	0	0	0	0
July 2027	100	100	100	100	100	13	1	*	*	100	100	76	10	0	0	0	0	0
July 2028	100	100	100	100	100	9	1	*	*	100	100	70	9	0	0	0	0	0
July 2029	100	100	100	100	100	6	*	*	*	100	100	64	8	0	0	0	0	0
July 2030	100	100	98	98	98	4	*	*	*	100	100	58	7	0	0	0	0	0
July 2031	100	78	78	78	78	3	*	*	*	100	99	52	6	0	0	0	0	0
July 2032	100	61	61	61	61	2	*	*	*	100	90	46	5	0	0	0	0	0
July 2033	100	47	47	47	47	1	*	*	*	100	81	40	4	0	0	0	0	0
July 2034	100	36	36	36	36	1	*	*	*	100	72	34	3	0	0	0	0	0
July 2035	100	27	27	27	27	*	*	*	*	100	62	29	3	0	0	0	0	0
July 2036	100	20	20	20	20	*	*	*	0	100	53	24	2	0	0	0	0	0
July 2037	100	14	14	14	14	*	*	*	0	100	43	19	2	0	0	0	0	0
July 2038	100	10	10	10	10	*	*	*	0	100	34	14	1	0	0	0	0	0
July 2039	6	6	6	6	6	*	*	0	0	96	24	10	1	0	0	0	0	0
July 2040	3	3	3	3	3	*	*	0	0	74	15	6	*	0	0	0	0	0
July 2041	1	1	1	1	1	*	*	0	0	51	5	2	*	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	26	0	0	0	0	0	0	0	0
July 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	25.6	20.6	20.5	20.5	20.5	11.5	7.9	5.7	5.0	28.0	23.3	18.5	5.0	2.4	0.8	0.6	0.4	0.4

Date	FB and SB Classes								
	PSA Prepayment Assumption								
	0%	50%	101%	215%	250%	500%	700%	900%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100
July 2014	100	100	100	85	80	46	19	12	12
July 2015	100	100	100	67	57	12	12	12	12
July 2016	100	100	100	53	40	12	12	12	12
July 2017	100	100	100	43	28	12	12	12	11
July 2018	100	100	100	36	20	12	12	8	4
July 2019	100	100	100	31	15	12	12	4	2
July 2020	100	100	100	29	13	12	7	2	1
July 2021	100	100	100	28	12	12	4	1	*
July 2022	100	100	99	27	12	12	2	*	*
July 2023	100	100	96	26	12	8	1	*	*
July 2024	100	100	93	25	12	5	1	*	*
July 2025	100	100	89	23	12	4	*	*	*
July 2026	100	100	84	22	12	2	*	*	*
July 2027	100	100	79	21	12	2	*	*	*
July 2028	100	100	74	20	12	1	*	*	*
July 2029	100	100	68	19	12	1	*	*	*
July 2030	100	100	63	18	12	*	*	*	*
July 2031	100	97	55	14	9	*	*	*	*
July 2032	100	87	48	12	7	*	*	*	*
July 2033	100	77	41	9	6	*	*	*	*
July 2034	100	67	35	7	4	*	*	*	0
July 2035	100	58	29	6	3	*	*	*	0
July 2036	100	49	24	4	2	*	*	*	0
July 2037	100	40	19	3	2	*	*	0	0
July 2038	100	31	14	2	1	*	*	0	0
July 2039	85	22	10	1	1	*	*	0	0
July 2040	66	13	6	1	*	*	*	0	0
July 2041	45	5	2	*	*	*	*	0	0
July 2042	23	0	0	0	0	0	0	0	0
July 2043	0	0	0	0	0	0	0	0	0
Weighted Average									
Life (years)**	27.7	23.0	18.8	6.8	4.6	2.1	1.5	1.1	1.0

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

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—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 2 Underlying REMIC and RCR Certificates have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Group 2 Underlying REMIC and RCR Certificates” in this prospectus supplement. A portion of the Group 2 Class 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 March 1, 2013. Accordingly,

special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of the Group 2 Class, and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Class. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	215% PSA
2	199% PSA
3	215% 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 either of those rates or at any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The FB and SB Classes of RCR Certificates are Strip RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to J.P. Morgan Securities LLC (the “Dealer”) in exchange for the Trust MBS and the Group 2 Underlying REMIC and RCR Certificates. 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.

