Prospectus Supplement
(To Prospectus dated November 1, 1995)

$169,294,703 (Approximate)

FannieMae

Guaranteed REMIC Pass-Through Certificates
Fannie Mae Multifamily REMIC Trust 1996-M4

The Guaranteed REMIC Pass-Through Certificates offered hereby (the "Certificates") will represent beneficial ownership interests in Fannie Mae Multifamily REMIC Trust 1996-M4 (the "Trust"). The assets of the Trust will consist of 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"). Each of the GNMA Certificates represents an ownership interest in a multifamily mortgage loan (a "Mortgage Loan") that is insured by the Federal Housing Administration (the "FHA"). The Mortgage Loans are fixed-rate and generally are level-pay and fully amortizing. See "Description of the GNMA Certificates and the Mortgage Loans" herein. Certain information with respect to the Mortgage Loans and the Mortgaged Properties is set forth on Exhibit A hereto.

The Certificates will be issued and guaranteed as to timely distribution of principal and interest by Fannie Mae and offered by Fannie Mae pursuant to its Prospectus for Guaranteed Multifamily REMIC Pass-Through Certificates (the "Multifamily REMIC Prospectus"), accompanying this Prospectus Supplement.

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 "Risk Factors" beginning on page S-6 for a discussion of certain risks that should be considered in connection with an investment in the Certificates.

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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. PROSPECTIVE INVESTORS IN ANY CLASS OF CERTIFICATES SHOULD CAREFULLY CONSIDER WHETHER SUCH AN INVESTMENT IS APPROPRIATE FOR THEIR INVESTMENT OBJECTIVES. SEE "DESCRIPTION OF THE CERTIFICATES" HEREIN.

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(1)	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
A	$68,000,000	SEQ	7.75%	FIX	31359KQV2	March 2017
B	$57,000,000	SEQ	7.75	FIX	31359KQW0	September 2023
C	$44,294,703	SEQ	7.75	FIX	31359KQX8	August 2035
N	(3)	NTL	(4)	WAC/IO	31359KQY6	August 2035
R	0	NPR	0	NPR	31359KQZ3	August 2035

(1) Subject to a permitted variance of plus or minus 5%.
(2) See "Description of the Certificates—Class Definitions and Abbreviations" in the Multifamily REMIC Prospectus and "Description of the Certificates—Distributions of Interest" and "—Distributions of Principal" herein.
(3) The N Class will be a Notional Class, will have no principal balance and will bear interest on its notional principal balance (for the initial Interest Accrual Period (as hereinafter defined) $169,294,703 (plus or minus 5%)). The notional principal balance of the N Class will be equal to the sum of the principal balances of the A, B and C Classes. See "Description of the Certificates—Distributions of Interest—Notional Class" herein.
(4) The N Class will bear interest during each Interest Accrual Period at a variable rate per annum equal to the excess of the weighted average of the pass-through rates on the GNMA Certificates, weighted on the basis of the respective principal balances of the GNMA Certificates (determined as described herein under "Description of the Certificates—Distributions of Principal—Principal Distribution Amount"), over 7.75% (such excess, the "Net Weighted Average Pass-Through Rate"). The Net Weighted Average Pass-Through Rate for the initial Interest Accrual Period is 1.00566%. See "Description of the Certificates—Distributions of Interest—Notional Class" herein.

The Certificates are offered by Donaldson, Lufkin & Jenrette Securities Corporation (the "Dealer") from time to time in negotiated transactions, at varying prices to be determined at the time of sale.

The Certificates are 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, and subject to approval of certain legal matters by counsel. It is expected that the Certificates, except for the R Class, will be available through the book-entry system of The Depository Trust Company on or about July 30, 1996 (the "Settlement Date"). It is expected that the R Class in registered, certificated form will be available for delivery at the offices of the Dealer, 277 Park Avenue, New York, New York 10172 on or about the Settlement Date.

Donaldson, Lufkin & Jenrette
Securities Corporation

The date of this Prospectus Supplement is June 20, 1996.

