

**Prospectus Supplement
(To REMIC Prospectus dated August 1, 2012)**

\$366,191,953



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2013-120**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
HF	1	\$26,339,627	SC/PT	(2)	FLT	3136AHH C7	November 2042
HS(3) . . .	1	5,853,251	SC/PT	(2)	INV	3136AHH D5	November 2042
SX(3) . . .	1	13,169,812(4)	NTL	(2)	INV/IO	3136AHH E3	November 2042
W	2	17,980,179	PT	(5)	WAC	3136AHH F0	December 2053
MX	3	1,000	SC/SEQ/AD	3.0%	FIX	3136AHH G8	August 2033
VC	3	4,806,000	SC/SEQ/AD	3.0	FIX	3136AHH H6	August 2033
CV	3	17,668,000	SC/SEQ/AD	3.0	FIX	3136AHH J2	August 2033
ZC	3	10,030,000	SC/SEQ/AD	3.0	FIX/Z	3136AHH K9	August 2033
ZX	3	1,571	SC/SEQ	3.0	FIX/Z	3136AHH L7	August 2033
TN	4	24,898,500	SC/TAC/AD	3.5	FIX	3136AHH M5	November 2043
TF	4	8,299,500	SC/TAC/AD	(2)	FLT	3136AHH N3	November 2043
TS	4	8,299,500(4)	NTL	(2)	INV/IO	3136AHH P8	November 2043
ZT	4	18,830,403	SC/SUP	4.0	FIX/Z	3136AHH Q6	November 2043

(Table continued on next page)

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The SH, SJ, JB, JI, JW, AE, AG and AJ 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 27, 2013.

Carefully consider the risk factors on page S-9 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.

Deutsche Bank Securities



The date of this Prospectus Supplement is November 21, 2013

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
JA	5	\$72,000,000	SEQ	2.5%	FIX	3136AHHR4	February 2040
FJ(3) . . .	5	43,200,000	SEQ	(2)	FLT	3136AHHS2	February 2040
SK(3) . . .	5	4,320,000(4)	NTL	(2)	INV/IO	3136AHHT0	August 2019
SL(3) . . .	5	38,880,000(4)	NTL	(2)	INV/IO	3136AHHU7	February 2040
VJ	5	16,226,000	SEQ/AD	4.0	FIX	3136AHHV5	October 2026
ZJ	5	24,249,675	SEQ	4.0	FIX/Z	3136AHHW3	December 2043
AD(3) . . .	6	40,776,000	SEQ	2.5	FIX	3136AHHX1	April 2043
ID(3) . . .	6	10,194,000(4)	NTL	4.0	FIX/IO	3136AHHY9	April 2043
BD	6	2,135,176	SEQ	3.5	FIX	3136AHHZ6	December 2043
IO	6	5,363,897(4)	NTL	4.0	FIX/IO	3136AHJA9	December 2043
AC(3) . . .	7	31,265,000	SEQ	2.5	FIX	3136AHJB7	April 2043
IC(3)	7	8,932,857(4)	NTL	3.5	FIX/IO	3136AHJC5	April 2043
BC	7	1,632,071	SEQ	3.5	FIX	3136AHJD3	December 2043
R		0	NPR	0	NPR	3136AHJE1	December 2053
RL		0	NPR	0	NPR	3136AHJF8	December 2053

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

(2) Based on LIBOR.

(3) Exchangeable classes.

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

(5) The interest rate of the W Class is calculated as described on page S-13.

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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 a Group 1, Group 3 or Group 4 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus dated March 1, 2013.

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

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

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

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

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

Deutsche Bank Securities Inc.
Syndication Operations
60 Wall Street
New York, New York 10005
(telephone 212-469-5000).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of November 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	Class 2013-109-HP RCR Certificate
2	Group 2 MBS
3	Class 2013-9-EB REMIC Certificate Class 2013-51-HY RCR Certificate Class 2013-64-YK REMIC Certificate Class 2013-75-JY REMIC Certificate Class 2013-81-LY REMIC Certificate Class 2013-109-AL REMIC Certificate
4	Class 2013-116-PN REMIC Certificate
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS

Group 1, Group 3 and Group 4

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

Group 2

Characteristics of the Group 2 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>	<u>Expected MBS Pool Prefix*</u>
\$12,076,024	5.665%†	4.25% to 8.66%	179 to 360	CL
\$ 431,791	5.650%	5.90% to 8.15%	361 to 480	CB
\$ 5,472,364	5.500%††	5.19% to 9.85%	29 to 360	CA

* For descriptions of these MBS pool prefixes, please refer to the pool prefix glossary on our Web site at www.fanniemae.com.

† Represents the weighted average pass-through rate for the related MBS. The range of pass-through rates for the related MBS is 4.00% to 6.16%.

†† Represents the weighted average pass-through rate for the related MBS. The range of pass-through rates for the related MBS is 4.94% to 7.35%.

Assumed Characteristics of the Underlying Mortgage Loans

<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
\$12,076,024	360	264	91	6.128%
\$ 431,791	480	402	72	6.150%
\$ 5,472,364	360	219	126	6.043%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Group 2 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, Group 6 and Group 7

Characteristics of the Group 5, Group 6 and Group 7 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 5 MBS	\$155,675,675	4.00%	4.25% to 6.50%	241 to 360
Group 6 MBS	\$ 866,177	4.00%	4.25% to 6.50%	241 to 360
	\$ 42,044,999	4.00%	4.25% to 6.50%	241 to 360
Group 7 MBS	\$ 32,897,071	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 5 MBS	\$155,675,675	360	349	3	4.644%
Group 6 MBS	\$ 866,177	360	307	46	4.625%
	\$ 42,044,999	360	358	2	4.550%
Group 7 MBS	\$ 32,897,071	360	358	1	4.261%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Group 5, Group 6 and Group 7 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.

Settlement Date

We expect to issue the certificates on November 27, 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:

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>
HF	1.17905%	5.500%	1.0%	LIBOR + 100 basis points
HS	9.72214%	10.125%	0.0%	10.125% – (2.25 × LIBOR)
SX	4.32095%	4.500%	0.0%	4.50% – LIBOR
TF	1.17000%	5.500%	1.0%	LIBOR + 100 basis points
TS	4.33000%	4.500%	0.0%	4.50% – LIBOR
FJ	0.60570%	6.500%	0.4%	LIBOR + 40 basis points
SK	5.89430%	6.100%	0.0%	6.10% – LIBOR
SL	5.89430%	6.100%	0.0%	6.10% – LIBOR
SH	19.44427%	20.250%	0.0%	20.25% – (4.50 × LIBOR)
SJ	5.89430%	6.100%	0.0%	6.10% – LIBOR

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

During each interest accrual period, the W Class will bear interest at the applicable annual rate described under “Description of the Certificates—Distributions of Interest—*The W Class*” in this prospectus supplement.