Exhibit A

Group 2 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	July 2013 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-33	UB	March 2013	3136ADDZ9	2.25%	FIX	April 2039	SEQ/AD	\$99,755,295	0.98390299	\$20,588,235	4.053%	346	8
2013-33	UF	March 2013	3136ADDS5	(2)	FLT	April 2039	SEQ/AD	47,106,666	0.98390299	14,411,765	4.053	346	8
2013-33	US	March 2013	3136ADDT3	(2)	INV/IO	April 2039	NTL	47,106,666	0.98390299	14,411,765	4.053	346	8

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

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

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
CX	\$61,037,092	FB	\$50,480,944	SUP	(3)	FLT	3136AFXK5	August 2043
LX	\$ 8,374,207	SB	\$18,930,355	SUP	(3)	INV	3136AFXL3	August 2043

(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) For a description of these interest rates, see “Summary—Interest Rates” in this prospectus supplement.

Principal Balance Schedules

PH Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$88,549,000.00	March 2018	\$50,245,815.94	November 2022	\$21,933,469.96
August 2013	88,083,940.08	April 2018	49,625,799.84	December 2022	21,578,083.81
September 2013	87,596,959.66	May 2018	49,009,811.02	January 2023	21,228,067.57
October 2013	87,088,290.14	June 2018	48,397,824.79	February 2023	20,883,343.24
November 2013	86,558,175.79	July 2018	47,789,816.60	March 2023	20,543,833.93
December 2013	86,006,873.51	August 2018	47,185,762.05	April 2023	20,209,463.85
January 2014	85,434,652.67	September 2018	46,585,636.91	May 2023	19,880,158.28
February 2014	84,841,794.88	October 2018	45,989,417.07	June 2023	19,555,843.55
March 2014	84,228,593.80	November 2018	45,397,078.58	July 2023	19,236,447.06
April 2014	83,595,354.83	December 2018	44,808,597.62	August 2023	18,921,897.20
May 2014	82,942,394.92	January 2019	44,223,950.51	September 2023	18,612,123.42
June 2014	82,270,042.32	February 2019	43,643,113.74	October 2023	18,307,056.15
July 2014	81,578,636.25	March 2019	43,066,063.93	November 2023	18,006,626.80
August 2014	80,868,526.66	April 2019	42,492,777.81	December 2023	17,710,767.76
September 2014	80,140,073.92	May 2019	41,923,232.29	January 2024	17,419,412.40
October 2014	79,393,648.54	June 2019	41,357,404.40	February 2024	17,132,495.01
November 2014	78,629,630.79	July 2019	40,795,271.31	March 2024	16,849,950.83
December 2014	77,848,410.48	August 2019	40,236,810.33	April 2024	16,571,716.01
January 2015	77,050,386.52	September 2019	39,681,998.91	May 2024	16,297,727.62
February 2015	76,257,478.53	October 2019	39,130,814.63	June 2024	16,027,923.61
March 2015	75,469,655.28	November 2019	38,583,235.20	July 2024	15,762,242.82
April 2015	74,686,885.73	December 2019	38,039,238.47	August 2024	15,500,624.97
