

\$135,813,235



FannieMae

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 1996-44**

The Guaranteed REMIC Pass-Through Certificates offered hereby (the "Certificates") will represent beneficial ownership interests in one of two trust funds. The Certificates, other than the RL Class, will represent beneficial ownership interests in Fannie Mae REMIC Trust 1996-44 (the "Trust"). The assets of the Trust will consist of the "regular interests" in a separate trust fund (the "Lower Tier REMIC"). The assets of the Lower Tier REMIC will consist of (i) the REMIC Certificates specified herein (collectively, the "Underlying REMIC Certificates") evidencing beneficial ownership interests in the related Fannie Mae REMIC Trusts (collectively, the "Underlying REMIC Trusts") and (ii) the "interest only" Fannie Mae Stripped Mortgage-Backed Securities specified herein (collectively, the "Trust SMBS"), as further described in Exhibit A hereto. The assets of the Underlying REMIC Trusts and the Trust SMBS evidence direct or indirect beneficial ownership interests in (i) certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "MBS") and (ii) certain "fully modified pass-through" mortgage-backed securities (the "GNMA Certificates") guaranteed as to timely payment of principal and interest by the Government National Mortgage Association ("GNMA"). Certain of the MBS and GNMA Certificates are held in the form of Fannie Mae Guaranteed MBS Pass-Through Certificates (the "Mega Certificates"). Each MBS represents a beneficial interest in a pool of first lien, single-family, fixed-rate residential mortgage loans having the characteristics described herein. Each GNMA Certificate is based on and backed by a pool of mortgage loans (together with the pools and mortgage loans underlying the MBS, the "Pools" and "Mortgage Loans") which are either insured or guaranteed by the Federal Housing Administration ("FHA"), the Department of Veterans Affairs ("VA") or the Rural Housing Service ("FmHA"). The Certificates will be issued and guaranteed as to timely distribution of principal and interest by Fannie Mae.

Investors should not purchase the Certificates before reading this Prospectus Supplement and the additional Disclosure Documents listed at the bottom of page S-2.

See "Additional Risk Factors" on page S-6 hereof and "Risk Factors" beginning on page 8 of the REMIC Prospectus attached hereto for a discussion of certain risks that should be considered in connection with an investment in the Certificates.
(Cover continued on next page)

THE CERTIFICATES MAY NOT BE SUITABLE INVESTMENTS FOR ALL INVESTORS. NO INVESTOR SHOULD PURCHASE CERTIFICATES UNLESS SUCH INVESTOR UNDERSTANDS AND IS ABLE TO BEAR THE PREPAYMENT, YIELD, LIQUIDITY AND OTHER RISKS ASSOCIATED WITH SUCH CERTIFICATES.

THE CERTIFICATES, TOGETHER WITH ANY INTEREST THEREON, ARE NOT GUARANTEED BY THE UNITED STATES. THE OBLIGATIONS OF FANNIE MAE UNDER ITS GUARANTY OF THE CERTIFICATES ARE OBLIGATIONS SOLELY OF FANNIE MAE AND DO NOT CONSTITUTE AN OBLIGATION OF THE UNITED STATES OR ANY AGENCY OR INSTRUMENTALITY THEREOF OTHER THAN FANNIE MAE. THE CERTIFICATES ARE EXEMPT FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT OF 1933 AND ARE "EXEMPTED SECURITIES" WITHIN THE MEANING OF THE SECURITIES EXCHANGE ACT OF 1934.

Class	Original Principal Balance	Principal Type (1)	Interest Rate	Interest Type (1)	CUSIP Number	Final Distribution Date
A	\$20,747,090	SC/PT	(2)	PO	31359KVU8	September 2022
B	1,000,000	SC/SEQ	(2)	PO	31359KVV6	June 2023
J	26,114,279	SC/SEQ	(2)	PO	31359KVV4	June 2023
FA	42,600,000	SC/PAC	(3)	FLT	31359KVX2	September 2023
FB	44,082,776	SC/CPT	(3)	FLT	31359KVV0	September 2023
SA	(4)	SC/NTL	(3)	INV/IO	31359KVZ7	September 2023
P	1,269,090	SC/STP	(2)	PO	31359KWA1	September 2023
IO	(4)	SC/NTL	8.5%	FIX/IO	31359KWB9	September 2023
R	0	NPR	0	EXE (5)	31359KWC7	September 2023
RL	0	NPR	0	NPR	31359KWD5	September 2023

- (1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus and "Description of the Certificates—Distributions of Interest" and "—Distributions of Principal" herein.
- (2) These Classes will be Principal Only Classes and will bear no interest.
- (3) The FA, FB and SA Classes will bear interest based on "LIBOR" as described under "Description of the Certificates—Distributions of Interest" herein and "Description of the Certificates—Indices Applicable to Floating Rate and Inverse Floating Rate Classes" in the REMIC Prospectus.
- (4) The SA and IO Classes will be Notional Classes, will not have principal balances and will bear interest on their notional principal balances (initially, \$86,682,776 and \$6,432,161, respectively). The notional principal balance of the SA Class will be calculated based upon the principal balances of the FA and FB Classes, and the notional principal balance of the IO Class will be calculated based upon the notional principal balance of the Trust SMBS and the principal balances of the FA, FB and P Classes. See "Description of the Certificates—Distributions of Interest—Notional Classes" herein.
- (5) The R Class will receive monthly distributions in amounts equal to the monthly interest concurrently distributed on the Class 1993-232-F REMIC Certificate (as described herein).

The Certificates will be offered by Salomon Brothers Inc (the "Dealer") from time to time in negotiated transactions, at varying prices to be determined at the time of sale.

The Certificates will be offered by the Dealer, subject to issuance by Fannie Mae and to prior sale or to withdrawal or modification of the offer without notice, when, as and if delivered to and accepted by the Dealer, subject to the right by the Dealer to reject any order in whole or in part and subject to approval of certain legal matters by counsel. It is expected that the Certificates, except for the R and RL Classes, will be available through the book-entry system of the Federal Reserve Banks on or about September 30, 1996 (the "Settlement Date"). It is expected that the R and RL Classes in registered, certificated form will be available for delivery at the offices of the Dealer, Seven World Trade Center, New York, New York 10048, on or about the Settlement Date.

Salomon Brothers Inc

The date of this Prospectus Supplement is August 21, 1996.

(Cover continued from previous page)

The yield to investors in each Class will be sensitive in varying degrees to, among other things, the rate of principal distributions on the related Underlying REMIC Certificates, which in turn will be sensitive to the rate of principal payments of the related Mortgage Loans, the characteristics of the Mortgage Loans included in the related Pools and the priority sequences affecting principal distributions on the Underlying REMIC Certificates. The yield to investors in each Class will also be sensitive to the purchase price paid for such Class and, in the case of the Floating Rate and Inverse Floating Rate Classes, fluctuations in the level of the Index (as defined herein). Accordingly, investors should consider the following risks:

- The Mortgage Loans generally may be prepaid at any time without penalty, and, accordingly, the rate of principal payments thereon is likely to vary considerably from time to time.
- Slight variations in Mortgage Loan characteristics could substantially affect the weighted average lives and yields of some or all of the Classes.
- In the case of any Certificates purchased at a discount to their principal amounts (including any Principal Only Class), a slower than anticipated rate of principal payments is likely to result in a lower than anticipated yield.
- In the case of any Certificates purchased at a premium to their principal amounts, a faster than anticipated rate of principal payments is likely to result in a lower than anticipated yield.
- In the case of any Interest Only Class, a faster than anticipated rate of principal payments is likely to result in a lower than anticipated yield and, in certain cases, an actual loss on the investment.
- The yield on any Floating Rate or Inverse Floating Rate Class will be sensitive to the level of the Index. See “Description of the Certificates—Distributions of Interest—Inverse Floating Rate Classes” herein.

See “Risk Factors—Yield Considerations” in the REMIC Prospectus and “Additional Risk Factors—Additional Yield and Prepayment Considerations” herein.

In addition, investors should purchase Certificates only after considering the following:

- Certain of the Underlying REMIC Certificates are subordinate in priority of principal distribution to certain other classes of certificates evidencing beneficial ownership interests in the related Underlying REMIC Trusts and, accordingly, there is no assurance that principal distributions will be made on such Underlying REMIC Certificates on any particular Distribution Date. In particular, certain of the Underlying REMIC Certificates are Support classes that are entitled to receive principal distributions on any Distribution Date only if scheduled distributions have been made on other specified classes of certificates evidencing beneficial ownership interests in the related Underlying REMIC Trusts. Accordingly, such Underlying REMIC Certificates may receive no principal distributions for extended periods of time or may receive principal distributions that vary widely from period to period. In addition, certain of the Underlying REMIC Certificates have Principal Balance Schedules and, as a result, may receive principal distributions at a rate faster or slower than would otherwise have been the case (and, in some cases, may receive no principal distributions for extended periods). Further, prepayments on the related Mortgage Loans may have occurred at a rate faster or slower than that initially assumed. This Prospectus Supplement contains no information as to whether such Underlying REMIC Certificates have adhered to their Principal Balance Schedules, whether any related Support classes remain outstanding or whether such Underlying REMIC Certificates otherwise have performed as originally anticipated. Such information may be obtained by performing an analysis of current Fannie Mae principal factors in the context of applicable information contained in the related Underlying Prospectus Supplements (as defined below), which may be obtained from Fannie Mae as described below.
- The Class 1993-232-F REMIC Certificate may under certain circumstances receive distributions of principal from certain interest amounts distributable in respect of the interest only assets included in the related Underlying REMIC Trust. The effect of any such distributions of principal would be to accelerate the rate of principal payments on such Underlying REMIC Certificate and, accordingly, the Group 1 Classes. Any such accelerated principal distributions will depend on the rate of prepayment of the related Mortgage Loans and the level of LIBOR and there is no assurance that any such accelerated principal distributions will occur. Further, prepayments on the related Mortgage Loans may have occurred at a rate faster or slower than that initially assumed. This Prospectus Supplement contains no information as to whether the Class 1993-232-F REMIC Certificate has performed as originally anticipated. Such information may be obtained by performing a current analysis of the Underlying REMIC Certificate in the context of applicable information contained in the related Underlying Prospectus Supplement, which may be obtained from Fannie Mae as described herein.
- The actual final payment of any Class will likely occur earlier, and could occur much earlier, than the Final Distribution Date for such Class specified on the cover page. See “Description of the Certificates—Weighted Average Lives of the Certificates” herein and “Description of the Certificates—Weighted Average Life and Final Distribution Dates” in the REMIC Prospectus.
- The rate of principal distributions of the Certificates is uncertain and investors may be unable to reinvest the distributions thereon at yields equaling the yields on the Certificates. See “Risk Factors—Suitability and Reinvestment Considerations” in the REMIC Prospectus.
- Investors whose investment activities are subject to legal investment laws and regulations or to review by regulatory authorities may be subject to restrictions on investment in certain Classes of the Certificates. Investors should consult their legal advisors to determine whether and to what extent the Certificates constitute legal investments or are subject to restrictions on investment. See “Legal Investment Considerations” in the REMIC Prospectus.
- The Dealer intends to make a market for the Certificates but is not obligated to do so. There can be no assurance that such a secondary market will develop or, if developed, that it will continue. Thus, investors may not be able to sell their Certificates readily or at prices that will enable them to realize their anticipated yield. No investor should purchase Certificates unless such investor understands and is able to bear the risk that the value of the Certificates will fluctuate over time and that the Certificates may not be readily salable.