(Cover continued from previous page)

The yield to investors in each Class of Certificates will be sensitive in varying degrees to, among other things, the rate of principal payments of the related Mortgage Loans, the actual characteristics of such Mortgage Loans and the purchase price paid for the related Classes. The yield to investors in the N Class will also be sensitive to fluctuations in the weighted average pass-through rate of the GNMA Certificates. Accordingly, investors should consider the following risks:

- **Subject to the effect of applicable lockouts and mortgage prepayment penalties, the Mortgage Loans may be prepaid by the related borrowers at any time and, accordingly, the rate of principal payments thereon is likely to vary considerably from time to time. Depending on other factors present at the time, Mortgage Loans having prepayment penalties may be less likely to prepay than Mortgage Loans that do not have such penalties. In addition, the full principal balance of a GNMA Certificate may be distributed upon a default of the underlying Mortgage Loan, which could take place during an otherwise applicable lockout or prepayment penalty period.**
- **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, 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 the Notional 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 allocation to the Notional Class of any prepayment premiums may be insufficient to offset fully the adverse effects on the anticipated yield that may arise out of the corresponding principal prepayment. Fannie Mae, however, does not guarantee that any prepayment penalties due under any Mortgage Loan will in fact be collected from mortgagors or GNMA or paid to holders of the GNMA Certificates and therefore to the Holders of the Notional Class.**
- **There will be no reimbursement to investors for any premium paid by such investors, or for any loss in an investor's yield, if such investors receive early payments of principal.**

See "Description of the Certificates — Yield Considerations" herein.

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

- **The actual final payment of any Class may 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 "Maturity and Prepayment Considerations and Risks—Weighted Average Life and Final Distribution Dates" in the Multifamily 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 "Yield Considerations—Reinvestment Risk" in the Multifamily REMIC Prospectus and "Description of the Certificates—Yield Considerations" herein.**
- **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 Multifamily 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 a secondary market will develop for the Certificates 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 or the Multifamily REMIC Prospectus. Any representation to the contrary is a criminal offense.

An election will be made to treat the Trust as a "real estate mortgage investment conduit" ("REMIC") pursuant to the Internal Revenue Code of 1986, as amended (the "Code"). The R Class will be subject to transfer restrictions. See "Description of the Certificates—Additional Characteristics of Residual Certificates" and "Certain Federal Income Tax Consequences" in the Multifamily REMIC Prospectus, and "Description of the Certificates—Characteristics of the R Class" and "Certain Additional Federal Income Tax Consequences" herein.

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 Multifamily REMIC Pass-Through Certificates dated November 1, 1995 (the "Multifamily REMIC Prospectus"); and
- Fannie Mae's Information Statement dated February 22, 1996 and any supplements thereto (the "Information Statement").

The Information Statement is incorporated herein by reference and 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 202-752-7547). The Information Statement may also be obtained from Donaldson, Lufkin & Jenrette Securities Corporation by writing or calling its Prospectus Department at 277 Park Avenue, 7th Floor, New York New York 10172 (telephone 212-892-4525). Other data specific to the Certificates is available in electronic form by calling Fannie Mae at 1-800-752-6440 or 202-752-6000.

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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.

Certain Characteristics of the GNMA Certificates and Mortgage Loans (as of July 1, 1996)

The GNMA Certificates and the Mortgage Loans are expected to have the following characteristics (aggregated on the basis of the applicable FHA insurance programs):

FHA Insurance Program	Principal Balance	Number of GNMA Pools	Percent of Total Balance	Weighted Average Mortgage Loan Interest Rate	Weighted Average GNMA Certificate Interest Rate	Weighted Average Original Term to Maturity (in months)	Weighted Average Remaining Term to Maturity (in months)	Weighted Average Period from Issuance (in months)	Weighted Average Remaining Lockout Period (in months)	Weighted Average Term to End of Mortgage Loan Prepayment Penalty Period (in months)
221(d)(4)	$ 7,591,637	1	4.48%	9.000%	8.500%	480	387	93	—	14
223(a)(7)	13,366,839	2	7.90	8.125	7.875	313	311	3	53	109
223(f)	105,106,734	19	62.09	9.235	8.875	419	364	55	38	51
232	2,929,172	1	1.73	10.000	9.750	477	413	64	—	56
241(f)	40,300,321	17	23.80	8.962	8.712	410	384	26	53	93
	$169,294,703		100.00%							

In addition, the table contained on Exhibit A hereto sets forth certain information regarding the characteristics of the individual GNMA Certificates and Mortgage Loans as of July 1, 1996 (the "Issue Date"), including information regarding the applicable FHA program, property location, approximate principal balance, GNMA Certificate interest rate, mortgage interest rate, maturity date, original and remaining terms to maturity, GNMA Certificate age and issue date, and additional information regarding prepayment lockout and prepayment penalty periods applicable to the Mortgage Loans. Certain additional information regarding the GNMA Certificates and the Mortgage Loans may be obtained from Fannie Mae as described under "Description of the GNMA Certificates and Mortgage Loans—General" herein.