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

SX	40.9090855437%	of the <i>sum</i> of the HS and HF Classes
TS	100%	of the TF Class
SK and SL*	100%	of the FJ Class
ID	25%	of the AD Class
IO	12.50%	of the Group 6 MBS
IC	28.5714281145%	of the AC Class
SJ	100%	of the FJ Class
JI	100%	of the FJ Class

* The sum of these notional principal balances will equal the indicated percentage of the specified balance. On each distribution date, reductions in the principal balance of the FJ Class will be allocated sequentially, in reduction of the notional principal balances of the SK and SL Classes, in that order, until their notional principal balances are reduced to zero.

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>226%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
HF, HS, SX and SH	25.4	18.7	5.9	1.7	1.2	0.9

<u>Group 2 Class</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>350%</u>	<u>525%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>	<u>1700%</u>
W	21.3	8.3	3.7	2.5	1.8	1.1	0.7	0.1

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>179%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
MX	8.9	8.1	6.9	5.3	4.4	3.2
VC	7.0	6.9	6.3	5.1	4.3	3.2
CV	17.0	13.0	10.6	7.9	6.4	4.6
ZC	18.6	17.3	16.4	14.2	12.1	8.8
ZX	19.7	19.5	19.4	19.4	19.3	19.0

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>108%</u>	<u>350%</u>	<u>584%</u>	<u>800%</u>	<u>1000%</u>	<u>1200%</u>	<u>1600%</u>
TN, TF and TS	14.9	11.3	10.8	3.5	2.1	1.6	1.4	1.2	1.0
ZT	26.7	17.4	16.6	1.5	1.4	1.2	1.0	0.9	0.8

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>193%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
JA, FJ, SJ, JB, JI and JW	16.6	6.9	4.5	3.3	2.7	2.1
SK	3.0	1.0	0.8	0.6	0.5	0.4
SL	18.1	7.6	4.9	3.6	2.9	2.2
VJ	7.0	7.0	6.7	5.7	4.9	3.7
ZJ	28.2	21.2	16.0	12.1	9.7	6.8

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
AD and ID	19.1	9.9	4.6	3.4	2.6	2.3	1.9
BD	29.7	27.7	17.1	12.1	8.9	7.1	5.5
IO	19.6	10.8	5.2	3.8	3.0	2.5	2.1

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
AC and IC	18.8	9.9	4.6	3.5	2.7	2.4	2.0
BC	29.7	27.7	17.1	12.2	9.0	7.2	5.6

	PSA Prepayment Assumption						
<u>Group 6/Group 7 Classes†</u>	<u>0%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
AE, AG and AJ	18.9	9.9	4.6	3.4	2.7	2.3	2.0

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

† These classes are RCR classes formed by combinations of two or more REMIC classes in different groups. For additional information, see Schedule 1 attached to this prospectus supplement.

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 1, Group 3 and Group 4 Classes will be affected by the applicable payment priorities governing the related underlying REMIC and RCR certificates. If you invest in a Group 1, Group 3 or Group 4 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related Underlying REMIC and RCR Certificates.

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

In particular, as described in the related Underlying REMIC Disclosure Document, the Group 1 Underlying RCR Certificate is a support class. A support class is entitled to receive payments on a distribution date only if scheduled payments of principal have been made on certain other classes in the related underlying REMIC trust. Accordingly, a support class may receive no principal payments for an extended period or may receive principal payments that may vary widely from period to period.

In addition, as described in the applicable Underlying REMIC Disclosure Documents, principal payments on the Class 2013-51-HY RCR Certificate in Group 3 and on the Group 4 Underlying REMIC Certificate are governed by principal balance schedules. As a result, those underlying REMIC and RCR certificates may experience principal payments faster or slower than would otherwise have been the case. In some cases, they may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at rates faster or slower than the rates initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule over time may be eliminated. In such a case, underlying REMIC and RCR certificates would experience principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the applicable underlying REMIC and RCR certificates have adhered to the related principal balance schedules,
- any related support classes remain outstanding, or

- the applicable underlying REMIC and RCR certificates otherwise have performed as originally anticipated.

You may obtain additional information about the underlying REMIC and RCR certificates by reviewing their current class factors

in light of other information available in the related Underlying REMIC Disclosure Documents. You may obtain those documents from us as described on page S-3.

DESCRIPTION OF THE CERTIFICATES

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

General

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

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

The 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.”

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

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Underlying REMIC 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 Documents. Our guaranties are not backed by the full faith and credit of the United States.

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

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

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

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

The Underlying REMIC and RCR Certificates

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

In addition, the pools of mortgage loans backing the Group 1 Underlying RCR Certificate and the Group 4 Underlying REMIC Certificate 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 March 1, 2013. 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 backing the Group 1 Underlying RCR Certificate and the Group 4 Underlying REMIC Certificate, see the Final Data Statements for the related trusts and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—Refinancing of Loans; Sale of Property—*“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 March 1, 2013.

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

For further information about the Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC and RCR Certificates is also available at <https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

The Group 2 MBS

The Group 2 MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Group 2 MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. Approximately 98% and 2% of these Mortgage Loans (by principal balance at the Issue Date) have original maturities of up to 30 years and 40 years, respectively.

In addition, approximately 33% of the Mortgage Loans underlying the Group 2 MBS (by principal balance at the Issue Date) are assumable Mortgage Loans. Assumable Mortgage Loans contain a provision that allows the loan to be assumed by new borrowers that meet certain eligibility standards. See “Yield, Maturity, and Prepayment Considerations—Maturity and Prepayment Considerations—*Other Factors Affecting Prepayments—Due-on-Sale Clause*” in the MBS Prospectus dated March 1, 2013.

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

The Group 5, Group 6 and Group 7 MBS

The MBS in Group 5, Group 6 and Group 7 provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the related 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 addition, the Mortgage Loans backing the Group 5 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 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.

Furthermore, the Mortgage Loans backing the Group 6 MBS and Group 7 MBS are relocation Mortgage Loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Prepayments—Pools Containing relocation mortgage loans have higher rates of prepayment than otherwise comparable pools containing non-relocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated March 1, 2013.

For additional information, see “Summary—Group 5, Group 6 and Group 7—Characteristics of the Group 5, Group 6 and Group 7 MBS” in this prospectus supplement and “The Mortgage Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

Distributions of Interest

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

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 and Weighted Average Coupon Classes	Floating Rate and Inverse Floating Rate Classes

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

Accrual Classes. The ZC, ZX, ZT and ZJ 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.

The W Class. On each Distribution Date, we will pay interest on the W Class at an annual rate equal to the weighted average of the pass-through rates of the Group 2 MBS (weighted on the basis of the principal balances of the Group 2 MBS after giving effect to distributions of principal made on the Group 2 MBS on the immediately preceding Distribution Date).

During the initial interest accrual period, the W Class is expected to bear interest at an annual rate of approximately 5.61442%. Our determination of the interest rate for the W Class for

each Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

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 to HF and HS, pro rata, until retired. } Structured Collateral/Pass-Through Classes

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

- *Group 2*

The Group 2 Principal Distribution Amount to W until retired. } Pass-Through Class

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

- *Group 3*

The ZC Accrual Amount to VC and CV, in that order, until retired, and thereafter to ZC. } Accretion Directed Classes and Accrual Class

The ZX Accrual Amount to MX, VC, CV and ZC, in that order, until retired, and thereafter to ZX. } Accretion Directed Classes and Accrual Class

The Group 3 Cash Flow Distribution Amount to MX, VC, CV, ZC and ZX, in that order, until retired. } Structured Collateral/Sequential Pay Classes

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

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

The “Group 3 Cash Flow Distribution Amount” is the principal then paid on the Group 3 Underlying REMIC and RCR Certificates.