These securities have not been approved or disapproved by the Securities and Exchange Commission or any state securities commission nor has the Securities and Exchange Commission or any state securities commission passed upon the accuracy or adequacy of this Prospectus Supplement, the REMIC Prospectus, the Prospectus Supplements for the Underlying REMIC Trusts (the “Underlying Prospectus Supplements”), the SMBS Prospectus, the Mega Prospectuses, the MBS Prospectus or the GNMA Prospectus (as defined below). Any representation to the contrary is a criminal offense.

Elections will be made to treat the Lower Tier REMIC and the Trust as “real estate mortgage investment conduits” (“REMICs”) pursuant to the Internal revenue Code of 1986, as amended (the “Code”). The R and RL Classes will be subject to transfer restrictions. See “Description of the Certificates—Characteristics of the R and RL Classes” and “Certain Additional Federal Income Tax Consequences” herein, and “Description of the Certificates—Additional Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences” in the REMIC Prospectus.

Investors should purchase the Certificates only if they have read and understood this Prospectus Supplement and the following documents (collectively, the “Disclosure Documents”):

- Fannie Mae’s Prospectus for Guaranteed REMIC Pass-Through Certificates dated June 14, 1996 (the “REMIC Prospectus”), which is attached to this Prospectus Supplement;
- Fannie Mae’s Prospectus for Stripped Mortgage-Backed Securities dated July 1, 1996 (the “SMBS Prospectus”);
- Fannie Mae’s Prospectuses for Guaranteed MBS Pass-Through Securities dated January 15, 1996 and Guaranteed MBS Pass-Through Securities (Backed by GNMA Certificates) dated August 1, 1994 (together, the “Mega Prospectuses”);
- Fannie Mae’s Prospectus for Guaranteed Mortgage Pass-Through Certificates dated January 15, 1996 (the “MBS Prospectus”);
- Fannie Mae’s Prospectus for Guaranteed REMIC Pass-Through Certificates (backed by GNMA Certificates) dated April 7, 1994 (the “GNMA Prospectus”);
- Fannie Mae’s Information Statement dated February 22, 1996 and any supplements thereto (collectively, the “Information Statement”); and
- The Underlying Prospectus Supplements.

The MBS Prospectus, the SMBS Prospectus, the Mega Prospectuses, the GNMA Prospectus and the Information Statement are incorporated herein by reference and, together with the Underlying Prospectus Supplements, may be obtained from Fannie Mae by writing or calling its MBS Helpline at 3900 Wisconsin Avenue, N.W., Area 2H-3S, Washington, D.C. 20016 (telephone 1-800-BEST-MBS or 202-752-6547). Such documents, other than the Underlying Prospectus Supplements, may also be obtained from Salomon Brothers Inc by writing or calling its Prospectus Department at Brooklyn Army Terminal, 140 58th Street, Suite 1-H, Brooklyn, New York 11220 (telephone 718-567-2005).

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REFERENCE SHEET

This reference sheet is not a summary of the REMIC transaction and it does not contain complete information about the Certificates. Investors should purchase the Certificates only after reading this Prospectus Supplement and each of the additional Disclosure Documents described herein in their entirety.

Characteristics of the Underlying REMIC Certificates and Trust SMBS

The table contained in Exhibit A hereto sets forth information with respect to each class of Underlying REMIC Certificates and Trust SMBS, including certain information regarding the underlying Mortgage Loans. Certain additional information as to the Underlying REMIC Certificates may be obtained by performing an analysis of current Fannie Mae principal factors of the Underlying REMIC Certificates in the context of applicable information contained in the related Underlying Prospectus Supplements, which may be obtained from Fannie Mae as described herein.

See “Description of the Certificates—The Underlying REMIC Certificates and Trust SMBS” herein.

Interest Rates

The Fixed Rate Certificates will bear interest at the applicable per annum interest rate set forth on the cover.

The Floating Rate and Inverse Floating Rate Classes will bear interest during the initial Interest Accrual Period at the initial interest rates set forth below, and will bear interest during each Interest Accrual Period thereafter, subject to the applicable maximum and minimum interest rates, at rates determined as described below:

<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</u>
FA	6.20625%	9.5%	0.8%	LIBOR + 80 basis points
FB	6.20625%	9.5%	0.8%	LIBOR + 80 basis points
SA	3.29375%	8.7%	0.0%	8.7% – LIBOR

See “Description of the Certificates—Distributions of Interest—Floating Rate and Inverse Floating Rate Classes” herein.

The R Class will receive monthly distributions in amounts equal to the monthly interest concurrently distributed on the Class 1993-232-F REMIC Certificate. See “Description of the Certificates—Distributions of Interest—*R Class Distributions*” herein.

Notional Classes

The notional principal balance of each Notional Class will be equal to the indicated percentage of the outstanding principal balances of the Classes specified below or the amount described below, as applicable, immediately prior to the related Distribution Date:

<u>Class</u>	<u>Percentage of Principal Balances of Specified Classes or of Amount Described</u>
SA	100% of FA and FB Classes
IO	100% of the excess of the outstanding notional principal balance of the interest only Trust SMBS included in the Lower Tier REMIC from Fannie Mae Stripped Mortgage Backed Securities Trust 000244-GN over 110.1520117647% of the aggregate outstanding principal balance of the FA, FB and P Classes

See “Description of the Certificates—Distributions of Interest—Notional Classes” and “—Yield Tables—*The Interest Only Classes*” herein.

Component Class

	<u>Original Principal Balance</u>	<u>Principal Balance</u>
FB1 Component	\$ 1,060,779	PAC
FB2 Component	43,021,997	SUP

Distributions of Principal

The portion of the Principal Distribution Amount allocated to each Class of Certificates will be determined by distributions on particular classes of the Underlying REMIC Certificates. For such purposes, the Principal Distribution Amount will be allocated between the Group 1 and Group 2 Principal Distribution Amounts, as described herein under “Description of the Certificates—Distributions of Principal—*Principal Distribution Amount*.”

Group 1 Principal Distribution Amount

The Group 1 Principal Distribution Amount will be applied to the distribution of principal of the A, B and J Classes as described herein under “Description of the Certificates—Distributions of Principal.”

Group 2 Principal Distribution Amount

On each Distribution Date, 1.4429369646% of the Group 2 Principal Distribution Amount to the P Class, to zero.

On each Distribution Date, 98.5570630354% of the Group 2 Principal Distribution Amount to the Group 2 Classes specified below in the following order of priority:

- (i) to the FA Class and FB1 Component, in that order, to their respective Planned Balances for such Distribution Date;
- (ii) to the FB2 Component, to zero; and
- (iii) to the FA Class and FB1 Component, in that order, to zero.

Weighted Average Lives (years) *

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>
A	11.6	6.8	6.9	7.1	4.2
B	22.5	10.7	1.4	0.5	0.2
J	24.8	17.6	10.1	4.8	1.2

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>125%</u>	<u>185%</u>	<u>500%</u>	<u>650%</u>
FA	12.6	3.3	3.2	3.2	2.7
FB	23.9	13.8	9.9	1.9	1.1
SA and P	18.3	8.6	6.6	2.6	1.9
IO	21.4	12.1	10.3	4.7	3.5

* Determined as specified under “Description of the Certificates—Weighted Average Lives of the Certificates” herein.

ADDITIONAL RISK FACTORS

Additional Yield and Prepayment Considerations

The rate of distributions of principal of the Certificates will be directly related to the rate of principal distributions on the related Underlying REMIC Certificates, which in turn will be sensitive to the amortization (including prepayments) of the related Mortgage Loans and the priority sequences affecting principal distributions on such Underlying REMIC Certificates. It is highly unlikely that the Mortgage Loans underlying any of the Underlying REMIC Certificates and the Trust SMBS will prepay at any of the rates assumed herein, will prepay at a *constant* PSA rate until maturity or that such Mortgage Loans will prepay at the same rate. Investors must make their own decisions as to the appropriate assumptions, including prepayment assumptions, to be used in deciding whether to purchase the Certificates.