May 2015	73,909,139.03	January 2020	37,498,802.42	September 2024	15,243,010.63
June 2015	73,136,384.51	February 2020	36,961,905.18	October 2024	14,989,341.21
July 2015	72,368,591.69	March 2020	36,428,524.98	November 2024	14,739,558.96
August 2015	71,605,730.26	April 2020	35,898,640.20	December 2024	14,493,606.95
September 2015	70,847,770.11	May 2020	35,372,229.36	January 2025	14,251,429.07
October 2015	70,094,681.30	June 2020	34,849,271.09	February 2025	14,012,969.99
November 2015	69,346,434.07	July 2020	34,329,744.15	March 2025	13,778,175.20
December 2015	68,602,998.84	August 2020	33,813,627.44	April 2025	13,546,990.94
January 2016	67,864,346.20	September 2020	33,300,899.98	May 2025	13,319,364.22
February 2016	67,130,446.94	October 2020	32,791,540.91	June 2025	13,095,242.83
March 2016	66,401,271.99	November 2020	32,285,529.52	July 2025	12,874,575.26
April 2016	65,676,792.49	December 2020	31,782,845.18	August 2025	12,657,310.79
May 2016	64,956,979.74	January 2021	31,283,467.43	September 2025	12,443,399.37
June 2016	64,241,805.19	February 2021	30,787,764.56	October 2025	12,232,791.71
July 2016	63,531,240.49	March 2021	30,299,461.14	November 2025	12,025,439.20
August 2016	62,825,257.45	April 2021	29,818,450.50	December 2025	11,821,293.92
September 2016	62,123,828.06	May 2021	29,344,627.47	January 2026	11,620,308.66
October 2016	61,426,924.46	June 2021	28,877,888.35	February 2026	11,422,436.86
November 2016	60,734,518.96	July 2021	28,418,130.92	March 2026	11,227,632.63
December 2016	60,046,584.05	August 2021	27,965,254.38	April 2026	11,035,850.76
January 2017	59,363,092.38	September 2021	27,519,159.39	May 2026	10,847,046.65
February 2017	58,684,016.75	October 2021	27,079,747.98	June 2026	10,661,176.36
March 2017	58,009,330.14	November 2021	26,646,923.57	July 2026	10,478,196.58
April 2017	57,339,005.69	December 2021	26,220,590.95	August 2026	10,298,064.62
May 2017	56,673,016.70	January 2022	25,800,656.26	September 2026	10,120,738.39
June 2017	56,011,336.62	February 2022	25,387,026.96	October 2026	9,946,176.41
July 2017	55,353,939.08	March 2022	24,979,611.81	November 2026	9,774,337.80
August 2017	54,700,797.84	April 2022	24,578,320.88	December 2026	9,605,182.26
September 2017	54,051,886.85	May 2022	24,183,065.49	January 2027	9,438,670.06
October 2017	53,407,180.20	June 2022	23,793,758.23	February 2027	9,274,762.06
November 2017	52,766,652.12	July 2022	23,410,312.93	March 2027	9,113,419.67
December 2017	52,130,277.03	August 2022	23,032,644.61	April 2027	8,954,604.85
January 2018	51,498,029.47	September 2022	22,660,669.53	May 2027	8,798,280.12
February 2018	50,869,884.15	October 2022	22,294,305.11	June 2027	8,644,408.51