For a description of the characteristics and assumptions on the basis of which certain tabular information herein has been prepared, see "Description of the Certificates—Structuring Assumptions" herein.

Interest Rates

The Certificates will bear interest at the rate set forth or described on the cover hereof. See "Description of the Certificates — *Distributions of Interest*" herein.

Notional Class

The notional principal balance of the N Class will be equal to 100% of the aggregate outstanding principal balance of the A, B and C Classes immediately prior to the related Distribution Date. See "Description of the Certificates—Distributions of Interest—*Notional Class*" and "—Additional Yield Characteristics of the N Class" herein.

Distribution of Principal

Principal Distribution Amount

To the A, B and C Classes, in that order, to zero.

Weighted Average Lives (years)*

Class	Lockout** CPR Prepayment Assumption 0%	10%	30%	40%	50%	75%	100%
A	13.3	4.7	3.0	2.7	2.5	2.1	1.7
B	24.1	10.7	5.8	5.1	4.6	3.9	3.2
C	31.0	20.2	10.7	9.2	8.3	7.1	6.3
N***	21.6	10.8	6.0	5.2	4.7	4.0	3.4

Class	Extended Protection** CPR Prepayment Assumption 0%	10%	30%	40%	50%	75%	100%
A	13.3	5.9	3.9	3.5	3.2	2.7	2.2
B	24.1	12.4	8.4	7.7	7.2	6.5	5.9
C	31.0	21.4	12.8	11.5	10.7	9.7	8.9
N***	21.6	12.2	7.7	7.0	6.5	5.9	5.2

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

** "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

*** The Weighted Average Lives shown in the table for the N Class are based upon the original notional principal balance thereof which is equal to the aggregate initial principal balance of the A, B and C Classes.

RISK FACTORS

Yield Considerations

The effective yield to Certificateholders in the Trust will depend upon the purchase price of the related Certificates, the rate of principal payments, including prepayments, on the Mortgage Loans, and the actual characteristics of the Mortgage Loans. In addition, the yield to investors in the N Class will be sensitive to fluctuations in the weighted average of the pass-through rates of the GNMA Certificates. Generally, if the actual rate of payments on the Mortgage Loans is slower than the rate anticipated by an investor who purchased a Certificate of the A, B or C Class at a discount, the actual yield to such investor will be lower than such investor's anticipated yield. If the actual rate of payment on the Mortgage Loans is faster than the rate anticipated by an investor who purchased a Certificate of the N Class or who purchased a Certificate of the A, B or C Class at a premium, the actual yield to such investor will also be lower than such investor's anticipated yield.

The timing of changes in the rate of principal payments (including prepayments) or in the Net Weighted Average Pass-Through Rate may significantly affect the yield to an investor, even if the average rate of principal prepayments or the average Net Weighted Average Pass-Through Rate is consistent with such investor's expectations. In general, the earlier the payment of principal or change in the level of the Net Weighted Average Pass-Through Rate, the greater the effect on an investor's yield to maturity. As a result, the effect on an investor's yield of principal payments (including prepayments) or the level of the Net Weighted Average Pass-Through Rate occurring at a rate or level higher (or lower) than the rate or level anticipated by the investor during the period immediately following the Settlement Date will not be offset by any subsequent equivalent reduction (or increase) in the rate of principal payments (including prepayments) or level of the Net Weighted Average Pass-Through Rate.

The effective yield on the Certificates will be reduced below the yield otherwise produced because principal and interest payable on a Distribution Date will not be distributed earlier than the 17th 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 Certificate after its principal balance has been reduced to zero. As a result of the foregoing, the market value of the Certificates will be lower than would have been the case if there were no such delay. Investors must make their own decisions as to the appropriate assumptions, including prepayment assumptions, to be used in deciding whether to purchase the Certificates.