As described in the Underlying Prospectus Supplements, certain of the Underlying REMIC Certificates are subordinate in priority of principal distributions to certain other classes of certificates evidencing beneficial ownership interests in the related Underlying REMIC Trusts and, accordingly, distributions of principal of the related Mortgage Loans may for extended periods be applied to the distribution of principal of those classes of certificates having priority over such Underlying REMIC Certificates. In particular, certain of the Underlying REMIC Certificates are Support classes that are entitled to receive principal distributions on any Distribution Date only if scheduled distributions have been made on other specified classes of certificates evidencing beneficial ownership interests in the related Underlying REMIC Trusts. Accordingly, such Underlying REMIC Certificates may receive no principal distributions for extended periods of time or may receive principal distributions that vary widely from period to period. In addition, certain of the Underlying REMIC Certificates have Principal Balance Schedules and, as a result, may receive distributions of principal during certain periods at a rate faster or slower than would otherwise have been the case (and, in some cases, may receive no principal distributions for extended periods). Further, prepayments on the related Mortgage Loans may have occurred at a rate faster or slower than that initially assumed. This Prospectus Supplement contains no information as to whether such Underlying REMIC Certificates have adhered to their Principal Balance Schedules, whether any related Support classes remain outstanding or whether such Underlying REMIC Certificates otherwise have performed as originally anticipated. Such information as to such Underlying REMIC Certificates may be obtained by performing an analysis of current Fannie Mae principal factors of such Underlying REMIC Certificates in the context of applicable information contained in the related Underlying Prospectus Supplements, which may be obtained from Fannie Mae as described herein.

The Class 1993-232-F REMIC Certificate may under certain circumstances receive distributions of principal from certain interest amounts distributable in respect of the interest only assets included in the related Underlying REMIC Trust. The effect of any such distributions of principal would be to accelerate the rate of principal payments on such Underlying REMIC Certificate and, accordingly, the Group 1 Classes. Any such accelerated principal distributions will depend on the rate of prepayment of the related Mortgage Loans and the level of LIBOR and there is no assurance that any such accelerated principal distributions will occur. Further, prepayments on the related Mortgage Loans may have occurred at a rate faster or slower than that initially assumed. This Prospectus Supplement contains no information as to whether the Class 1993-232-F REMIC Certificate has performed as originally anticipated. Such information may be obtained by performing a current analysis of the Underlying REMIC Certificate in the context of applicable information contained in the related Underlying Prospectus Supplement, which may be obtained from Fannie Mae as described herein.

The effective yield on the Delay Class (as defined herein) will be reduced below the yield otherwise produced because interest payable on a Distribution Date will not be distributed until the 25th day following the end of the related Interest Accrual Period and will not bear interest during such delay. No interest at all will be paid on any Class after its principal balance or notional principal

balance has been reduced to zero. As a result of the foregoing, the market value of the Delay Class will be lower than would have been the case if there were no such delay.

DESCRIPTION OF THE CERTIFICATES

The following summaries describing certain provisions of the Certificates do not purport to be complete and are subject to, and are qualified in their entirety by reference to, the remaining provisions of this Prospectus Supplement, the additional Disclosure Documents and the provisions of the Trust Agreement (defined below). Capitalized terms used and not otherwise defined in this Prospectus Supplement have the meanings assigned to such terms in the applicable Disclosure Document or the Trust Agreement (as the context may require).

General

Structure. The Trust and the Lower Tier REMIC will be created pursuant to a trust agreement dated as of September 1, 1996 (the “Trust Agreement”), executed by the Federal National Mortgage Association (“Fannie Mae”) in its corporate capacity and in its capacity as trustee (the “Trustee”), and the Certificates in the Classes and aggregate original principal balances set forth on the cover hereof will be issued by Fannie Mae pursuant thereto. A description of Fannie Mae and its business, together with certain financial statements and other financial information, is contained in the Information Statement.

The Certificates (other than the R and RL Classes) will be designated as the “regular interests,” and the R Class will be designated as the “residual interest,” in the REMIC constituted by the Trust. The interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”) will be designated as the “regular interests,” and the RL Class will be designated as the “residual interest,” in the Lower Tier REMIC. The assets of the Lower Tier REMIC will consist of the Underlying REMIC Certificates (which evidence beneficial ownership interests in the Underlying REMIC Trusts) and Trust SMBS.

Fannie Mae Guaranty. Fannie Mae guarantees to each holder of an MBS the timely payment of scheduled installments of principal of and interest on the underlying Mortgage Loans, whether or not received, together with the full principal balance of any foreclosed Mortgage Loan, whether or not such balance is actually recovered. The guaranty obligations of Fannie Mae with respect to the Trust SMBS and Mega Certificates are described in the SMBS Prospectus and the Mega Prospectuses, respectively. The guaranty obligations of Fannie Mae with respect to the Underlying REMIC Certificates are described in the Underlying Prospectus Supplements. In addition, Fannie Mae will be obligated to distribute on a timely basis to the Holders of Certificates required installments of principal and interest and to distribute the principal balance of each Class of Certificates in full no later than the applicable Final Distribution Date, whether or not sufficient funds are available in the Trust Account. The guaranties of Fannie Mae are not backed by the full faith and credit of the United States. See “Description of the Certificates—Fannie Mae’s Guaranty” in the REMIC Prospectus, “Description of the Certificates—General—*Fannie Mae Guaranty*” in the Underlying Prospectus Supplements, “The SMBS Certificates—Fannie Mae Obligations” in the SMBS Prospectus, “The Certificates—Fannie Mae’s Guaranty” in the Mega Prospectuses and “Description of Certificates—The Corporation’s Guaranty” in the MBS Prospectus.

Characteristics of Certificates. The Certificates, other than the R and RL Certificates, will be issued and maintained and may be transferred by Holders only on the book-entry system of the Federal Reserve Banks. Such entities whose names appear on the book-entry records of a Federal Reserve Bank as the entities for whose accounts such Certificates have been deposited are herein referred to as “Holders” or “Certificateholders.” A Holder is not necessarily the beneficial owner of a book-entry Certificate. Beneficial owners will ordinarily hold book-entry Certificates through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations. See “Description of the Certificates—Denominations, Certificate Form” in the REMIC Prospectus.

The R and RL Certificates will not be issued in book-entry form but will be issued in fully registered, certificated form. As to the R or RL Certificates, “Holder” or “Certificateholder” refers to the registered owner thereof. The R and RL Certificates will be transferable at the corporate trust office of the Transfer Agent, or at the agency of the Transfer Agent in New York, New York. The Transfer Agent initially will be State Street Bank and Trust Company in Boston, Massachusetts (“State Street”). A service charge may be imposed for any registration of transfer of the R or RL Certificate and Fannie Mae may require payment of a sum sufficient to cover any tax or other governmental charge. See also “Characteristics of the R and RL Classes” herein.

The distribution to the Holders of the R and RL Classes of the proceeds of any remaining assets of the Trust and the Lower Tier REMIC, as applicable, will be made only upon presentation and surrender of the related Certificate at the office of the Paying Agent. The Paying Agent initially will be State Street.

Authorized Denominations. The Certificates, other than the R and RL Certificates, will be issued in minimum denominations of \$1,000 and integral multiples of \$1 in excess thereof. The R and RL Classes will be issued as single certificates and will not have principal balances.

Distribution Dates. Distributions on the Certificates will be made on the 25th day of each month (or, if such 25th day is not a business day, on the first business day next succeeding such 25th day) (each, a “Distribution Date”), commencing in the month following the Settlement Date. See “Distributions of Interest—General” and “—Interest Accrual Periods” and “Distributions of Principal—Principal Distribution Amount” herein.

Record Date. Each monthly distribution on the Certificates will be made to Holders of record on the last day of the preceding month.

REMIC Trust Factors. As soon as practicable following the eleventh calendar day of each month, Fannie Mae will publish or otherwise make available for each Class of Certificates the factor (carried to eight decimal places) which, when multiplied by the original principal balance of a Certificate of such Class, will equal the remaining principal balance of such Certificate after giving effect to the distribution of principal to be made on the following Distribution Date.

Optional Termination. Consistent with its policy described under “Description of Certificates—Termination” in the MBS Prospectus, Fannie Mae will agree not to effect indirectly an early termination of the Trust or the Lower Tier REMIC through the exercise of its right to repurchase the Mortgage Loans underlying any MBS unless only one Mortgage Loan remains in the related Pool or the principal balance of such Pool at the time of repurchase is less than one percent of the original principal balance thereof.

Voting the Underlying REMIC Certificates and Trust SMBS. In the event any issue arises under the trust agreement or trust indenture governing any of the Underlying REMIC Certificates or Trust SMBS that requires the vote of holders of certificates outstanding thereunder, the Trustee will vote the related Underlying REMIC Certificates or Trust SMBS, as applicable, in accordance with instructions received from Holders of the related Classes having principal balances aggregating not less than 51% of the aggregate principal balance of all such Classes. In the absence of such instructions, the Trustee will vote in a manner consistent, in its sole judgment, with the best interests of Certificateholders.

The Underlying REMIC Certificates and Trust SMBS

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts specified in Exhibit A hereto, the assets of which evidence the direct or indirect beneficial ownership interests in (i) certain MBS having the general characteristics set forth in the MBS Prospectus and (ii) certain GNMA Certificates having the general characteristics described in the GNMA Prospectus. The Trust SMBS represent indirect beneficial ownership interests in distributions of interest on certain MBS and certain GNMA Certificates included in the

Fannie Mae Stripped Mortgage-Backed Security Trusts specified in Exhibit A hereto. Certain of the MBS and GNMA Certificates are held in the form of Mega Certificates.

The general characteristics of the Underlying REMIC Certificates are described in the related Underlying Prospectus Supplements. The general characteristics of the Trust SMBS, the Mega Certificates, the MBS and the GNMA Certificates are described in the SMBS Prospectus, Mega Prospectuses, MBS Prospectus and GNMA Prospectus, respectively. Each MBS evidences beneficial ownership interests in a Pool of conventional Level Payment Mortgage Loans secured by a first-mortgage or deed of trust on a one- to four-family residential property, as described under “The Mortgage Pools” and “Yield Considerations” in the MBS Prospectus. Each GNMA Certificate is based on and backed by a pool of mortgage loans that are either insured or guaranteed by the FHA, the VA or the FmHA. The Underlying REMIC Certificates and Trust SMBS provide that distributions thereon will be passed through monthly, commencing on the 25th day of the month following the initial issuance thereof (or, in each case, if such 25th day is not a business day, on the first business day next succeeding such 25th day).