- *Group 4*

The ZT Accrual Amount to the Aggregate Group to its Targeted Balance, and thereafter to ZT. } Accretion Directed/TAC Group and Accrual Class

The Group 4 Cash Flow Distribution Amount in the following priority:

1. To the Aggregate Group to its Targeted Balance. } TAC Group
 2. To ZT until retired. } Support Class
 3. To the Aggregate Group to zero. } TAC Group
- } Structured Collateral

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

The “Group 4 Cash Flow Distribution Amount” is the principal then paid on the Group 4 Underlying REMIC Certificate.

The “Aggregate Group” consists of the TN and TF Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group to TN and TF, pro rata, until retired.

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

- *Group 5*

The ZJ Accrual Amount to VJ until retired, and thereafter to ZJ.

} Accretion
Directed
Class and
Accrual Class

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

1. To JA and FJ, pro rata, until retired.
2. To VJ and ZJ, in that order, until retired.

} Sequential
Pay Classes

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

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

- *Group 6*

The Group 6 Principal Distribution Amount to AD and BD, in that order, until retired.

} Sequential
Pay Classes

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

- *Group 7*

The Group 7 Principal Distribution Amount to AC and BC, in that order, until retired.

} Sequential
Pay Classes

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

Structuring Assumptions

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

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 2—Assumed Characteristics of the Underlying Mortgage Loans” and “Summary—Group 5, Group 6 and Group 7—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 27, 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 Schedule. The Principal Balance Schedule for the Aggregate Group is set forth on page B-1 of this prospectus supplement. The Principal Balance Schedule was prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at the Structuring Speed specified in the chart below. 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).

<u>Group</u>	<u>Structuring Speed</u>
Aggregate Group Targeted Balances	108% PSA

The Aggregate Group listed above consists of the TN and TF 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 at the Structuring Speed, based on the Pricing Assumptions.

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

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

- We will distribute any excess of principal distributions over the amount necessary to reduce the Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- The principal payment stability of the Aggregate Group will be supported by one other Class. When the related supporting Class is retired, the Aggregate Group, if still outstanding, will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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

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

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

We cannot assure you that

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

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

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

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

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Summary—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified 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>
HS	98.250000%
SX	11.750000%
TS	10.000000%
SK	4.000000%
SL	22.890625%
SH	124.687500%
SJ	21.000000%

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	226%	350%	500%	700%
0.09000%	10.3%	10.4%	10.6%	11.3%	11.8%	12.4%
0.17905%	10.1%	10.1%	10.4%	11.1%	11.6%	12.2%
2.17905%	5.4%	5.5%	5.7%	6.6%	7.2%	7.9%
4.17905%	0.8%	0.9%	1.2%	2.2%	2.9%	3.7%
4.50000%	0.1%	0.1%	0.4%	1.5%	2.2%	3.0%

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	226%	350%	500%	700%
0.09000%	40.1%	40.0%	23.5%	(33.2)%	(76.5)%	*
0.17905%	39.2%	39.2%	22.7%	(34.5)%	(77.8)%	*
2.17905%	20.1%	19.8%	3.7%	(66.2)%	*	*
4.17905%	(3.7)%	(5.8)%	(24.0)%	*	*	*
4.50000%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	108%	350%	584%	800%	1000%	1200%	1600%
0.09%	45.1%	45.0%	45.0%	26.8%	(8.3)%	(33.7)%	(54.0)%	(71.9)%	*
0.17%	44.2%	44.1%	44.0%	25.5%	(9.7)%	(35.2)%	(55.5)%	(73.4)%	*
2.17%	21.2%	20.6%	20.3%	(8.5)%	(51.2)%	(77.2)%	(96.5)%	*	*
4.17%	(7.8)%	(12.4)%	(13.6)%	(67.5)%	*	*	*	*	*
4.50%	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	193%	300%	400%	600%
0.1000%	117.6%	83.4%	30.7%	(16.4)%	(50.5)%	*
0.2057%	113.5%	79.4%	27.0%	(19.8)%	(53.5)%	*
2.2057%	37.4%	4.6%	(41.8)%	(80.1)%	*	*
4.2057%	(39.9)%	(70.4)%	*	*	*	*
6.1000%	*	*	*	*	*	*

**Sensitivity of the SL 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>193%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
0.1000%	22.6%	18.4%	9.2%	(2.4)%	(13.2)%	(33.3)%
0.2057%	22.1%	17.8%	8.5%	(3.1)%	(14.0)%	(34.2)%
2.2057%	11.0%	5.9%	(5.1)%	(18.5)%	(30.7)%	(52.5)%
4.2057%	(1.8)%	(8.3)%	(22.1)%	(38.3)%	(52.4)%	(76.5)%
6.1000%	*	*	*	*	*	*

**Sensitivity of the SH 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>226%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
0.09000%	16.3%	16.2%	13.2%	4.8%	(1.1)%	(7.6)%
0.17905%	15.9%	15.8%	12.8%	4.5%	(1.5)%	(7.9)%
2.17905%	8.2%	8.1%	5.4%	(3.0)%	(8.6)%	(14.7)%
4.17905%	0.4%	0.2%	(2.1)%	(10.3)%	(15.6)%	(21.4)%
4.50000%	(0.9)%	(1.1)%	(3.3)%	(11.4)%	(16.7)%	(22.4)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>193%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
0.1000%	23.0%	18.6%	9.3%	(2.4)%	(13.3)%	(33.6)%
0.2057%	22.4%	18.0%	8.6%	(3.2)%	(14.2)%	(34.5)%
2.2057%	11.1%	5.9%	(5.2)%	(18.7)%	(30.9)%	(52.9)%
4.2057%	(1.8)%	(8.4)%	(22.3)%	(38.5)%	(52.7)%	(76.8)%
6.1000%	*	*	*	*	*	*

The Fixed Rate Interest Only Classes. The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:

<u>Class</u>	<u>% PSA</u>
ID	280%
IO	292%
IC	274%
JI	180%

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

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

<u>Class</u>	<u>Price*</u>
ID	20.00%
IO	22.00%
IC	18.00%
JI	18.75%

* 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 ID Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
Pre-Tax Yields to Maturity	15.0%	12.0%	(3.0)%	(14.7)%	(28.3)%	(39.7)%	(54.1)%

Sensitivity of the IO Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
Pre-Tax Yields to Maturity	13.3%	10.6%	(1.6)%	(10.5)%	(21.1)%	(30.5)%	(43.5)%

Sensitivity of the IC Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>321%</u>	<u>475%</u>	<u>650%</u>	<u>800%</u>	<u>1000%</u>
Pre-Tax Yields to Maturity	14.3%	11.4%	(3.3)%	(14.7)%	(27.8)%	(38.6)%	(52.2)%

Sensitivity of the JI Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>193%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
Pre-Tax Yields to Maturity	14.0%	9.0%	(1.6)%	(14.6)%	(26.5)%	(48.0)%

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 3, Group 4, Group 5, Group 6 and Group 7 Classes, and
- in the case of the Group 1, Group 3 and Group 4 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC and RCR Certificates.