PH 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>
July 2027	\$ 8,492,953.61	May 2032	\$ 2,831,655.34	March 2037	\$ 702,120.81
August 2027	8,343,879.53	June 2032	2,773,851.06	April 2037	681,516.60
September 2027	8,197,150.87	July 2032	2,717,016.84	May 2037	661,298.47
October 2027	8,052,732.78	August 2032	2,661,137.73	June 2037	641,460.18
November 2027	7,910,590.88	September 2032	2,606,199.04	July 2037	621,995.57
December 2027	7,770,691.28	October 2032	2,552,186.26	August 2037	602,898.55
January 2028	7,633,000.61	November 2032	2,499,085.13	September 2037	584,163.16
February 2028	7,497,485.96	December 2032	2,446,881.56	October 2037	565,783.50
March 2028	7,364,114.89	January 2033	2,395,561.69	November 2037	547,753.78
April 2028	7,232,855.43	February 2033	2,345,111.86	December 2037	530,068.29
May 2028	7,103,676.07	March 2033	2,295,518.62	January 2038	512,721.41
June 2028	6,976,545.77	April 2033	2,246,768.71	February 2038	495,707.58
July 2028	6,851,433.93	May 2033	2,198,849.05	March 2038	479,021.37
August 2028	6,728,310.36	June 2033	2,151,746.77	April 2038	462,657.40
September 2028	6,607,145.36	July 2033	2,105,449.20	May 2038	446,610.38
October 2028	6,487,909.62	August 2033	2,059,943.83	June 2038	430,875.10
November 2028	6,370,574.26	September 2033	2,015,218.36	July 2038	415,446.43
December 2028	6,255,110.82	October 2033	1,971,260.66	August 2038	400,319.32
January 2029	6,141,491.26	November 2033	1,928,058.77	September 2038	385,488.79
February 2029	6,029,687.94	December 2033	1,885,600.92	October 2038	370,949.95
March 2029	5,919,673.60	January 2034	1,843,875.51	November 2038	356,697.96
April 2029	5,811,421.40	February 2034	1,802,871.12	December 2038	342,728.09
May 2029	5,704,904.89	March 2034	1,762,576.48	January 2039	329,035.65
June 2029	5,600,097.98	April 2034	1,722,980.50	February 2039	315,616.04
July 2029	5,496,974.96	May 2034	1,684,072.26	March 2039	302,464.72
August 2029	5,395,510.53	June 2034	1,645,840.98	April 2039	289,577.22
September 2029	5,295,679.70	July 2034	1,608,276.06	May 2039	276,949.15
October 2029	5,197,457.89	August 2034	1,571,367.06	June 2039	264,576.17
November 2029	5,100,820.84	September 2034	1,535,103.67	July 2039	252,454.03
December 2029	5,005,744.67	October 2034	1,499,475.76	August 2039	240,578.52
January 2030	4,912,205.83	November 2034	1,464,473.34	September 2039	228,945.51
February 2030	4,820,181.12	December 2034	1,430,086.55	October 2039	217,550.93
March 2030	4,729,647.67	January 2035	1,396,305.72	November 2039	206,390.77
April 2030	4,640,582.95	February 2035	1,363,121.28	December 2039	195,461.09
May 2030	4,552,964.74	March 2035	1,330,523.83	January 2040	184,758.00
June 2030	4,466,771.17	April 2035	1,298,504.09	February 2040	174,277.67
July 2030	4,381,980.67	May 2035	1,267,052.95	March 2040	164,016.34
August 2030	4,298,571.97	June 2035	1,236,161.39	April 2040	153,970.31
September 2030	4,216,524.15	July 2035	1,205,820.56	May 2040	144,135.91
October 2030	4,135,816.56	August 2035	1,176,021.74	June 2040	134,509.56
November 2030	4,056,428.86	September 2035	1,146,756.31	July 2040	125,087.72
December 2030	3,978,341.01	October 2035	1,118,015.82	August 2040	115,866.90
January 2031	3,901,533.25	November 2035	1,089,791.92	September 2040	106,843.68
February 2031	3,825,986.13	December 2035	1,062,076.39	October 2040	98,014.67
March 2031	3,751,680.47	January 2036	1,034,861.14	November 2040	89,376.56
April 2031	3,678,597.36	February 2036	1,008,138.19	December 2040	80,926.07
May 2031	3,606,718.18	March 2036	981,899.68	January 2041	72,659.98
June 2031	3,536,024.58	April 2036	956,137.88	February 2041	64,575.12
July 2031	3,466,498.48	May 2036	930,845.17	March 2041	56,668.37
August 2031	3,398,122.06	June 2036	906,014.04	April 2041	48,936.65
September 2031	3,330,877.75	July 2036	881,637.09	May 2041	41,376.94
October 2031	3,264,748.25	August 2036	857,707.05	June 2041	33,986.26
November 2031	3,199,716.52	September 2036	834,216.74	July 2041	26,761.67
December 2031	3,135,765.75	October 2036	811,159.09	August 2041	19,700.30
January 2032	3,072,879.39	November 2036	788,527.14	September 2041	12,799.31
February 2032	3,011,041.12	December 2036	766,314.04	October 2041	6,055.89
March 2032	2,950,234.88	January 2037	744,513.03	November 2041 and thereafter	0.00
April 2032	2,890,444.82	February 2037	723,117.48		