The table contained in Exhibit A hereto sets forth certain information with respect to each of the Underlying REMIC Certificates and Trust SMBS, including the numerical designation of the Underlying REMIC Trusts and Trust SMBS, the class designation, the date of issue, the CUSIP number, the interest rate, the interest type, the final distribution date, the principal type, the original principal balance or notional principal balance of the entire class, the current principal factor for such class and the principal balance or notional principal balance of such class contained in the Lower Tier REMIC as of September 1, 1996 (“the Issue Date”). The table also sets forth the approximate weighted average WAC, approximate weighted average WAM or WARM as applicable, and approximate weighted average CAGE or WALA, as applicable, of the Mortgage Loans underlying the related MBS or GNMA Certificates as of the Issue Date, the underlying security type and the related Class Group.

To request further information regarding the Underlying REMIC Certificates and the Trust SMBS telephone Fannie Mae at 1-800-BEST-MBS or 202-752-6547. Other data specific to the Certificates is available in electronic form by calling Fannie Mae at 1-800-752-6440 or 202-752-6000. It should be noted that there may have been material changes in facts and circumstances since the dates the Underlying Prospectus Supplements were prepared, including, but not limited to, changes in prepayment speeds and prevailing interest rates and other economic factors, which may limit the usefulness of the information set forth in such document.

Distributions of Interest

Categories of Classes

For the purpose of payments of interest, the Classes will be categorized as follows:

<u>Interest Type*</u>	<u>Classes</u>
Fixed Rate	IO
Floating Rate	FA and FB
Inverse Floating Rate	SA
Interest Only	SA and IO
Principal Only	A, B, J and P
Excess	R
No Payment Residual	RL

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

General. The interest-bearing Certificates will bear interest at the applicable per annum interest rates set forth on the cover or described herein. Interest on the interest-bearing Certificates is calculated on the basis of a 360-day year consisting of twelve 30-day months and is distributable monthly on each Distribution Date, commencing in the month after the Settlement Date. Interest to be distributed on each interest-bearing Certificate on a Distribution Date will consist of one month’s

interest on the outstanding principal balance of such Certificate immediately prior to such Distribution Date.

Interest Accrual Periods. Interest to be distributed on a Distribution Date will accrue on the interest-bearing Certificates during the one-month periods set forth below (each, an “Interest Accrual Period”).

<u>Classes</u>	<u>Interest Accrual Periods</u>
FA, FB and SA Classes (the “No Delay Classes”)	One month period beginning on the 25th day of the month preceding the month of the Distribution Date and ending on the 24th day of the month of the Distribution Date
IO Class (the “Delay Class”)	Calendar month preceding the month in which the Distribution Date occurs

See “Additional Risk Factors—Additional Yield and Prepayment Considerations” herein.

Notional Classes. The SA and IO Classes will be Notional Classes. The Notional Classes will have no principal balances and will bear interest at the applicable per annum interest rates set forth on the cover or as described herein during each Interest Accrual Period on the related notional principal balances. The notional principal balance of each Notional Class will be equal to the indicated percentages of the outstanding principal balances of the Classes specified below or the amount described below, as applicable, immediately prior to the related Distribution Date:

<u>Class</u>	<u>Percentage of Principal Balances of Specified Classes or of Amount Described</u>
SA	100% of FA and FB Classes
IO	100% of the excess of the outstanding notional principal balance of the interest only Trust SMBS included in the Lower Tier REMIC from Fannie Mae Stripped Mortgage Backed Securities Trust 000244-GN over 110.1520117647% of the aggregate outstanding principal balance of the FA, FB and P Classes

The notional principal balance of a Notional Class is used for purposes of the determination of interest distributions thereon and does not represent an interest in the principal distributions of the Underlying REMIC Certificates, the Trust SMBS, the MBS, the GNMA Certificates or the underlying Mortgage Loans. Although a Notional Class will not have a principal balance, a REMIC Trust Factor (as described herein) will be published with respect to such Class that will be applicable to the notional principal balance thereof, and references herein to the principal balances of the Certificates generally shall be deemed to refer also to the notional principal balances of the Notional Classes.

Floating Rate and Inverse Floating Rate Classes. The following Classes will bear interest during their initial Interest Accrual Period at the initial interest rates set forth below, and will bear interest during each Interest Accrual Period thereafter, subject to the applicable maximum and minimum interest rates, at rates determined as described below:

<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</u>
FA	6.20625%	9.5%	0.8%	LIBOR + 80 basis points
FB	6.20625%	9.5%	0.8%	LIBOR + 80 basis points
SA	3.29375%	8.7%	0.0%	8.7% – LIBOR

The yields with respect to such Classes will be affected by changes in the applicable index as set forth in the table above (the “Index”), which changes may not correlate with changes in mortgage interest rates. It is possible that lower mortgage interest rates could occur concurrently with an

increase in the level of the Index. Conversely, higher mortgage interest rates could occur concurrently with a decrease in the level of the Index.

The establishment of the Index value by Fannie Mae and Fannie Mae's determination of the rate of interest for the applicable Classes for the related Interest Accrual Period shall (in the absence of manifest error) be final and binding. Each such rate of interest may be obtained by telephoning Fannie Mae at 1-800-BEST-MBS or 202-752-6547.

Calculation of LIBOR

On each Index Determination Date, until the principal balances or notional principal balance of the FA, FB and SA Classes have been reduced to zero, Fannie Mae will establish LIBOR for the related Interest Accrual Period in the manner described in the REMIC Prospectus under "Description of the Certificates—Indices Applicable to Floating Rate and Inverse Floating Rate Classes—LIBOR."

If on the initial Index Determination Date, Fannie Mae is unable to determine LIBOR in the manner specified in the REMIC Prospectus, LIBOR for the next succeeding Interest Accrual Period will be equal to 5.40625%.

R Class Distributions

The R Class will receive monthly distributions in amounts equal to the monthly interest concurrently distributed on the Class 1993-232-F REMIC Certificate. Certain information regarding the Class 1993-232-F REMIC Certificate is set forth in Exhibit A hereto and in the related Underlying Prospectus Supplement, which may be obtained as described herein. Additional information regarding the Class 1993-232-F REMIC Certificate may be requested as set forth herein under "—The Underlying REMIC Certificates and the Trust SMBS."

Distributions of Principal

Categories of Classes and Components

For the purpose of payments of principal, the Classes and Components will be categorized as follows:

<u>Principal Type*</u>	<u>Classes and Components</u>
Group 1 Classes	
Structured Collateral/Pass Through	A
Structured Collateral/Sequential Pay	B and J
Group 2 Classes and Components	
Structured Collateral/Strip	P
Structured Collateral/PAC	FA and FB1
Structured Collateral/Support	FB2
Structured Collateral/Component	FB
Notional	SA and IO
No Payment Residual	R and RL

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

Components. For purposes of calculating payments of principal, the FB Class is comprised of multiple payment Components having the designations and original principal balances set forth below, and therefore the payment characteristics of the FB Class will reflect a combination of the payment characteristics of such Components.

<u>Designation</u>	<u>Original Principal Balance</u>	<u>Principal Type</u>
FB1 Component.....	\$ 1,060,779	PAC
FB2 Component.....	43,021,997	SUP

Components are not separately transferable from the related Class of Certificates.

Principal Distribution Amount

Principal will be distributed monthly on the Certificates in an amount (the “Principal Distribution Amount”) equal to the sum of (i) the distribution of principal concurrently made on the Class 1993-232-F REMIC Certificate (the “Group 1 Principal Distribution Amount”) and (ii) the aggregate distributions of principal concurrently made on the Class 1993-G37-B, Class 1993-G37-C, Class 1993-G37-E, Class 1993-G37-G and Class 1993-G37-H REMIC Certificates (the “Group 2 Principal Distribution Amount”). The portion of each class of Underlying REMIC Certificates held by the Lower Tier REMIC will be as set forth in Exhibit A.

Group 1 Principal Distribution Amount

On each Distribution Date, the portion of the Group 1 Principal Distribution Amount attributable to principal distributions on the Class 1992-G56-A REMIC Certificate included in Fannie Mae REMIC Trust 1993-232 will be distributed as principal of the A Class, until the principal balance thereof is reduced to zero.

Structured
Collateral/
Pass-Through
Classes

On each Distribution Date, the portion of the Group 1 Principal Distribution Amount attributable to principal distributions on the Class 1993-158-J REMIC Certificate included in Fannie Mae Trust 1993-232 will be distributed, sequentially, to the B and J Classes, in that order, until the respective principal balances thereof are reduced to zero.

Structured
Collateral/
Pass-Through/
Sequential
Pay
Classes

On each Distribution Date, the excess, if any, of the Group 1 Principal Distribution Amount over the amounts applied pursuant to the two preceding paragraphs will be distributed, sequentially, as principal of the B, A and J Classes, in that order, until the respective principal balances thereof are reduced to zero.

Group 2 Principal Distribution Amount

On each Distribution Date, 1.4429369646% of the Group 2 Principal Distribution Amount will be distributed as principal of the P Class, until the principal balance thereof is reduced to zero.

Structured
Collateral/
Strip
Class

On each Distribution Date, 98.5570630354% of the Group 2 Principal Distribution Amount will be distributed as principal of the Group 2 Classes specified below in the following order of priority:

(i) sequentially, to the FA Class and FB1 Component, in that order, until the principal balances thereof are reduced to their respective Planned Balances for such Distribution Date;

Structured
Collateral/
PAC Class
and
Component

(ii) to the FB2 Component, until the principal balance thereof is reduced to zero; and

Structured
Collateral/
Support
Component

(iii) sequentially, to the FA Class and FB1 Component, in that order, without regard to their Planned Balances and until the respective principal balances thereof are reduced to zero.