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

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying RCR Certificate	360 months	358 months	5.50%
Group 2 MBS	(1)	(1)	(1)
Group 3 Underlying REMIC and RCR Certificates	240 months	(2)	5.50%
Group 4 Underlying REMIC Certificate	360 months	359 months	6.50%
Group 5 MBS	360 months	360 months	6.50%
Group 6 MBS	360 months	360 months	6.50%
Group 7 MBS	360 months	360 months	6.00%

(1) The Mortgage Loans backing the Group 2 MBS in the following principal amounts are assumed to have the following original and remaining terms to maturity and interest rates:

<u>Balance</u>	<u>Original and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
\$12,076,024	360 months	8.660%
\$ 431,791	480 months	8.150%
\$ 5,472,364	360 months	9.850%

(2) The Mortgage Loans backing the Group 3 Underlying REMIC and RCR Certificates listed below are assumed to have the following remaining terms to maturity:

2013-9-EB	230 months
2013-51-HY	233 months
2013-64-YK	234 months
2013-75-JY	235 months
2013-81-LY	236 months
2013-109-AL	238 months

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

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

Percent of Original Principal Balances Outstanding

Date	HF, HS, SX† and SH Classes					
	PSA Prepayment Assumption					
	0%	100%	226%	350%	500%	700%
Initial Percent	100	100	100	100	100	100
November 2014	100	100	91	77	61	39
November 2015	99	99	76	39	0	0
November 2016	99	99	60	3	0	0
November 2017	98	98	49	0	0	0
November 2018	98	98	42	0	0	0
November 2019	97	97	37	0	0	0
November 2020	97	97	35	0	0	0
November 2021	97	97	32	0	0	0
November 2022	96	96	29	0	0	0
November 2023	95	95	25	0	0	0
November 2024	95	95	21	0	0	0
November 2025	94	94	16	0	0	0
November 2026	94	94	12	0	0	0
November 2027	93	93	8	0	0	0
November 2028	92	91	4	0	0	0
November 2029	91	81	1	0	0	0
November 2030	91	70	0	0	0	0
November 2031	90	60	0	0	0	0
November 2032	89	50	0	0	0	0
November 2033	88	41	0	0	0	0
November 2034	87	32	0	0	0	0
November 2035	86	23	0	0	0	0
November 2036	85	14	0	0	0	0
November 2037	84	6	0	0	0	0
November 2038	83	0	0	0	0	0
November 2039	82	0	0	0	0	0
November 2040	59	0	0	0	0	0
November 2041	29	0	0	0	0	0
November 2042	0	0	0	0	0	0
November 2043	0	0	0	0	0	0
Weighted Average						
Life (years)**	25.4	18.7	5.9	1.7	1.2	0.9

** 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	W Class							
	PSA Prepayment Assumption							
	0%	100%	350%	525%	700%	1000%	1300%	1700%
Initial Percent	100	100	100	100	100	100	100	100
November 2014	99	92	77	67	57	39	21	0
November 2015	99	84	59	45	32	15	5	0
November 2016	98	77	45	30	18	6	1	0
November 2017	97	70	35	20	10	2	*	0
November 2018	96	63	26	13	6	1	*	0
November 2019	95	57	20	9	3	*	*	0
November 2020	94	51	15	6	2	*	*	0
November 2021	92	46	11	4	1	*	*	0
November 2022	91	41	9	2	1	*	*	0
November 2023	90	36	6	2	*	*	*	0
November 2024	88	32	5	1	*	*	*	0
November 2025	86	28	3	1	*	*	0	0
November 2026	84	24	2	*	*	*	0	0
November 2027	82	20	2	*	*	*	0	0
November 2028	80	16	1	*	*	*	0	0
November 2029	77	13	1	*	*	*	0	0
November 2030	74	10	1	*	*	*	0	0
November 2031	71	7	*	*	*	*	0	0
November 2032	68	5	*	*	*	0	0	0
November 2033	64	3	*	*	*	0	0	0
November 2034	60	2	*	*	*	0	0	0
November 2035	56	*	*	*	*	0	0	0
November 2036	51	*	*	*	*	0	0	0
November 2037	45	*	*	*	*	0	0	0
November 2038	40	*	*	*	*	0	0	0
November 2039	33	*	*	*	0	0	0	0
November 2040	26	*	*	*	0	0	0	0
November 2041	19	*	*	*	0	0	0	0
November 2042	10	*	*	*	0	0	0	0
November 2043	1	*	*	*	0	0	0	0
November 2044	1	*	*	*	0	0	0	0
November 2045	1	*	*	*	0	0	0	0
November 2046	1	*	*	0	0	0	0	0
November 2047	1	0	0	0	0	0	0	0
November 2048	1	0	0	0	0	0	0	0
November 2049	1	0	0	0	0	0	0	0
November 2050	1	0	0	0	0	0	0	0
November 2051	*	0	0	0	0	0	0	0
November 2052	*	0	0	0	0	0	0	0
November 2053	0	0	0	0	0	0	0	0
Weighted Average								
Life (years)**	21.3	8.3	3.7	2.5	1.8	1.1	0.7	0.1

Date	MX Class						VC Class						CV Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	179%	300%	400%	600%	0%	100%	179%	300%	400%	600%	0%	100%	179%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	95	95	95	95	95	95	94	94	94	94	94	94	100	100	100	100	100	100
November 2015	90	90	90	90	90	90	87	87	87	87	87	87	100	100	100	100	100	100
November 2016	85	85	85	85	85	85	80	80	80	80	80	80	100	100	100	100	100	100
November 2017	80	80	80	80	80	0	73	73	73	73	73	0	100	100	100	100	100	66
November 2018	75	75	75	75	75	0	66	66	66	66	66	0	100	100	100	100	100	29
November 2019	69	69	69	69	0	0	59	59	59	59	0	0	100	100	100	100	49	8
November 2020	63	63	63	0	0	0	51	51	51	0	0	0	100	100	100	75	27	0
November 2021	57	57	57	0	0	0	43	43	43	0	0	0	100	100	100	27	13	0
November 2022	51	51	0	0	0	0	35	35	30	0	0	0	100	100	100	21	0	0
November 2023	45	45	0	0	0	0	27	27	0	0	0	0	100	100	62	8	0	0
November 2024	39	39	0	0	0	0	19	19	0	0	0	0	100	100	22	0	0	0
November 2025	32	0	0	0	0	0	10	0	0	0	0	0	100	88	16	0	0	0
November 2026	25	0	0	0	0	0	1	0	0	0	0	0	100	44	5	0	0	0
November 2027	18	0	0	0	0	0	0	0	0	0	0	0	98	13	0	0	0	0
November 2028	11	0	0	0	0	0	0	0	0	0	0	0	95	3	0	0	0	0
November 2029	3	0	0	0	0	0	0	0	0	0	0	0	92	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0	0	0	0	0	65	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	8.9	8.1	6.9	5.3	4.4	3.2	7.0	6.9	6.3	5.1	4.3	3.2	17.0	13.0	10.6	7.9	6.4	4.6

* 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.