Aggregate Group 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	\$159,734,407.00	June 2018	\$ 88,623,992.20	May 2023	\$ 36,918,874.22
August 2013	158,812,514.38	July 2018	87,550,240.30	June 2023	36,318,475.32
September 2013	157,854,711.41	August 2018	86,482,510.58	July 2023	35,727,168.10
October 2013	156,861,411.38	September 2018	85,420,771.10	August 2023	35,144,820.33
November 2013	155,833,045.86	October 2018	84,364,990.05	September 2023	34,571,301.64
December 2013	154,770,064.39	November 2018	83,315,135.84	October 2023	34,006,483.54
January 2014	153,672,934.20	December 2018	82,271,176.99	November 2023	33,450,239.35
February 2014	152,542,139.80	January 2019	81,233,082.22	December 2023	32,902,444.17
March 2014	151,378,182.71	February 2019	80,200,820.40	January 2024	32,362,974.90
April 2014	150,181,581.04	March 2019	79,174,360.56	February 2024	31,831,710.18
May 2014	148,952,869.12	April 2019	78,153,671.91	March 2024	31,308,530.37
June 2014	147,692,597.11	May 2019	77,138,723.80	April 2024	30,793,317.53
July 2014	146,401,330.59	June 2019	76,129,485.75	May 2024	30,285,955.39
August 2014	145,079,650.15	July 2019	75,125,927.43	June 2024	29,786,329.36
September 2014	143,728,150.91	August 2019	74,128,018.70	July 2024	29,294,326.46
October 2014	142,347,442.12	September 2019	73,135,729.53	August 2024	28,809,835.30
November 2014	140,974,381.33	October 2019	72,149,030.07	September 2024	28,332,746.11
December 2014	139,608,928.09	November 2019	71,167,890.65	October 2024	27,862,950.66
January 2015	138,251,042.15	December 2019	70,192,281.71	November 2024	27,400,342.26
February 2015	136,900,683.50	January 2020	69,222,173.88	December 2024	26,944,815.76
March 2015	135,557,812.31	February 2020	68,257,537.93	January 2025	26,496,267.47
April 2015	134,222,388.99	March 2020	67,298,344.77	February 2025	26,054,595.22
May 2015	132,894,374.11	April 2020	66,344,565.49	March 2025	25,619,698.26
June 2015	131,573,728.50	May 2020	65,396,171.31	April 2025	25,191,477.30
July 2015	130,260,413.15	June 2020	64,453,133.61	May 2025	24,769,834.45
August 2015	128,954,389.28	July 2020	63,515,423.91	June 2025	24,354,673.22
September 2015	127,655,618.31	August 2020	62,583,013.89	July 2025	23,945,898.51
October 2015	126,364,061.84	September 2020	61,655,875.37	August 2025	23,543,416.56
November 2015	125,079,681.69	October 2020	60,733,980.33	September 2025	23,147,134.95