Structured
Collateral/
PAC Class
and
Component

Structuring Assumptions

Pricing Assumptions. Unless otherwise specified, the information in the tables in this Prospectus Supplement has been prepared on the basis of the actual characteristics of each Pool underlying the Underlying REMIC Certificates, the priority sequences affecting the principal distributions on the Underlying REMIC Certificates and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- all payments (including prepayments) on the Mortgage Loans underlying the GNMA Certificates, are distributed on the Certificates in the month in which such payments are received;

- the Mortgage Loans prepay at the *constant* percentages of PSA specified in the related table;
- the closing date for the sale of the Certificates is the Settlement Date; and
- the first Distribution Date for the Certificates occurs in the month following the Settlement Date.

Prepayment Assumptions. Prepayments of mortgage loans commonly are measured relative to a prepayment standard or model. The model used herein is the Public Securities Association’s standard prepayment model (“PSA”). To assume a specified rate of PSA is to assume a specified rate of prepayment each month of the then outstanding principal balance of a pool of new mortgage loans computed as described under “Description of the Certificates—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.

Structuring Range. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the Mortgage Loans underlying the related Underlying REMIC Certificates and Trust SMBS prepay at a *constant* PSA rate within the Structuring Range set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Class and Component</u>	<u>Structuring Range</u>
Planned Balances	FA and FB1	(1)
(1) The Planned Balances for the FA Class and the FB1 Component have been structured at 125% and 500% PSA, but will have Initial Effective Ranges (as defined below) of between 152% and 503% PSA, in the case of the FA Class, and between 103% and 502% PSA, in the case of the FB1 Component.		

There is no assurance that the principal balances of the Class and Component listed above will conform on any Distribution Date to the balances specified for such Distribution Date in the Principal Balance Schedules herein, or that distributions of principal on such Class and Component will begin or end on the respective Distribution Dates specified therein. Because any excess of the principal distribution on any Distribution Date over the amount necessary to reduce such Class and Component to their scheduled balances will be distributed, the ability to so reduce such Class and Component will not be enhanced by the averaging of high and low principal payments from month to month. In addition, even if prepayments occur at rates falling within the Structuring Range specified above, principal distributions may be insufficient to reduce such Class and Component to their scheduled balances if such prepayments do not occur at a *constant* PSA rate. Moreover, because of the diverse remaining terms to maturity of the Mortgage Loans underlying the related Underlying REMIC Certificates and Trust SMBS, the Class and Component specified above may not be reduced to their scheduled balances, even if prepayments occur at a *constant* rate within the Structuring Range specified above.

Initial Effective Ranges. The Effective Range for a Class or Component is the range of prepayment rates (measured by *constant* PSA rates) that would reduce such Class or Component to its scheduled balance on each Distribution Date. The Initial Effective Ranges set forth in the table below are based upon the assumed characteristics of the Mortgage Loans specified in the Pricing Assumptions.

<u>Related Class and Component</u>	<u>Initial Effective Ranges</u>
FA	Between 152% and 503%
FB1	Between 103% and 502%

The actual Effective Ranges at any time will be based upon the actual characteristics of the Mortgage Loans underlying the related Underlying REMIC Certificates and Trust SMBS at such time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. The actual Effective Ranges calculated on the basis of the actual characteristics likely will differ from the Initial

Effective Ranges. As a result, the applicable Class and Component might not be reduced to their scheduled balances even if prepayments were to occur at a *constant* PSA rate within the Initial Effective Ranges (particularly if such rate were at the lower or higher end of such ranges). In addition, even if prepayments occur at rates falling within the actual Effective Ranges, principal distributions may be insufficient to reduce the applicable Class and Component to their scheduled balances if such prepayments do not occur at a *constant* PSA rate. It is highly unlikely that the related Mortgage Loans will prepay at any *constant* PSA rate. In general, the actual Effective Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time. The principal payment stability of the PAC Class and Component will be supported in part by the Support Component. When the Support Component is retired, the PAC Class and Component may no longer have Effective Ranges and will be more sensitive to prepayments.

Principal Balance Schedules

<u>Distribution Date</u>	<u>FA Class Planned Balance</u>	<u>FB1 Component Planned Balance</u>
Initial Balance	\$42,600,000.00	\$1,060,779.00
October 1996	41,933,404.25	1,060,779.00
November 1996	41,271,044.91	1,060,779.00
December 1996	40,612,894.47	1,060,779.00
January 1997	39,958,926.30	1,060,779.00
February 1997	39,309,112.88	1,060,779.00
March 1997	38,663,426.72	1,060,779.00
April 1997	38,021,841.61	1,060,779.00
May 1997	37,384,330.93	1,060,779.00
June 1997	36,750,868.04	1,060,779.00
July 1997	36,121,426.31	1,060,779.00
August 1997	35,495,980.41	1,060,779.00
September 1997	34,874,503.28	1,060,779.00
October 1997	34,256,970.46	1,060,779.00
November 1997	33,643,355.32	1,060,779.00
December 1997	33,033,632.54	1,060,779.00
January 1998	32,427,777.23	1,060,779.00
February 1998	31,825,764.08	1,060,779.00
March 1998	31,227,568.18	1,060,779.00
April 1998	30,633,164.66	1,060,779.00
May 1998	30,042,529.06	1,060,779.00
June 1998	29,455,636.50	1,060,779.00
July 1998	28,872,462.97	1,060,779.00
August 1998	28,292,984.01	1,060,779.00
September 1998	27,717,176.06	1,060,779.00
October 1998	27,145,015.08	1,060,779.00
November 1998	26,576,477.52	1,060,779.00
December 1998	26,011,539.34	1,060,779.00
January 1999	25,450,177.43	1,060,779.00
February 1999	24,892,369.06	1,060,779.00
March 1999	24,338,090.23	1,060,779.00
April 1999	23,787,318.67	1,060,779.00
May 1999	23,240,031.25	1,060,779.00
June 1999	22,696,205.24	1,060,779.00
July 1999	22,155,818.40	1,060,779.00
August 1999	21,605,178.70	1,060,779.00
September 1999	21,054,624.57	1,060,779.00
October 1999	20,507,550.21	1,060,779.00
November 1999	19,963,932.91	1,060,779.00
December 1999	19,423,750.40	1,060,779.00
January 2000	18,886,980.41	1,060,779.00
February 2000	18,353,600.25	1,060,779.00
March 2000	17,823,588.52	1,060,779.00
April 2000	17,296,923.39	1,060,779.00
May 2000	16,813,894.59	1,060,779.00
June 2000	16,344,177.95	1,060,779.00
July 2000	15,878,162.45	1,060,779.00
August 2000	15,415,782.57	1,060,779.00
September 2000	14,956,975.02	1,060,779.00
October 2000	14,501,679.55	1,060,779.00
November 2000	14,049,838.07	1,060,779.00
December 2000	13,601,394.72	1,060,779.00

<u>Distribution Date</u>	<u>FA Class Planned Balance</u>	<u>FB1 Component Planned Balance</u>
January 2001	\$13,156,297.09	\$1,060,779.00
February 2001	12,714,493.23	1,060,779.00
March 2001	12,275,933.80	1,060,779.00
April 2001	11,840,572.09	1,060,779.00
May 2001	11,408,362.69	1,060,779.00
June 2001	10,979,261.06	1,060,779.00
July 2001	10,553,225.29	1,060,779.00
August 2001	10,130,215.22	1,060,779.00
September 2001	9,710,191.10	1,060,779.00
October 2001	9,293,114.96	1,060,779.00
November 2001	8,878,950.99	1,060,779.00
December 2001	8,467,662.96	1,060,779.00
January 2002	8,068,090.43	1,060,779.00
February 2002	7,680,657.34	1,060,779.00
March 2002	7,304,998.25	1,060,779.00
April 2002	6,940,759.07	1,060,779.00
May 2002	6,587,596.20	1,060,779.00
June 2002	6,261,741.83	1,060,779.00
July 2002	5,956,448.64	1,060,779.00
August 2002	5,659,729.55	1,060,779.00
September 2002	5,371,368.44	1,060,779.00
October 2002	5,091,152.25	1,060,779.00
November 2002	4,818,872.72	1,060,779.00
December 2002	4,554,324.64	1,060,779.00
January 2003	4,297,308.47	1,060,779.00
February 2003	4,047,626.89	1,060,779.00
March 2003	3,805,088.64	1,060,779.00
April 2003	3,569,505.56	1,060,779.00
May 2003	3,340,693.38	1,060,779.00
June 2003	3,118,471.81	1,060,779.00
July 2003	2,902,665.75	1,060,779.00
August 2003	2,693,102.30	1,060,779.00
September 2003	2,489,613.38	1,060,779.00
October 2003	2,292,035.26	1,060,779.00
November 2003	2,100,206.82	1,060,779.00
December 2003	1,913,972.21	1,060,779.00
January 2004	1,733,177.29	1,060,779.00
February 2004	1,557,673.62	1,060,779.00
March 2004	1,387,315.37	1,060,779.00
April 2004	1,221,959.78	1,060,779.00
May 2004	1,061,468.86	1,060,779.00
June 2004	905,706.85	1,060,779.00
July 2004	754,541.88	1,060,779.00
August 2004	607,845.60	1,060,779.00
September 2004	465,492.68	1,060,779.00
October 2004	327,360.89	1,060,779.00
November 2004	189,569.66	1,060,779.00
December 2004	54,729.45	1,060,779.00
January 2005	0.00	984,818.64
February 2005	0.00	868,981.79
March 2005	0.00	805,834.34
April 2005	0.00	744,633.28