Date	ZC Class						ZX Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	179%	300%	400%	600%	0%	100%	179%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	103	103	103	103	103	103	103	103	103	103	103	103
November 2015	106	106	106	106	106	106	106	106	106	106	106	106
November 2016	109	109	109	109	109	109	109	109	109	109	109	109
November 2017	113	113	113	113	113	113	113	113	113	113	113	113
November 2018	116	116	116	116	116	116	116	116	116	116	116	116
November 2019	120	120	120	120	120	120	120	120	120	120	120	120
November 2020	123	123	123	123	123	106	123	123	123	123	123	123
November 2021	127	127	127	127	127	70	127	127	127	127	127	127
November 2022	131	131	131	131	128	42	131	131	131	131	131	131
November 2023	135	135	135	135	108	24	135	135	135	135	135	135
November 2024	139	139	139	131	82	14	139	139	139	139	139	139
November 2025	143	143	143	113	56	8	143	143	143	143	143	143
November 2026	148	148	148	92	37	4	148	148	148	148	148	148
November 2027	152	152	139	66	24	2	152	152	152	152	152	152
November 2028	157	157	115	44	15	1	157	157	157	157	157	157
November 2029	162	129	87	28	9	1	162	162	162	162	162	162
November 2030	166	89	55	16	5	*	166	166	166	166	166	166
November 2031	128	46	26	7	2	*	171	171	171	171	171	171
November 2032	49	7	4	1	*	0	177	177	177	177	177	56
November 2033	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average												
Life (years)**	18.6	17.3	16.4	14.2	12.1	8.8	19.7	19.5	19.4	19.4	19.3	19.0

Date	TN, TF and TS† Classes									ZT Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	108%	350%	584%	800%	1000%	1200%	1600%	0%	100%	108%	350%	584%	800%	1000%	1200%	1600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	98	98	98	98	98	98	98	98	33	104	104	104	75	75	75	75	22	0
November 2015	95	95	95	95	62	0	0	0	0	108	108	108	19	0	0	0	0	0
November 2016	93	93	93	68	0	0	0	0	0	113	113	113	0	0	0	0	0	0
November 2017	90	90	90	37	0	0	0	0	0	117	117	117	0	0	0	0	0	0
November 2018	87	87	87	2	0	0	0	0	0	122	122	122	0	0	0	0	0	0
November 2019	85	85	85	0	0	0	0	0	0	127	127	127	0	0	0	0	0	0
November 2020	82	82	82	0	0	0	0	0	0	132	132	132	0	0	0	0	0	0
November 2021	79	79	79	0	0	0	0	0	0	138	138	138	0	0	0	0	0	0
November 2022	75	75	75	0	0	0	0	0	0	143	143	143	0	0	0	0	0	0
November 2023	72	72	72	0	0	0	0	0	0	149	149	149	0	0	0	0	0	0
November 2024	69	69	69	0	0	0	0	0	0	155	155	155	0	0	0	0	0	0
November 2025	65	65	59	0	0	0	0	0	0	161	161	161	0	0	0	0	0	0
November 2026	61	56	34	0	0	0	0	0	0	168	168	168	0	0	0	0	0	0
November 2027	58	29	8	0	0	0	0	0	0	175	175	175	0	0	0	0	0	0
November 2028	53	2	0	0	0	0	0	0	0	182	182	150	0	0	0	0	0	0
November 2029	49	0	0	0	0	0	0	0	0	189	144	111	0	0	0	0	0	0
November 2030	45	0	0	0	0	0	0	0	0	197	104	73	0	0	0	0	0	0
November 2031	40	0	0	0	0	0	0	0	0	205	65	36	0	0	0	0	0	0
November 2032	36	0	0	0	0	0	0	0	0	214	28	*	0	0	0	0	0	0
November 2033	31	0	0	0	0	0	0	0	0	222	0	0	0	0	0	0	0	0
November 2034	26	0	0	0	0	0	0	0	0	231	0	0	0	0	0	0	0	0
November 2035	20	0	0	0	0	0	0	0	0	241	0	0	0	0	0	0	0	0
November 2036	15	0	0	0	0	0	0	0	0	251	0	0	0	0	0	0	0	0
November 2037	9	0	0	0	0	0	0	0	0	261	0	0	0	0	0	0	0	0
November 2038	3	0	0	0	0	0	0	0	0	271	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	209	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	99	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
November 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	14.9	11.3	10.8	3.5	2.1	1.6	1.4	1.2	1.0	26.7	17.4	16.6	1.5	1.4	1.2	1.0	0.9	0.8

* 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	JA, FJ, SJ†, JB, JI† and JW Classes						SK† Class						SL† Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	193%	300%	400%	600%	0%	100%	193%	300%	400%	600%	0%	100%	193%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	98	95	93	90	88	82	85	52	29	1	0	0	100	100	100	100	97	92
November 2015	97	87	80	72	65	50	69	0	0	0	0	0	100	97	89	80	72	56
November 2016	95	78	65	51	39	19	52	0	0	0	0	0	100	87	72	57	44	21
November 2017	93	69	52	34	20	0	33	0	0	0	0	0	100	77	57	38	23	0
November 2018	91	61	40	21	6	0	14	0	0	0	0	0	100	67	44	23	7	0
November 2019	89	53	30	9	0	0	0	0	0	0	0	0	99	59	33	11	0	0
November 2020	87	45	21	1	0	0	0	0	0	0	0	0	97	51	23	1	0	0
November 2021	85	39	13	0	0	0	0	0	0	0	0	0	94	43	14	0	0	0
November 2022	82	32	6	0	0	0	0	0	0	0	0	0	91	36	7	0	0	0
November 2023	79	26	*	0	0	0	0	0	0	0	0	0	88	29	*	0	0	0
November 2024	77	21	0	0	0	0	0	0	0	0	0	0	85	23	0	0	0	0
November 2025	73	15	0	0	0	0	0	0	0	0	0	0	82	17	0	0	0	0
November 2026	70	10	0	0	0	0	0	0	0	0	0	0	78	12	0	0	0	0
November 2027	67	6	0	0	0	0	0	0	0	0	0	0	74	7	0	0	0	0
November 2028	63	2	0	0	0	0	0	0	0	0	0	0	70	2	0	0	0	0
November 2029	59	0	0	0	0	0	0	0	0	0	0	0	65	0	0	0	0	0
November 2030	55	0	0	0	0	0	0	0	0	0	0	0	61	0	0	0	0	0
November 2031	50	0	0	0	0	0	0	0	0	0	0	0	56	0	0	0	0	0
November 2032	45	0	0	0	0	0	0	0	0	0	0	0	50	0	0	0	0	0
November 2033	40	0	0	0	0	0	0	0	0	0	0	0	45	0	0	0	0	0
November 2034	35	0	0	0	0	0	0	0	0	0	0	0	38	0	0	0	0	0
November 2035	29	0	0	0	0	0	0	0	0	0	0	0	32	0	0	0	0	0
November 2036	22	0	0	0	0	0	0	0	0	0	0	0	25	0	0	0	0	0
November 2037	16	0	0	0	0	0	0	0	0	0	0	0	17	0	0	0	0	0
November 2038	9	0	0	0	0	0	0	0	0	0	0	0	9	0	0	0	0	0
November 2039	1	0	0	0	0	0	0	0	0	0	0	0	1	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	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
November 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	16.6	6.9	4.5	3.3	2.7	2.1	3.0	1.0	0.8	0.6	0.5	0.4	18.1	7.6	4.9	3.6	2.9	2.2