December 2015	123,802,439.89	November 2020	59,817,300.89	October 2025	22,756,962.58
January 2016	122,532,298.64	December 2020	58,905,809.30	November 2025	22,372,809.67
February 2016	121,269,220.36	January 2021	57,999,477.97	December 2025	21,994,587.68
March 2016	120,013,167.66	February 2021	57,098,279.46	January 2026	21,622,209.37
April 2016	118,764,103.33	March 2021	56,202,186.47	February 2026	21,255,588.75
May 2016	117,521,990.37	April 2021	55,312,167.71	March 2026	20,894,641.03
June 2016	116,286,791.98	May 2021	54,435,432.24	April 2026	20,539,282.65
July 2016	115,058,471.54	June 2021	53,571,788.55	May 2026	20,189,431.25
August 2016	113,836,992.63	July 2021	52,721,047.82	June 2026	19,845,005.64
September 2016	112,622,319.00	August 2021	51,883,023.91	July 2026	19,505,925.79
October 2016	111,414,414.62	September 2021	51,057,533.31	August 2026	19,172,112.81
November 2016	110,213,243.62	October 2021	50,244,395.09	September 2026	18,843,488.96
December 2016	109,018,770.34	November 2021	49,443,430.87	October 2026	18,519,977.60
January 2017	107,830,959.28	December 2021	48,654,464.81	November 2026	18,201,503.18
February 2017	106,649,775.16	January 2022	47,877,323.54	December 2026	17,887,991.25
March 2017	105,475,182.86	February 2022	47,111,836.13	January 2027	17,579,368.41
April 2017	104,307,147.44	March 2022	46,357,834.09	February 2027	17,275,562.33
May 2017	103,145,634.16	April 2022	45,615,151.28	March 2027	16,976,501.70
June 2017	101,990,608.46	May 2022	44,883,623.94	April 2027	16,682,116.25
July 2017	100,842,035.94	June 2022	44,163,090.60	May 2027	16,392,336.70
August 2017	99,699,882.40	July 2022	43,453,392.09	June 2027	16,107,094.78
September 2017	98,564,113.82	August 2022	42,754,371.48	July 2027	15,826,323.19
October 2017	97,434,696.34	September 2022	42,065,874.08	August 2027	15,549,955.59
November 2017	96,311,596.29	October 2022	41,387,747.36	September 2027	15,277,926.63
December 2017	95,194,780.17	November 2022	40,719,840.98	October 2027	15,010,171.85
January 2018	94,084,214.67	December 2022	40,062,006.70	November 2027	14,746,627.74
February 2018	92,979,866.63	January 2023	39,414,098.39	December 2027	14,487,231.71
March 2018	91,881,703.08	February 2023	38,775,972.01	January 2028	14,231,922.06
April 2018	90,789,691.21	March 2023	38,147,485.52	February 2028	13,980,637.98
May 2018	89,703,798.41	April 2023	37,528,498.93	March 2028	13,733,319.54