<u>Distribution Date</u>	<u>FA Class Planned Balance</u>	<u>FB1 Component Planned Balance</u>
May 2005	\$ 0.00	\$ 685,318.80
June 2005	0.00	627,834.14
July 2005	0.00	572,122.99
August 2005	0.00	518,132.07
September 2005	0.00	465,808.56
October 2005	0.00	415,101.80
November 2005	0.00	365,962.90
December 2005	0.00	318,343.84
January 2006	0.00	272,198.76
February 2006	0.00	227,482.26
March 2006	0.00	184,150.69
April 2006	0.00	142,162.12
May 2006	0.00	101,475.95
June 2006	0.00	62,052.01
July 2006	0.00	23,851.45
August 2006 and thereafter	0.00	0.00

Yield Tables

General. The tables below indicate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of applicable Classes to various constant percentages of PSA and, where specified, to changes in the Index. The yields set forth in the tables were calculated 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 value of such assumed streams of cash flows to equal the assumed aggregate purchase prices of such Classes and converting such monthly rates to corporate bond equivalent rates. Such calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on the Certificates and consequently do not purport to reflect the return on any investment in the Certificates when such reinvestment rates are considered. *There can be no assurance that the pre-tax yields on the Certificates will correspond to any of the pre-tax yields shown herein or that the aggregate purchase prices of the Certificates will be as assumed. In addition, there can be no assurance that the Index will correspond to the levels shown herein. Furthermore, because some of the Mortgage Loans will likely have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal distributions on the Certificates are likely to differ from those assumed, even if all such Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is not likely that the Mortgage Loans will prepay at a constant PSA rate until maturity, that all of such Mortgage Loans will prepay at the same rate or that the level of the Index will remain constant.*

The Principal Only Classes. **The Principal Only Classes will not bear interest. As indicated in the table below, a low rate of principal payments (including prepayments) on the Mortgage Loans underlying the related Underlying REMIC Certificates will have a negative effect on the yields to investors in the Principal Only Classes.**

The information set forth in the following table was prepared on the basis of the Pricing Assumptions and the assumptions that (i) the level of LIBOR is at all times equal to 5.40625% in the case of the A, B and J Classes, and (ii) the aggregate purchase prices of the Principal Only Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price</u>
A	70%
B	75%
J	50%
P	73%

Sensitivity of the Principal Only Classes to Prepayments (Pre-Tax Yields to Maturity) *

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>
A	5.6%	5.6%	5.6%	5.5%	9.3%
B	1.8%	2.7%	22.2%	62.0%	167.8%
J	3.3%	4.1%	7.9%	19.9%	74.0%

* The rate of principal distributions on the A, B and J Classes, which will reflect principal distributions on the Class 1993-232-F REMIC Certificate, may be affected by differing levels of LIBOR, as illustrated herein under "Decrement Tables." See the related Underlying Prospectus Supplement for a description of the Class 1993-232-F REMIC Certificate.

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>125%</u>	<u>185%</u>	<u>500%</u>	<u>650%</u>
P	2.7%	4.1%	5.4%	14.5%	19.9%

The Interest Only Classes. The yields to investors in the Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the Mortgage Loans underlying the related Underlying REMIC Certificates and Trust SMBS and, in the case of the SA Class, to the level of the Index. The Mortgage Loans generally can be prepaid at any time. As indicated in the tables below, it is possible that, under certain Index and prepayment scenarios, investors in the SA Class would not fully recoup their initial investment. Further, on the basis of the assumptions described below, the yield to maturity on the IO Class would be 0% if prepayments were to occur at a constant rate of approximately 441% PSA. If the actual prepayment rate of the related Mortgage Loans were to exceed this level for as little as one month while equaling such level for the remaining months, the investors in the IO Class would not fully recoup their initial investment.

Changes in the Index may not correlate with 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 concurrently with an increased level of the Index.

The information set forth in the following tables was prepared on the basis of the Pricing Assumptions and the assumptions that (i) the interest rate applicable to the SA Class for each Interest Accrual Period subsequent to the initial Interest Accrual Period will be based on the indicated level of the Index and (ii) the aggregate purchase prices of the Interest Only Rate Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
SA	7.5%
IO	45.0%

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>125%</u>	<u>185%</u>	<u>500%</u>	<u>650%</u>
3.40625%	74.0%	67.6%	62.4%	34.1%	18.2%
5.40625%	42.4%	36.7%	32.2%	5.6%	(9.3)%
7.40625%	12.2%	7.2%	2.9%	(22.2)%	(35.1)%
8.70000%	*	*	*	*	*

* The pre-tax yield to maturity will be less than (99.9)%.

Sensitivity of the IO Class to Prepayments (Pre-Tax Yields to Maturity)

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>125%</u>	<u>185%</u>	<u>500%</u>	<u>650%</u>
IO	16.8%	13.0%	10.2%	(2.6)%	(9.8)%

Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by (a) multiplying the amount of the reduction, if any, of the principal balance of such Certificate from one Distribution Date to the next Distribution Date by the number of years from the Settlement Date to the second such Distribution Date, (b) summing the results and (c) dividing the sum by the aggregate amount of the reductions in principal balance of such Certificate referred to in clause (a). For a description of the factors which

may influence the weighted average life of a Certificate, see “Description of the Certificates—Weighted Average Life 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 such rate of principal payments, the priority sequences of distributions of principal of the Group 1 and Group 2 Classes, the priority sequences of distributions of principal of the related Underlying REMIC Certificates and the level of LIBOR, in the case of the Group 1 Classes. The weighted average lives of certain Group 2 Classes will also depend on the distribution of principal of the FA Class and FB1 Component in accordance with the Principal Balance Schedules herein. In particular, if the amount distributable as principal of the Group 2 Classes on any Distribution Date exceeds the amount required to reduce the principal balance of the FA Class and FB1 Component to their scheduled amounts as set forth in the Principal Balance Schedules, such excess principal will be distributed on the FB2 Component on such Distribution Date. Conversely, if the principal distributable on any Distribution Date is less than the amount so required to reduce the FA Class and FB1 Component to their scheduled amounts, no principal will be distributed on certain remaining Group 2 Classes on such Distribution Date. Accordingly, the rate of principal payments on the related Mortgage Loans is expected to have a greater effect on the weighted average life of the FB Class than on the weighted average life of the FA Class. See “Distributions of Principal” herein and “Description of the Certificates—Distributions of Principal” in the Underlying Prospectus Supplements.

The interaction of the foregoing factors may have different effects on various Classes and the effects on any Class may vary at different times during the life of such Class. Accordingly, no assurance can be given as to the weighted average life of any Class. Further, to the extent the prices of the Certificates represent discounts or premiums to their respective original principal balances, variability in the weighted average lives of such 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.

As described under “General—Components” herein, for purposes of calculating payments of principal, the FB Class is comprised of multiple payment Components. Since such Components are not divisible, the payment characteristics of such Class will reflect a combination of the payment characteristics of the Components.

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each of the dates shown at various *constant* PSA levels and the corresponding weighted average lives of such Classes. The tables have been prepared on the basis of the Pricing Assumptions, except that with respect to the information set forth for each such Class under 0% PSA it has been assumed that each underlying Mortgage Loan has an original and remaining term to maturity and bears interest at the per annum rate specified below:

<u>Mortgage Loans relating to the Underlying REMIC Trusts and Trust SMBS specified below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>	<u>Related Classes</u>
1993-232	360 months	(1)	(1)	Group 1
1993-G37 and Trust SMBS	360 months	324 months	9.0%	Group 2

(1) The assets of 1993-232 consist of certain other REMIC and SMBS Trusts. See Exhibit A hereto.

It is not likely that (i) all of the underlying Mortgage Loans will have the interest rates, CAGEs or WALAs or remaining terms to maturity assumed or (ii) the underlying Mortgage Loans will prepay at a *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 levels, even if the distributions of weighted average remaining terms to maturity and the weighted average CAGEs or WALAs of the Mortgage Loans are identical to the distributions of remaining terms to maturity and CAGEs or WALAs specified in the Pricing Assumptions.

Percent of Original Principal Balances Outstanding

A*** Class																				
Date	LIBOR = 1.40625%					LIBOR = 3.40625%					LIBOR = 5.40625%					LIBOR = 7.40625%				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 1997	98	92	92	92	92	98	92	92	92	92	98	92	92	92	92	98	92	92	92	92
September 1998	95	84	82	82	82	95	84	84	84	84	95	84	84	84	84	95	84	84	84	84
September 1999	87	73	71	71	63	92	76	76	76	67	92	76	76	76	67	92	76	76	76	67
September 2000	78	65	64	65	39	89	72	72	72	45	89	72	72	72	45	89	72	72	72	45
September 2001	69	55	56	57	23	86	66	66	66	30	86	66	66	66	30	86	66	66	66	30
September 2002	60	46	48	48	12	83	59	59	58	20	83	59	59	58	20	83	59	59	58	20
September 2003	50	36	39	36	4	79	52	52	47	13	79	52	52	47	13	79	52	52	47	13
September 2004	39	24	29	26	0	74	42	42	37	8	74	42	42	37	8	74	42	42	37	8
September 2005	29	12	18	18	0	70	33	33	30	4	70	33	33	30	4	70	33	33	30	4
September 2006	18	1	9	11	0	65	23	24	24	2	65	23	24	24	2	65	23	24	24	2
September 2007	6	0	1	5	0	59	16	17	19	*	59	16	17	19	*	59	16	17	19	*
September 2008	0	0	0	1	0	53	11	11	15	0	54	11	11	15	0	54	11	11	15	0
September 2009	0	0	0	0	0	46	5	5	12	0	47	5	5	12	0	47	5	5	12	0
September 2010	0	0	0	0	0	38	*	1	9	0	40	*	1	9	0	40	*	1	9	0
September 2011	0	0	0	0	0	29	0	0	7	0	33	0	0	7	0	33	0	0	7	0
September 2012	0	0	0	0	0	19	0	0	5	0	24	0	0	5	0	24	0	0	5	0
September 2013	0	0	0	0	0	9	0	0	4	0	15	0	0	4	0	15	0	0	4	0
September 2014	0	0	0	0	0	0	0	0	3	0	5	0	0	3	0	5	0	0	3	0
September 2015	0	0	0	0	0	0	0	0	2	0	0	0	0	2	0	0	0	0	2	0
September 2016	0	0	0	0	0	0	0	0	*	0	0	0	0	*	0	0	0	0	*	0
September 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	6.8	5.4	5.6	5.6	3.7	11.4	6.8	6.9	7.1	4.2	11.6	6.8	6.9	7.1	4.2	11.6	6.8	6.9	7.1	4.2