Date	VJ Class						ZJ Class						AD and ID† Classes							
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption							
	0%	100%	193%	300%	400%	600%	0%	100%	193%	300%	400%	600%	0%	100%	321%	475%	650%	800%	1000%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
November 2014	94	94	94	94	94	94	104	104	104	104	104	104	99	96	92	89	86	83	80	
November 2015	88	88	88	88	88	88	108	108	108	108	108	108	98	91	78	69	60	53	43	
November 2016	81	81	81	81	81	81	113	113	113	113	113	113	96	83	61	48	34	25	14	
November 2017	74	74	74	74	74	65	117	117	117	117	117	117	95	76	47	32	19	10	2	
November 2018	67	67	67	67	67	0	122	122	122	122	122	101	93	70	36	21	9	3	0	
November 2019	60	60	60	60	28	0	127	127	127	127	127	63	92	64	27	13	3	0	0	
November 2020	52	52	52	52	0	0	132	132	132	132	108	39	90	58	21	7	0	0	0	
November 2021	44	44	44	0	0	0	138	138	138	135	80	24	88	53	15	4	0	0	0	
November 2022	35	35	35	0	0	0	143	143	143	108	59	15	86	48	11	1	0	0	0	
November 2023	27	27	27	0	0	0	149	149	149	86	43	9	84	43	7	0	0	0	0	
November 2024	18	18	0	0	0	0	155	155	144	68	32	6	82	39	5	0	0	0	0	
November 2025	8	8	0	0	0	0	161	161	123	54	23	4	79	35	2	0	0	0	0	
November 2026	0	0	0	0	0	0	167	167	104	42	17	2	77	31	1	0	0	0	0	
November 2027	0	0	0	0	0	0	167	167	88	33	12	1	74	27	0	0	0	0	0	
November 2028	0	0	0	0	0	0	167	167	74	26	9	1	71	24	0	0	0	0	0	
November 2029	0	0	0	0	0	0	167	156	62	20	6	1	68	21	0	0	0	0	0	
November 2030	0	0	0	0	0	0	167	138	52	16	5	*	65	18	0	0	0	0	0	
November 2031	0	0	0	0	0	0	167	122	43	12	3	*	61	15	0	0	0	0	0	
November 2032	0	0	0	0	0	0	167	106	35	9	2	*	57	13	0	0	0	0	0	
November 2033	0	0	0	0	0	0	167	92	29	7	2	*	53	10	0	0	0	0	0	
November 2034	0	0	0	0	0	0	167	79	23	5	1	*	49	8	0	0	0	0	0	
November 2035	0	0	0	0	0	0	167	66	18	4	1	*	44	6	0	0	0	0	0	
November 2036	0	0	0	0	0	0	167	55	14	3	1	*	40	4	0	0	0	0	0	
November 2037	0	0	0	0	0	0	167	44	11	2	*	*	34	3	0	0	0	0	0	
November 2038	0	0	0	0	0	0	167	34	8	1	*	*	29	1	0	0	0	0	0	
November 2039	0	0	0	0	0	0	167	25	5	1	*	*	23	0	0	0	0	0	0	
November 2040	0	0	0	0	0	0	132	16	3	*	*	*	16	0	0	0	0	0	0	
November 2041	0	0	0	0	0	0	91	8	2	*	*	*	10	0	0	0	0	0	0	
November 2042	0	0	0	0	0	0	47	1	*	*	*	*	2	0	0	0	0	0	0	
November 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average																				
Life (years)**	7.0	7.0	6.7	5.7	4.9	3.7	28.2	21.2	16.0	12.1	9.7	6.8	19.1	9.9	4.6	3.4	2.6	2.3	1.9	

* 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	BD Class							IO† Class							AC and IC† Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	321%	475%	650%	800%	1000%	0%	100%	321%	475%	650%	800%	1000%	0%	100%	321%	475%	650%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	100	100	100	100	100	100	100	99	97	93	90	87	84	81	99	97	93	91	88	86	82
November 2015	100	100	100	100	100	100	100	98	91	79	71	62	55	46	97	91	79	72	63	56	47
November 2016	100	100	100	100	100	100	100	96	84	63	50	38	29	19	96	84	62	49	36	27	16
November 2017	100	100	100	100	100	100	100	95	77	50	35	23	15	7	94	77	48	33	20	11	3
November 2018	100	100	100	100	100	100	57	94	71	39	25	13	7	3	93	70	37	21	10	3	0
November 2019	100	100	100	100	100	76	22	92	66	31	17	8	4	1	91	64	28	13	4	0	0
November 2020	100	100	100	100	96	39	9	90	60	24	12	5	2	*	89	58	21	8	*	0	0
November 2021	100	100	100	100	57	20	3	89	55	19	8	3	1	*	87	53	15	4	0	0	0
November 2022	100	100	100	100	34	10	1	87	50	15	6	2	*	*	85	48	11	1	0	0	0
November 2023	100	100	100	81	20	5	1	85	46	12	4	1	*	*	83	43	7	0	0	0	0
November 2024	100	100	100	56	12	3	*	83	42	9	3	1	*	*	80	39	5	0	0	0	0
November 2025	100	100	100	39	7	1	*	80	38	7	2	*	*	*	78	35	2	0	0	0	0
November 2026	100	100	100	27	4	1	*	78	34	6	1	*	*	*	75	31	1	0	0	0	0
November 2027	100	100	87	18	2	*	*	75	31	4	1	*	*	*	73	27	0	0	0	0	0
November 2028	100	100	67	12	1	*	*	73	28	3	1	*	*	*	70	24	0	0	0	0	0
November 2029	100	100	52	9	1	*	*	70	25	3	*	*	*	*	66	21	0	0	0	0	0
November 2030	100	100	40	6	*	*	*	66	22	2	*	*	*	*	63	18	0	0	0	0	0
November 2031	100	100	30	4	*	*	*	63	20	1	*	*	*	*	59	15	0	0	0	0	0
November 2032	100	100	23	3	*	*	*	59	17	1	*	*	*	*	56	13	0	0	0	0	0
November 2033	100	100	17	2	*	*	*	56	15	1	*	*	*	*	52	10	0	0	0	0	0
November 2034	100	100	13	1	*	*	*	52	13	1	*	*	*	*	0	47	8	0	0	0	0
November 2035	100	100	9	1	*	*	*	47	11	*	*	*	*	*	0	43	6	0	0	0	0
November 2036	100	100	7	*	*	*	*	43	9	*	*	*	*	*	0	38	4	0	0	0	0
November 2037	100	100	5	*	*	*	*	0	38	7	*	*	*	*	0	33	3	0	0	0	0
November 2038	100	100	3	*	*	*	*	0	32	6	*	*	*	*	0	27	1	0	0	0	0
November 2039	100	91	2	*	*	*	*	0	27	5	*	*	*	*	0	22	0	0	0	0	0
November 2040	100	64	1	*	*	*	*	0	21	3	*	*	*	*	0	16	0	0	0	0	0
November 2041	100	40	1	*	*	*	*	0	14	2	*	*	*	*	0	9	0	0	0	0	0
November 2042	100	17	*	*	*	*	*	0	7	1	*	*	*	*	0	2	0	0	0	0	0
November 2043	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)**	29.7	27.7	17.1	12.1	8.9	7.1	5.5	19.6	10.8	5.2	3.8	3.0	2.5	2.1	18.8	9.9	4.6	3.5	2.7	2.4	2.0