There will be no reimbursement to investors for any premium paid by investors or for any loss in yield if such investors receive early payments of principal.

Reinvestment Risk

Subject to the effect of the applicable prepayment lockout periods and the payment of any applicable prepayment penalties, the Mortgage Loans may be prepaid at any time. In addition, the full principal balance of a GNMA Certificate may be distributed upon a default of the underlying Mortgage Loan, which could take place during an otherwise applicable lockout or prepayment penalty period. Accordingly, it is not possible to predict the rate at which distributions of principal of the Certificates will be received. Since prevailing interest rates are subject to fluctuation, there can be no assurance that investors in the Certificates will be able to reinvest the distributions thereon at yields equaling or exceeding the yields on the Certificates. It is possible that yields on such reinvestments will be lower, and may be significantly lower, than the yields on the Certificates. Prospective investors in the Certificates should carefully consider the related reinvestment risks in light of other investments that may be available to such investors.

Prepayment Considerations and Risks

The rate of distributions of principal of the A, B and C Classes is related directly to the rate of payments of principal of the Mortgage Loans, which may be in the form of scheduled amortization or prepayments (for this purpose, the term "prepayment" includes prepayments and liquidations resulting from default, casualty or condemnation), as well as to the sequential order in which each such Class will receive distributions in respect of principal. Most of the Mortgage Loans prohibit voluntary prepayments during specified lockout periods. Such lockout periods have remaining lockout terms that range from approximately 0 to 108 months and with a weighted average remaining lockout term of approximately 41 months. Certain of the Mortgage Loans also provide for payment of a mortgage prepayment penalty in connection with prepayments for a period extending beyond the lockout period. Depending on other factors present at the time, Mortgage Loans having prepayment penalties may be less likely to prepay than Mortgage Loans that do not have such penalties. A prepayment penalty, however, would not be paid in the event that a borrower defaults on payment of its Mortgage Loan and the proceeds of liquidation of such Mortgage Loan are insufficient to allow for allocation of an amount thereof to such prepayment penalty. The liquidation proceeds would be applied to the recovery of all principal, interest and liquidation expenses before any application to a prepayment penalty in respect of the related Mortgage Loan. In addition, certain state laws limit the amount of prepayment penalty payable in connection with the prepayment of a Mortgage Loan, and under the laws of a number of states it is unclear whether the imposition of a prepayment penalty in connection with an involuntary prepayment is enforceable. See "Maturity and Prepayment Considerations and Risks—Early Repayment of Mortgage Loans" in the Multifamily REMIC Prospectus.

Any collected prepayment penalties will be distributed in respect of the N Class in addition to the interest otherwise distributable in respect of such Class. Fannie Mae, however, does not guarantee that any prepayment penalties due under any Mortgage Loan will in fact be collected from mortgagors or GNMA or paid to holders of the GNMA Certificates and therefore to Class N Certificateholders. Accordingly, Class N Certificateholders will receive them only to the extent actually received by Fannie Mae and, even if collected, allocation thereof to the N Class may be insufficient to offset fully the adverse effects on the anticipated yield thereon arising out of the corresponding payment.

In an environment of declining interest rates, lenders servicing mortgage loans often are asked by borrowers to refinance the mortgage loans through issuance of new loans secured by mortgages on the same properties. The resulting prepayments, if they involve the Mortgage Loans, will result in the distribution to Certificateholders of the principal balances of the prepaid Mortgage Loans.

In general, when the level of prevailing interest rates declines sufficiently relative to the interest rate on fixed-rate mortgage loans, the rate of prepayment is likely to increase, although the prepayment rate is influenced by a number of other factors as well, including general economic conditions. In addition, it is increasingly difficult to generalize as to the degree to which interest rates must decline before significant prepayments are likely to be experienced. Increased borrower sophistication regarding the benefits of refinancing and extensive solicitation by lenders may result in an increase in the rate at which the Mortgage Loans are prepaid due to refinancing. On the other hand, lenders may have originated certain Mortgage Loans at above-market interest rates to provide a means for the payment of certain closing costs or interest rate buydown deposits. Such Mortgage Loans may have been made to borrowers who, for a variety of reasons, may not seek or readily be able to refinance mortgage loans.