B*** Class																				
Date	LIBOR = 1.40625%					LIBOR = 3.40625%					LIBOR = 5.40625%					LIBOR = 7.40625%				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 1997	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
September 1998	5	28	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 1999	0	0	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2000	0	0	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2001	0	0	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2002	0	0	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2003	0	0	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2004	0	0	0	0	0	88	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2005	0	0	0	0	0	65	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2006	0	0	0	0	0	43	100	0	0	0	100	100	0	0	0	100	100	0	0	0
September 2007	0	0	0	0	0	19	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2008	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2009	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2010	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2011	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2012	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2013	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2014	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2015	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2016	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2017	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2018	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
September 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	1.6	1.8	1.4	0.5	0.2	9.7	10.7	1.4	0.5	0.2	22.5	10.7	1.4	0.5	0.2	22.5	10.7	1.4	0.5	0.2

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

** Determined as specified under “Weighted Average Lives of the Certificates” herein.

*** The rate of principal distributions on the A, B and J Classes, which will reflect principal distributions on the Class 1993-232-F REMIC Certificate, may be affected by differing levels of LIBOR, as illustrated herein. See the related Underlying Prospectus Supplement for a further description of the Class 1993-232-F REMIC Certificate.

J* Class**

Date	LIBOR = 1.40625%					LIBOR = 3.40625%					LIBOR = 5.40625%					LIBOR = 7.40625%				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%	0%	100%	200%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 1997	100	100	100	89	55	100	100	100	89	55	100	100	100	89	55	100	100	100	89	55
September 1998	100	100	95	67	16	100	100	96	67	16	100	100	96	67	16	100	100	96	67	16
September 1999	100	100	88	53	0	100	100	88	53	0	100	100	88	53	0	100	100	88	53	0
September 2000	100	100	83	43	0	100	100	83	43	0	100	100	83	43	0	100	100	83	43	0
September 2001	100	100	78	36	0	100	100	78	36	0	100	100	78	36	0	100	100	78	36	0
September 2002	100	100	72	30	0	100	100	72	30	0	100	100	72	30	0	100	100	72	30	0
September 2003	100	100	65	25	0	100	100	66	25	0	100	100	66	25	0	100	100	66	25	0
September 2004	100	100	59	21	0	100	100	59	21	0	100	100	59	21	0	100	100	59	21	0
September 2005	100	100	52	17	0	100	100	53	17	0	100	100	53	17	0	100	100	53	17	0
September 2006	100	100	46	13	0	100	100	46	13	0	100	100	46	13	0	100	100	46	13	0
September 2007	100	89	40	11	0	100	99	40	11	0	100	99	40	11	0	100	99	40	11	0
September 2008	95	76	30	8	0	100	91	35	8	0	100	91	35	8	0	100	91	35	8	0
September 2009	85	62	20	4	0	100	83	30	6	0	100	83	30	6	0	100	83	30	6	0
September 2010	75	49	10	0	0	100	75	25	4	0	100	75	25	4	0	100	75	25	4	0
September 2011	64	39	5	0	0	100	67	21	3	0	100	67	21	3	0	100	67	21	3	0
September 2012	52	30	1	0	0	100	60	17	2	0	100	60	17	2	0	100	60	17	2	0
September 2013	41	22	0	0	0	100	52	14	1	0	100	52	14	1	0	100	52	14	1	0
September 2014	28	14	0	0	0	99	45	11	*	0	100	45	11	*	0	100	45	11	*	0
September 2015	19	6	0	0	0	93	38	8	0	0	100	38	8	0	0	100	38	8	0	0
September 2016	15	0	0	0	0	93	31	6	0	0	100	31	6	0	0	100	31	6	0	0
September 2017	12	0	0	0	0	93	25	4	0	0	100	25	4	0	0	100	25	4	0	0
September 2018	8	0	0	0	0	93	19	2	0	0	100	19	2	0	0	100	19	2	0	0
September 2019	0	0	0	0	0	80	13	1	0	0	91	13	1	0	0	91	13	1	0	0
September 2020	0	0	0	0	0	58	7	0	0	0	69	7	0	0	0	69	7	0	0	0
September 2021	0	0	0	0	0	34	2	0	0	0	45	2	0	0	0	45	2	0	0	0
September 2022	0	0	0	0	0	8	0	0	0	0	19	0	0	0	0	19	0	0	0	0
September 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.5	14.4	9.0	4.7	1.2	24.0	17.6	10.1	4.8	1.2	24.8	17.6	10.1	4.8	1.2	24.8	17.6	10.1	4.8	1.2

Date	FA Class					FB Class					SA† and P Classes					IO† Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	125%	185%	500%	650%	0%	125%	185%	500%	650%	0%	125%	185%	500%	650%	0%	125%	185%	500%	650%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 1997	98	82	82	82	82	100	100	92	57	41	99	91	87	69	61	100	100	100	69	51
September 1998	96	65	65	65	65	100	99	86	32	8	98	82	76	48	36	100	100	99	41	40
September 1999	93	49	49	49	40	100	99	83	16	2	97	75	66	33	21	100	100	88	40	40
September 2000	91	35	35	35	21	100	99	80	9	2	96	68	58	22	11	100	95	74	40	40
September 2001	88	23	23	23	9	100	99	78	6	2	94	62	51	14	6	100	84	61	40	40
September 2002	85	13	13	13	3	100	98	76	5	2	93	56	45	9	2	100	71	47	38	38
September 2003	82	6	6	6	1	100	95	72	5	2	91	51	39	6	1	100	58	35	35	23
September 2004	78	1	1	1	0	100	91	66	5	2	89	47	34	3	1	100	46	33	33	13
September 2005	74	0	0	0	0	100	83	57	4	1	87	42	29	2	1	100	36	33	27	8
September 2006	69	0	0	0	0	100	75	49	3	1	85	38	25	1	*	100	33	33	18	5
September 2007	64	0	0	0	0	100	66	41	2	*	83	34	21	1	*	100	33	33	12	3
September 2008	59	0	0	0	0	100	59	35	1	*	80	30	18	1	*	100	33	33	8	2
September 2009	53	0	0	0	0	100	51	29	1	*	77	26	15	*	*	100	33	33	6	1
September 2010	47	0	0	0	0	100	45	24	1	*	74	23	12	*	*	100	33	33	4	1
September 2011	40	0	0	0	0	100	38	19	*	*	70	19	10	*	*	100	33	33	2	*
September 2012	34	0	0	0	0	100	32	15	*	*	67	16	8	*	*	90	33	33	2	*
September 2013	26	0	0	0	0	100	27	12	*	*	64	14	6	*	*	82	33	33	1	*
September 2014	18	0	0	0	0	100	22	9	*	*	60	11	4	*	*	74	33	33	1	*
September 2015	10	0	0	0	0	100	17	6	*	*	56	9	3	*	*	65	33	33	*	*
September 2016	*	0	0	0	0	100	13	4	*	*	51	7	2	*	*	55	33	29	*	*
September 2017	0	0	0	0	0	90	9	3	*	*	46	5	2	*	*	44	33	21	*	*
September 2018	0	0	0	0	0	79	5	2	*	*	40	3	1	*	*	33	33	15	*	*
September 2019	0	0	0	0	0	65	3	1	*	*	33	2	1	*	*	33	23	9	*	*
September 2020	0	0	0	0	0	50	2	1	*	*	25	1	*	*	*	33	11	4	*	*
September 2021	0	0	0	0	0	33	*	*	*	*	17	*	*	*	*	33	3	1	*	*
September 2022	0	0	0	0	0	15	*	*	*	0	8	*	*	*	0	33	*	*	*	0
September 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.6	3.3	3.2	3.2	2.7	23.9	13.8	9.9	1.9	1.1	18.3	8.6	6.6	2.6	1.9	21.4	12.1	10.3	4.7	3.5

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

** Determined as specified under “Weighted Average Lives of the Certificates” herein.

*** The rate of principal distributions on the A, B and J Classes, which will reflect principal distributions on the Class 1993-232-F REMIC Certificate, may be affected by differing levels of LIBOR, as illustrated herein. See the related Underlying Prospectus Supplement for a further description of the Class 1993-232-F REMIC Certificate.

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

Characteristics of the R and RL Classes

In addition to the distributions specified herein under “—Distributions of Interest,” the Holder of the R Class will be entitled to receive the proceeds of the remaining assets of the Trust, if any, after the principal balances of all Classes have been reduced to zero, and the Holder of the RL Class will be entitled to receive the proceeds of the remaining assets of the Lower Tier REMIC, if any, after the principal balances of the Lower Tier Regular Interests have been reduced to zero. It is not anticipated that there will be any material assets remaining in either such circumstance.

The R and RL Classes will be subject to certain transfer restrictions. No transfer of record or beneficial ownership of an R or RL Certificate will be allowed to a “disqualified organization.” In addition, no transfer of record or beneficial ownership of an R or RL Certificate will be allowed to any person that is not a “U.S. Person” without the written consent of Fannie Mae. Under regulations issued by the Treasury Department on December 23, 1992 (the “Regulations”), a transfer of a “noneconomic residual interest” to a U.S. Person will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. The R and RL Classes may constitute noneconomic residual interests under the Regulations. Any transferee of an R or RL Certificate must execute and deliver an affidavit and an Internal Revenue Service Form W-9 on which the transferee provides its taxpayer identification number. See “Description of the Certificates—Additional Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus. Transferors of an R or RL Certificate should consult with their own tax advisors for further information regarding such transfers.