Date	BC Class							AE, AG and AJ Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	321%	475%	650%	800%	1000%	0%	100%	321%	475%	650%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2014	100	100	100	100	100	100	100	99	97	93	90	87	84	81
November 2015	100	100	100	100	100	100	100	97	91	79	70	62	54	45
November 2016	100	100	100	100	100	100	100	96	83	61	48	35	26	15
November 2017	100	100	100	100	100	100	100	95	76	48	32	19	11	3
November 2018	100	100	100	100	100	100	100	93	70	36	21	9	3	0
November 2019	100	100	100	100	100	100	81	91	64	28	13	3	0	0
November 2020	100	100	100	100	100	41	10	90	58	21	8	*	0	0
November 2021	100	100	100	100	60	21	4	88	53	15	4	0	0	0
November 2022	100	100	100	100	35	10	1	86	48	11	1	0	0	0
November 2023	100	100	100	83	21	5	1	83	43	7	0	0	0	0
November 2024	100	100	100	58	12	3	*	81	39	5	0	0	0	0
November 2025	100	100	100	40	7	1	*	79	35	2	0	0	0	0
November 2026	100	100	100	27	4	1	*	76	31	1	0	0	0	0
November 2027	100	100	88	19	2	*	*	73	27	0	0	0	0	0
November 2028	100	100	68	13	1	*	*	70	24	0	0	0	0	0
November 2029	100	100	52	9	1	*	*	67	21	0	0	0	0	0
November 2030	100	100	40	6	*	*	*	64	18	0	0	0	0	0
November 2031	100	100	30	4	*	*	*	60	15	0	0	0	0	0
November 2032	100	100	23	3	*	*	*	57	13	0	0	0	0	0
November 2033	100	100	17	2	*	*	*	53	10	0	0	0	0	0
November 2034	100	100	13	1	*	*	*	48	8	0	0	0	0	0
November 2035	100	100	9	1	*	*	*	44	6	0	0	0	0	0
November 2036	100	100	7	*	*	*	*	39	4	0	0	0	0	0
November 2037	100	100	5	*	*	*	*	34	3	0	0	0	0	0
November 2038	100	100	3	*	*	*	*	28	1	0	0	0	0	0
November 2039	100	91	2	*	*	*	*	22	0	0	0	0	0	0
November 2040	100	64	1	*	*	*	*	16	0	0	0	0	0	0
November 2041	100	40	1	*	*	*	*	9	0	0	0	0	0	0
November 2042	100	17	*	*	*	*	*	2	0	0	0	0	0	0
November 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	29.7	27.7	17.1	12.2	9.0	7.2	5.6	18.9	9.9	4.6	3.4	2.7	2.3	2.0

* 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.
 † 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 backing the Group 5 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Group 5, Group 6 and Group 7 MBS” in this prospectus supplement. A portion of the Group 5 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 March 1, 2013. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of a Group 5 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, the Notional Classes and the MX, BD and BC Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, the W Class will be treated as having been issued at a premium, and certain other Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	226% PSA
2	350% PSA
3	179% PSA
4	584% PSA
5	193% PSA
6	321% PSA
7	321% 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 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 JB and JI Classes of RCR Certificates are Strip RCR Certificates. The remaining Classes of 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 Deutsche Bank Securities Inc. (the “Dealer”) in exchange for the Underlying REMIC and RCR Certificates and the Trust MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Katten Muchin Rosenman LLP will provide legal representation for Fannie Mae. Dentons US LLP will provide legal representation for the Dealer.

Exhibit A

Group 1 Underlying RCR Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	November 2013 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-109	HP	September 2013	3136AGRT1	4.5%	FIX	November 2042	SUP/AD	\$32,318,000	0.99612844	\$32,192,878.92	3.692%	353	5

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

Group 3 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 Balance of Class	November 2013 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-9	EB	January 2013	3136ABQT3	3.0%	FIX	February 2033	SEQ	\$ 5,555,556	1.00000000	\$ 5,555,556.00	3.396%	228	11
2013-51	HY	April 2013	3136AEDD6	3.0	FIX	May 2033	PAC	7,333,000	1.00000000	5,333,000.00	(2)	(2)	(2)
2013-64	YK	May 2013	3136AEXN2	3.0	FIX	June 2033	SEQ	1,080,015	1.00000000	1,080,015.00	3.697	226	6
2013-75	JY	June 2013	3136AFPM0	3.0	FIX	July 2033	SEQ	1,883,000	1.00000000	1,883,000.00	3.536	233	6
2013-81	LY	July 2013	3136AFK37	3.0	FIX	August 2033	SEQ	3,682,000	1.00000000	3,682,000.00	3.614	225	14
2013-109	AL	September 2013	3136AGQR6	3.0	FIX	December 2031	SEQ	14,973,000	1.00000000	14,973,000.00	3.622	226	12

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

(2) The Class 2013-51-HY RCR Certificate is formed by a combination of the Fannie Mae REMIC certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-51-PY	FIX	PAC	3.515	230	8
2013-51-GY	FIX	PAC	3.555	230	8

Group 4 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 2013 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-116	PN	October 2013	3136AG2K7	4.0%	FIX	November 2043	PAC	\$52,175,000	0.99719030	\$52,028,403.90	4.585%	357	2

(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.