Acceleration of mortgage payments as a result of the sale of the related Mortgaged Property is another factor affecting the prepayment rates. Generally, FHA-insured mortgage loans, such as the Mortgage Loans, may with the approval of the FHA be assumed by the transferee of title to the related mortgaged properties.

In addition, multifamily lending is generally viewed as exposing the lender to a greater risk of loss than one- to four-family residential lending. Mortgage Loan defaults may result in distributions of the full principal balance of the related GNMA Certificate, thereby affecting prepayment rates.

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 Multifamily REMIC Prospectus and the provisions of the Trust Agreement (as defined below). Capitalized terms used and not otherwise defined in this Prospectus Supplement have the respective meanings assigned to such terms in the Multifamily REMIC Prospectus (including the Glossary contained therein) or the Trust Agreement (as the context may require).

General

Structure. The Trust will be created pursuant to a trust agreement dated as of July 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 Class) 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 assets of the Trust will consist of the GNMA Certificates, and the Certificates will evidence the entire beneficial ownership interest in the distributions of principal and interest on the GNMA Certificates. Each GNMA Certificate represents the entire beneficial ownership interest in a single Mortgage Loan. See "The GNMA Certificates and Mortgage Loans" herein.

Fannie Mae Guaranty. Pursuant to its guaranty of the Certificates, Fannie Mae will be obligated to distribute to the Holders of Certificates (i) all interest accrued and distributable on the Certificates as provided herein under "Description of the Certificates—Distributions of Interest" and (ii) the Principal Distribution Amount (as defined herein), whether or not sufficient funds are received with respect to the GNMA Certificates. If Fannie Mae were unable to perform these guaranty obligations, distributions to Certificateholders would consist solely of payments and other recoveries on the GNMA Certificates. *Fannie Mae will not guarantee the collection or the payment to the Certificateholders of any prepayment penalties.* Accordingly, Certificateholders entitled to receive prepayment penalties will receive them only to the extent actually received in respect of the GNMA Certificates. The guaranty of Fannie Mae is not backed by the full faith and credit of the United States.

Characteristics of Certificates. The Certificates, other than the R Certificate, will be represented by one or more certificates (the "DTC Certificates") to be registered at all times in the name of the nominee of the Depository (as defined herein), which Depository will maintain such Certificates through its book-entry facilities. When used herein with respect to any DTC Certificate, the terms "Holders" and "Certificateholders" refer to the nominee of the Depository.

See "Description of the Certificates—Book-Entry Procedures" herein.

The R Certificate will not be issued in book-entry form but will be issued in fully registered, certificated form. As to the R Certificate, "Holder" or "Certificateholder" refers to the registered owner thereof. The R Certificate 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 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 Class" herein.

The distribution to the Holder of the R Certificate of the proceeds of any remaining assets of the Trust 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 Certificate, will be issued in minimum denominations of $1,000 and integral multiples of $1 in excess thereof. The R Class will be issued as a single certificate and will not have a principal balance.

Distribution Dates. Distributions on the Certificates will be made on the 17th day of each month or, if such 17th day is not a business day, on the first business day next succeeding such 17th day (each, a "Distribution Date"), commencing in the month following the Settlement Date.

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 thirteenth 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 in the case of each such Class, when multiplied by the original principal balance of a Certificate of such Class, will be equal to the amount of principal remaining to be distributed with respect to such Certificate after giving effect to the distribution of principal to be made on the following Distribution Date. In the event an adjustment to the Trust Factor is necessary with respect to any Distribution Date, Fannie Mae will publish or otherwise make available an adjusted Trust Factor as soon as practicable following any such adjustment.

Book-Entry Procedures

General

The DTC Certificates will be registered at all times in the name of the nominee of The Depository Trust Company, a New York-chartered limited purpose trust company, or any successor depository selected or approved by Fannie Mae (the "Depository"). In accordance with its normal procedures, the Depository will record the positions held by each Depository participating firm (each, a "Depository Participant") in the DTC Certificates, whether held for its own account or as a nominee for another person. State Street will act as Paying Agent for, and perform certain administrative functions with respect to, the DTC Certificates.