The Holder of the R Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Trust, and the Holder of the RL Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Lower Tier REMIC. See “Certain Federal Income Tax Consequences” in the REMIC Prospectus. Pursuant to the Trust Agreement, Fannie Mae will be obligated to provide to such Holders (i) such information as is necessary to enable them to prepare their federal income tax returns and (ii) any reports regarding the R or RL Class that may be required under the Code.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The following tax discussion, when read in conjunction with the discussion of “Certain Federal Income Tax Consequences” in the REMIC Prospectus, describes the current federal income tax treatment of investors in the Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of investors, some of which may be subject to special rules. Investors should consult their own tax advisors in determining the federal, state, local and any other tax consequences to them of the purchase, ownership and disposition of the Certificates.

REMIC Elections and Special Tax Attributes

Elections will be made to treat the Lower Tier REMIC and the Trust as REMICs for federal income tax purposes. The Certificates, other than the R and RL Classes, will be designated as the “regular interests,” and the R Class will be designated as the “residual interest,” in the REMIC constituted by the Trust. The Lower Tier Regular Interests will be designated as the “regular interests,” and the RL Class will be designated as the “residual interest,” in the Lower Tier REMIC.

As a consequence of the qualification of the Lower Tier REMIC and the Trust as REMICs, the Certificates generally will be treated as “regular or residual interests in a REMIC” for domestic building and loan associations, “real estate assets” for real estate investment trusts, and, except for the R and RL Classes, as “qualified mortgages” for other REMICs. The Small Business Job Protection Act of 1996 repeals the bad debt reserve method of accounting for mutual savings banks and domestic building and loan associations for tax years beginning after December 31, 1995. As a result, section 593(d) of the Code is no longer applicable to treat the Certificates as “qualifying real property loans.” See “Certain Federal Income Tax Consequences—Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Principal Only Classes and the Notional Classes will be, and certain other Classes of Certificates may be, issued with original issue discount for federal income tax purposes, which generally will result in recognition of some taxable income in advance of the receipt of the cash attributable to such income. The Prepayment Assumption that will be used in determining the rate of accrual of original issue discount will be 200% PSA in the case of the Group 1 Classes and 185% PSA in the case of the Group 2 Classes. See “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at either of these rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” herein and “Description of the Certificates—Weighted Average Life and Final Distribution Dates” in the REMIC Prospectus. In addition, certain classes of Certificates may be treated as having been issued at a premium for federal income tax purposes. See “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Certificates Purchased at a Premium*” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

Under the Regulations, neither the R Class nor the RL Class will have significant value. As a result, an organization to which section 593 of the Code applies and which is the beneficial owner of an R or RL Certificate may not use its allowable deductions to offset any “excess inclusions” with respect to such Certificate. See “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates—*Excess Inclusions*” in the REMIC Prospectus.

For purposes of determining the portion of the taxable income of the Trust that generally will not be treated as excess inclusions, the rate to be used is 8.21% (which is 120% of the “federal long-term rate”). See “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates—*Excess Inclusions*” and “—Foreign Investors—*Residual Certificates*” in the REMIC Prospectus. The federal income tax consequences of any consideration paid to a transferee on the transfer of an R or RL Certificate are unclear; any transferee receiving such consideration should consult its own tax advisors.

The Prepayment Assumptions that will be used to determine the accruals of OID on the Underlying REMIC Certificates are different from the Prepayment Assumptions, as provided above, that will be used to determine the accruals of OID on the related Regular Certificates. Because of the different Prepayment Assumptions and the tax characteristics of the Underlying REMIC Certificates, the beneficial owner of an RL Certificate may be required to accrue OID on the Underlying REMIC Certificates without being entitled to a corresponding deduction for OID accrued on the Regular Certificates. Investors should refer to “Certain Additional Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates” in the Underlying Prospectus Supplements for the Prepayment Assumptions that will be used to determine the accruals of OID on the Underlying REMIC Certificates. See also “Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates—*Taxable Income or Net Loss of a REMIC Trust*” in the REMIC Prospectus.

PLAN OF DISTRIBUTION

The Dealer will receive the Certificates in exchange for the Underlying REMIC Certificates and the Trust SMBS pursuant to a Fannie Mae commitment. 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 such transactions to or through dealers.

LEGAL MATTERS

Certain legal matters will be passed upon for the Dealer by Cleary, Gottlieb, Steen & Hamilton.

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Exhibit A

Underlying REMIC and Trust SMBS Certificates
(Directly Owned by the Lower Tier REMIC)

Underlying REMIC or SMBS Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type (1)	Final Distribution Date	Principal Type (1)	Original Principal or Notional Principal Balance of Class	September 1996 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC as of Issue Date	Approximate Weighted Average WAC	Approximate Weighted Average WAM or WARM (in months)	Approximate Weighted Average CAGE or WALA (in months)	Underlying Security Type	Class Group
1993-232	F (2)	November 1993	31359FGM4	(3)	FLT	June 2023	AFC	\$100,000,000	0.95722739	\$ 47,861,369.50	(5)	(5)	(5)	MBS	1
000244-GN	IO	September 1993	31364HD61	8.5%	FIX	September 2023	NTL	250,000,000	0.41398682	103,312,911.83	9.000%	298	53	GNMA	2
1993-G37	B	November 1993	31359E2P5	(4)	PO	November 2022	PAC	25,100,000	0.82865113	20,799,143.36	9.000	298	53	GNMA	2
1993-G37	C	November 1993	31359E2Q3	(4)	PO	September 2023	PAC	6,600,000	1.00000000	6,600,000.00	9.000	298	53	GNMA	2
1993-G37	E	November 1993	31359E2S9	(4)	PO	September 2023	PAC	40,100,000	0.70129288	24,615,380.09	9.000	298	53	GNMA	2
1993-G37	G	November 1993	31359E2T7	(4)	PO	September 2023	TAC	55,300,000	0.61283961	33,890,030.43	9.000	298	53	GNMA	2
1993-G37	H	November 1993	31359E2U4	(4)	PO	September 2023	SUP	22,400,000	0.17768734	2,047,313.53	9.000	298	53	GNMA	2

(Indirectly Owned by the Lower Tier REMIC)

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Underlying REMIC or SMBS Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type (1)	Final Distribution Date	Principal Type (1)	Original Principal or Notional Principal Balance of Class	September 1996 Class Factor	Principal or Notional Principal Balance in the related Underlying REMIC Trust as of Issue Date	Approximate Weighted Average WAC	Approximate Weighted Average WAM or WARM (in months)	Approximate Weighted Average CAGE or WALA (in months)	Underlying Security Type	Class Group
000153-CL	IO (6)	July 1992	31364HQC4	7.5%	FIX	July 2022	NTL	\$225,000,000	0.53102237	\$30,960,096.61	8.114%	292	54	MBS	1
1993-158	J	August 1993	31359BXE2	(4)	PO	June 2023	SUP	217,700,000	0.95703280	27,718,384.51	7.539	310	41	MBS	1
1992-G56	A	September 1992	31358QPB5	(4)	PO	September 2022	PAC	111,368,000	0.96498096	20,747,090.64	8.500	296	56	GNMA	1

- (1) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.
- (2) The Class 1993-232-F REMIC Certificate represents a beneficial ownership interest in the IO class issued from SMBS Trust 000153-CL and the Class 1992-G56-A and Class 1993-158-J REMIC Certificates, certain characteristics of which are set forth below. See the related Underlying Prospectus Supplement for a further description of the Class 1993-232-F REMIC Certificates. As described herein, the R Class will receive monthly distributions in amounts equal to the monthly interest distributed on the Class 1993-232-F REMIC Certificate, which monthly interest will be paid only to the extent available from monthly interest on the IO class issued from SMBS Trust 000153-CL and included in Fannie Mae REMIC Trust 1993-232.
- (3) This Class bears interest during each interest accrual period, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying Prospectus Supplement.
- (4) These Classes are Principal Only Classes and bear no interest.
- (5) For certain information regarding the assets included in Fannie Mae REMIC Trust 1993-232, see the characteristics set forth herein with respect to the IO class issued from SMBS Trust 000153-CL and the Class 1992-G56-A and Class 1993-158-J REMIC Certificates.
- (6) The IO class issued from SMBS Trust 000153-CL represents a beneficial ownership interest in the Class 1992-129-IO REMIC Certificates, certain characteristics of which are set forth below. See the related Underlying Prospectus Supplement for a further description of the Class 1992-129-IO REMIC Certificates.

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type	Final Distribution Date	Principal Type	Original Notional Principal Balance of Class	September 1996 Class Factor	Notional Principal Balance in the related Underlying Trust SMBS as of Issue Date	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average CAGE (in months)	Underlying Security Type
1992-129	IO	July 1992	31358NX49	7.5%	FIX	July 2022	NTL	\$225,000,000	0.53102237	\$30,960,096.61	8.114%	292	54	MBS

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No dealer, salesman or other person has been authorized to give any information or to make any representations in connection with this offering other than those contained in this Prospectus Supplement and the additional Disclosure Documents and, if given or made, such information or representations must not be relied upon as having been authorized. This Prospectus Supplement and the aforementioned documents do not constitute an offer to sell or a solicitation of an offer to buy any of the Certificates offered hereby in any state to any person to whom it is unlawful to make such offer or solicitation in such state. The delivery of this Prospectus Supplement and the aforementioned documents at any time does not imply that the information contained herein or therein is correct as of any time subsequent to the date hereof or thereof.

\$135,813,235



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Salomon Brothers Inc

Prospectus Supplement

Dated August 21, 1996