Schedule 1

Available Recombinations(1)

REMIC Certificates		RCR Certificates						Final Distribution Date
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	
Recombination 1								
HS	\$ 5,853,251	SH	\$ 5,853,251	SC/PT	(3)	INV	3136AHJG6	November 2042
SX	13,169,812(4)							
Recombination 2								
SK	4,320,000(4)	SJ	43,200,000(4)	NTL	(3)	INV/IO	3136AHJH4	February 2040
SL	38,880,000(4)							
Recombination 3								
FJ	43,200,000	JB	43,200,000	SEQ	2.5%	FIX	3136AHJJ0	February 2040
SK	4,320,000(4)	JI	43,200,000(4)	NTL	4.0	FIX/IO	3136AHJK7	February 2040
SL	38,880,000(4)							
Recombination 4								
FJ	43,200,000	JW	43,200,000	SEQ	6.5	FIX	3136AHJL5	February 2040
SK	4,320,000(4)							
SL	38,880,000(4)							
Recombination 5								
AD	40,776,000	AE(5)	72,041,000	SEQ	3.5	FIX	3136AHJM3	April 2043
ID	10,194,000(4)							
AC	31,265,000							
IC	8,932,857(4)							
Recombination 6								
AD	40,776,000	AG(6)	72,041,000	SEQ	3.0	FIX	3136AHJN1	April 2043
ID	5,097,000(4)							
AC	31,265,000							
IC	4,466,429(4)							

REMIC Certificates		RCR Certificates						
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date</u>
Recombination 7								
AD	\$40,776,000	AJ(7)	\$72,041,000	SEQ	2.5%	FIX	3136AHJP6	April 2043
AC	31,265,000							

- (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.
- (4) Notional principal balances. These Classes are Interest Only Classes. See page S-7 for a description of how their notional principal balances are calculated.
- (5) The AE Class is an RCR Class formed by a combination of the AD and ID Classes in Group 6 and the AC and IC Classes in Group 7.
- (6) The AG Class is an RCR Class formed by a combination of the AD and ID Classes in Group 6 and the AC and IC Classes in Group 7.
- (7) The AJ Class is an RCR Class formed by a combination of the AD Class in Group 6 and the AC Class in Group 7.

Principal Balance Schedule

Aggregate Group Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$33,198,000.00	September 2018	\$29,189,060.93	July 2023	\$24,326,630.21
December 2013	33,135,231.99	October 2018	29,112,929.79	August 2023	24,234,290.97
January 2014	33,072,254.75	November 2018	29,036,544.87	September 2023	24,141,643.92
February 2014	33,009,067.58	December 2018	28,959,905.34	October 2023	24,048,688.06
March 2014	32,945,669.80	January 2019	28,883,010.35	November 2023	23,955,422.34
April 2014	32,882,060.68	February 2019	28,805,859.04	December 2023	23,861,845.73
May 2014	32,818,239.54	March 2019	28,728,450.55	January 2024	23,767,957.21
June 2014	32,754,205.66	April 2019	28,650,784.04	February 2024	23,673,755.72
July 2014	32,689,958.33	May 2019	28,572,858.64	March 2024	23,579,240.22
August 2014	32,625,496.84	June 2019	28,494,673.49	April 2024	23,484,409.68
September 2014	32,560,820.49	July 2019	28,416,227.72	May 2024	23,389,263.03
October 2014	32,495,928.54	August 2019	28,337,520.47	June 2024	23,293,799.23
November 2014	32,430,820.29	September 2019	28,258,550.86	July 2024	23,198,017.21
December 2014	32,365,495.01	October 2019	28,179,318.01	August 2024	23,101,915.92
January 2015	32,299,951.98	November 2019	28,099,821.06	September 2024	23,005,494.30
February 2015	32,234,190.48	December 2019	28,020,059.12	October 2024	22,908,751.26
March 2015	32,168,209.76	January 2020	27,940,031.30	November 2024	22,811,685.75
April 2015	32,102,009.12	February 2020	27,859,736.73	December 2024	22,714,296.69
May 2015	32,035,587.80	March 2020	27,779,174.50	January 2025	22,616,583.00
June 2015	31,968,945.08	April 2020	27,698,343.74	February 2025	22,518,543.60
July 2015	31,902,080.22	May 2020	27,617,243.54	March 2025	22,420,177.40
August 2015	31,834,992.47	June 2020	27,535,873.00	April 2025	22,321,483.31
September 2015	31,767,681.10	July 2020	27,454,231.23	May 2025	22,222,460.24
October 2015	31,700,145.36	August 2020	27,372,317.33	June 2025	22,123,107.10
November 2015	31,632,384.50	September 2020	27,290,130.37	July 2025	22,023,422.77
December 2015	31,564,397.77	October 2020	27,207,669.46	August 2025	21,750,078.60
January 2016	31,496,184.41	November 2020	27,124,933.68	September 2025	21,083,913.20
February 2016	31,427,743.68	December 2020	27,041,922.11	October 2025	20,413,620.84
March 2016	31,359,074.81	January 2021	26,958,633.84	November 2025	19,739,368.25
April 2016	31,290,177.05	February 2021	26,875,067.94	December 2025	19,061,318.40
May 2016	31,221,049.63	March 2021	26,791,223.48	January 2026	18,379,630.59
June 2016	31,151,691.78	April 2021	26,707,099.55	February 2026	17,694,460.46
July 2016	31,082,102.74	May 2021	26,622,695.20	March 2026	17,005,960.14
August 2016	31,012,281.73	June 2021	26,538,009.50	April 2026	16,314,278.27
September 2016	30,942,227.99	July 2021	26,453,041.52	May 2026	15,619,560.09
October 2016	30,871,940.74	August 2021	26,367,790.32	June 2026	14,921,947.46
November 2016	30,801,419.20	September 2021	26,282,254.94	July 2026	14,221,579.04
December 2016	30,730,662.58	October 2021	26,196,434.44	August 2026	13,518,590.22
January 2017	30,659,670.11	November 2021	26,110,327.88	September 2026	12,813,113.27
February 2017	30,588,441.00	December 2021	26,023,934.29	October 2026	12,105,277.38
March 2017	30,516,974.45	January 2022	25,937,252.72	November 2026	11,395,208.70
April 2017	30,445,269.69	February 2022	25,850,282.22	December 2026	10,683,030.47
May 2017	30,373,325.91	March 2022	25,763,021.81	January 2027	9,968,862.96
June 2017	30,301,142.31	April 2022	25,675,470.54	February 2027	9,252,823.64
July 2017	30,228,718.11	May 2022	25,587,627.43	March 2027	8,535,027.18
August 2017	30,156,052.49	June 2022	25,499,491.51	April 2027	7,815,585.55
September 2017	30,083,144.65	July 2022	25,411,061.80	May 2027	7,094,607.97
October 2017	30,009,993.79	August 2022	25,322,337.33	June 2027	6,372,201.13
November 2017	29,936,599.09	September 2022	25,233,317.10	July 2027	5,648,469.07
December 2017	29,862,959.74	October 2022	25,144,000.15	August 2027	4,923,513.36
January 2018	29,789,074.92	November 2022	25,054,385.47	September 2027	4,197,433.10
February 2018	29,714,943.83	December 2022	24,964,472.07	October 2027	3,470,324.95
March 2018	29,640,565.63	January 2023	24,874,258.97	November 2027	2,742,283.21
April 2018	29,565,939.50	February 2023	24,783,745.15	December 2027	2,013,399.86
May 2018	29,491,064.62	March 2023	24,692,929.62	January 2028	1,283,764.60
June 2018	29,415,940.15	April 2023	24,601,811.37	February 2028	553,464.92
July 2018	29,340,565.28	May 2023	24,510,389.40	March 2028 and	
August 2018	29,264,939.15	June 2023	24,418,662.68	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.

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\$366,191,953



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2013-120**

PROSPECTUS SUPPLEMENT

Deutsche Bank Securities



November 21, 2013