No person acquiring a beneficial ownership interest in the DTC Certificates (a "beneficial owner" or an "investor") will be entitled to receive a physical certificate representing such ownership interest. An investor's interest in the DTC Certificates will be recorded on the records of the brokerage firm, bank, thrift institution or other financial intermediary (a "financial intermediary") that maintains such investor's account for such purpose. In turn, the financial intermediary's record ownership of such interest will be recorded on the records of the Depository (or of a Depository Participant that acts as an agent for the financial intermediary if such intermediary is not a Depository Participant). Accordingly, an investor will not be recognized by the Trustee or the Depository as a Certificateholder and must rely on the foregoing arrangements to evidence its interest in the DTC Certificates. Beneficial ownership of an investor's interest in the DTC Certificates may be transferred only by compliance with the procedures of an investor's financial intermediary and of Depository Participants. In general, beneficial ownership of an investor's interest in the DTC Certificates will be subject to the rules, regulations and procedures governing the Depository and Depository Participants as in effect from time to time.

Method of Distribution

Each distribution on the DTC Certificates will be distributed by the Trustee to the Depository in immediately available funds. The Depository will be responsible for crediting the amount of such distributions to the accounts of the Depository Participants entitled thereto, in accordance with the Depository's normal procedures. Each Depository Participant and each financial intermediary will be responsible for disbursing such distributions to the beneficial owners of the DTC Certificates that it represents. Accordingly, the beneficial owners may experience some delay in their receipt of distributions.

Distributions of Interest

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

Interest Type*	Classes
Fixed Rate	A, B and C
Weighted Average Coupon	N
Interest Only	N
No Payment Residual	R

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

General. The interest-bearing Certificates will bear interest at the respective 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.

In addition, in the event that any prepayment penalties are included in the distributions received on the GNMA Certificates with respect to any Distribution Date, the distribution to be made on the N Class on such Distribution Date will include an amount representing the prepayment penalties so received.

Interest Accrual Period. Interest to be distributed on each Distribution Date will accrue on the interest-bearing Certificates during the one-month period set forth below (an "Interest Accrual Period").

Classes	Interest Accrual Period
All interest-bearing Classes	Calendar month preceding the month in which the Distribution Date occurs

See "Description of the Certificates—Yield Considerations" herein.

Notional Class. The N Class will be a Notional Class. The Notional Class will have no principal balance and will bear interest during the initial Interest Accrual Period at the initial interest rate set forth below:

Class	Initial Interest Rate
N	1.00566%

After the initial Interest Accrual Period, the N Class will bear interest for each Interest Accrual Period at a rate equal to the Net Weighted Average Pass-Through Rate.

The notional principal balance of the Notional Class will be equal to the indicated percentages of the outstanding principal balances of the following Classes immediately prior to the related Distribution Date:

Class	Percentage of Principal Balance of Specified Classes
N	100% of the A, B and C 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 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 any 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 balance of any Notional Class.

Distributions of Principal

Categories of Classes. For the purpose of payments of principal, the Classes will be categorized as follows:

Principal Type*	Classes
Sequential	A, B and C
Notional	N
No Payment Residual	R

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

Principal Distribution Amount

On each Distribution Date, principal will be distributed on the Certificates in an amount (the "Principal Distribution Amount") equal to the sum of (i) the principal distributions reported by GNMA to be receivable on the GNMA Certificates during the month of such Distribution Date and (ii) the amount, if any, of principal distributions received on the GNMA Certificates during the month of the preceding Distribution Date that were not distributed on the Certificates on such preceding Distribution Date. See "General—*REMIC Trust Factors*" herein.

Fannie Mae will calculate the amount specified in clause (i) above for each Distribution Date based in part on preliminary GNMA Certificate factors reported on or about the seventh business day of the month of such Distribution Date. In some months, distributions of principal may be received on the GNMA Certificates in amounts that exceed the amounts reported in such GNMA Certificate factors. In such event, Fannie Mae may at its option include such amounts in the distribution of principal to be made on the Certificates on the applicable Distribution Date. Further, in some months, the factors for some GNMA Certificates may not be reported. In such event, Fannie Mae will calculate the remaining principal balance to which such GNMA Certificate would be reduced on the basis of assumed amortization schedules. Fannie Mae will create those schedules by using available remaining term to maturity and interest rate information and adjusting such remaining term to maturity to the current month. Such calculations will reflect payment factor information previously reported to Fannie Mae and calculated subsequent scheduled amortization (but not prepayments) on the related Mortgage Loans. Fannie Mae's determination of the principal payments by the methodology described above will be final.