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
April 2028	\$ 13,489,907.65	December 2032	\$ 4,604,902.16	August 2037	\$ 1,168,688.73
May 2028	13,250,344.11	January 2033	4,509,455.54	September 2037	1,133,649.11
June 2028	13,014,571.52	February 2033	4,415,620.60	October 2037	1,099,269.83
July 2028	12,782,533.34	March 2033	4,323,372.45	November 2037	1,065,540.16
August 2028	12,554,173.82	April 2033	4,232,686.59	December 2037	1,032,449.52
September 2028	12,329,438.02	May 2033	4,143,538.84	January 2038	999,987.52
October 2028	12,108,271.80	June 2033	4,055,905.40	February 2038	968,143.89
November 2028	11,890,621.80	July 2033	3,969,762.83	March 2038	936,908.55
December 2028	11,676,435.42	August 2033	3,885,088.01	April 2038	906,271.55
January 2029	11,465,660.83	September 2033	3,801,858.17	May 2038	876,223.09
February 2029	11,258,246.94	October 2033	3,720,050.89	June 2038	846,753.54
March 2029	11,054,143.41	November 2033	3,639,644.07	July 2038	817,853.40
April 2029	10,853,300.61	December 2033	3,560,615.93	August 2038	789,513.32
May 2029	10,655,669.64	January 2034	3,482,945.02	September 2038	761,724.08
June 2029	10,461,202.31	February 2034	3,406,610.21	October 2038	734,476.62
July 2029	10,269,851.12	March 2034	3,331,590.66	November 2038	707,762.01
August 2029	10,081,569.26	April 2034	3,257,865.88	December 2038	681,571.45
September 2029	9,896,310.59	May 2034	3,185,415.64	January 2039	655,896.28
October 2029	9,714,029.64	June 2034	3,114,220.04	February 2039	630,727.98
November 2029	9,534,681.62	July 2034	3,044,259.46	March 2039	606,058.14
December 2029	9,358,222.36	August 2034	2,975,514.57	April 2039	581,878.49
January 2030	9,184,608.34	September 2034	2,907,966.34	May 2039	558,180.90
February 2030	9,013,796.68	October 2034	2,841,595.99	June 2039	534,957.34
March 2030	8,845,745.11	November 2034	2,776,385.07	July 2039	512,199.92
April 2030	8,680,411.99	December 2034	2,712,315.36	August 2039	489,900.86
May 2030	8,517,756.26	January 2035	2,649,368.92	September 2039	468,052.51
June 2030	8,357,737.47	February 2035	2,587,528.10	October 2039	446,647.33
July 2030	8,200,315.76	March 2035	2,526,775.48	November 2039	425,677.91
August 2030	8,045,451.84	April 2035	2,467,093.92	December 2039	405,136.92
September 2030	7,893,107.01	May 2035	2,408,466.53	January 2040	385,017.18
October 2030	7,743,243.11	June 2035	2,350,876.66	February 2040	365,311.60
November 2030	7,595,822.54	July 2035	2,294,307.94	March 2040	346,013.21
December 2030	7,450,808.26	August 2035	2,238,744.20	April 2040	327,115.14
January 2031	7,308,163.76	September 2035	2,184,169.55	May 2040	308,610.63
February 2031	7,167,853.06	October 2035	2,130,568.32	June 2040	290,493.01
March 2031	7,029,840.70	November 2035	2,077,925.06	July 2040	272,755.74
April 2031	6,894,091.76	December 2035	2,026,224.58	August 2040	255,392.37
May 2031	6,760,571.80	January 2036	1,975,451.89	September 2040	238,396.53
June 2031	6,629,246.89	February 2036	1,925,592.26	October 2040	221,761.98
July 2031	6,500,083.61	March 2036	1,876,631.13	November 2040	205,482.56
August 2031	6,373,049.01	April 2036	1,828,554.19	December 2040	189,552.20
September 2031	6,248,110.63	May 2036	1,781,347.36	January 2041	173,964.94
October 2031	6,125,236.49	June 2036	1,734,996.73	February 2041	158,714.90
November 2031	6,004,395.05	July 2036	1,689,488.62	March 2041	143,796.30
December 2031	5,885,555.28	August 2036	1,644,809.56	April 2041	129,203.44
January 2032	5,768,686.55	September 2036	1,600,946.28	May 2041	114,930.72
February 2032	5,653,758.71	October 2036	1,557,885.69	June 2041	100,972.62
March 2032	5,540,742.04	November 2036	1,515,614.92	July 2041	87,323.71
April 2032	5,429,607.27	December 2036	1,474,121.30	August 2041	73,978.64
May 2032	5,320,325.53	January 2037	1,433,392.31	September 2041	60,932.14
June 2032	5,212,868.41	February 2037	1,393,415.66	October 2041	48,179.05
July 2032	5,107,207.88	March 2037	1,354,179.23	November 2041	35,714.25
August 2032	5,003,316.35	April 2037	1,315,671.08	December 2041	23,532.73
September 2032	4,901,166.61	May 2037	1,277,879.44	January 2042	11,629.54
October 2032	4,800,731.87	June 2037	1,240,792.75	February 2042 and thereafter	0.00
November 2032	4,701,985.73	July 2037	1,204,399.59		

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

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\$372,436,281



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2013-82

PROSPECTUS SUPPLEMENT

J.P. Morgan

July 24, 2013