On each Distribution Date, the Principal Distribution Amount will be distributed, sequentially, as principal of the A, B and C Classes, in that order, until the respective outstanding principal balances thereof are reduced to zero.

Sequential Pay Classes

Structuring Assumptions

Pricing Assumptions. Unless otherwise specified, the information in the tables under "Yield Considerations" and "Decrement Tables" has been prepared on the basis of the actual characteristics of the GNMA Certificates (as described in Exhibit A hereto) and the following assumptions (the "Pricing Assumptions"):

(i) the Settlement Date for the Certificates is July 30, 1996;

(ii) all principal payments (including prepayments) on the Mortgage Loans are distributed on the Certificates on the Distribution Date relating to the month in which such payments are received;

(iii) the Mortgage Loans prepay at the percentages of CPR specified in the related table, provided that no prepayments occur through the applicable lockout end dates or prepayment penalty end dates;

(iv) distributions on the Certificates are always received on the 17th of the month, whether or not a business day; and

(v) no Prepayment Premiums are received.

CPR Assumptions. Prepayments on mortgage loans may be measured by a prepayment standard or model. The model used herein is the "Constant Prepayment Rate" or "CPR" model. The CPR model represents an assumed constant rate of prepayment each month, expressed as a per annum percentage of the then outstanding principal balance of the pool of mortgage loans. *CPR does not purport to be either an historical description of the prepayment experience of any pool of mortgage loans or a prediction of the anticipated rate of prepayment of any pool of mortgage loans, including the Mortgage Loans underlying the GNMA Certificates backing the Certificates.* See "—Yield Considerations" and "—Decrement Tables" herein and "Yield Considerations" and "Maturity and Prepayment Considerations and Risks" in the Multifamily REMIC Prospectus.

Yield Considerations

General. The yield to maturity for each Certificate will depend upon the purchase price thereof, the rate of principal payments (including prepayments resulting from liquidations of Mortgage Loans due to defaults, casualties or condemnations affecting the Mortgaged Properties) and the actual characteristics of the Mortgage Loans. There can be no assurance that the Mortgage Loans will prepay at any of the rates assumed herein or at any other particular rate, 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 expected. An investor should purchase Certificates only after performing an analysis of such Certificates based upon the investor's own assumptions as to future rates of prepayment. It is not likely that the Mortgage Loans will prepay at the indicated CPR levels until maturity or that all of such Mortgage Loans will prepay at the same rate.

The timing of changes in the rate of principal prepayments or in the Net Weighted Average Pass-Through Rate may significantly affect the actual yield to maturity to an investor, even if the average rate of principal prepayments or the average Net Weighted Average Pass-Through Rate is consistent with the expectations of such investor. In general, the earlier the payment of principal of the Mortgage Loans or change in the level of the Net Weighted Average Pass-Through Rate , the greater the effect on an investor's yield to maturity. As a result, the effect on an investor's yield of principal prepayments or the level of the Net Weighted Average Pass-Through Rate occurring at a rate or level higher (or lower) than the rate or level anticipated by the investor during the period immediately following the issuance of the related Certificates will not be offset by a subsequent like reduction (or increase) in the rate of principal prepayments or the level of the Net Weighted Average Pass-Through Rate. For a description of the prepayment provisions of the Mortgage Loans, see Exhibit A hereto.

The effective yield on the interest bearing Classes will be reduced below the yield otherwise produced because principal and interest payable on a Distribution Date will not be distributed until the 17th day following the end of the related Interest Accrual Period and will not bear interest during such delay. No interest will be paid on any Class after its principal balance has been reduced to zero. As a result of the foregoing, the market value of the interest bearing Classes will be lower than would have been the case if there were no such delay. Investors must make their own decisions as to the appropriate assumptions, including prepayment assumptions, to be used in deciding whether to purchase the Certificates.

Prepayment Provisions. The rate of prepayment on the Mortgage Loans will depend on a variety of factors, including the characteristics of such Mortgage Loans, the level of prevailing interest rates or the assessment of prepayment premiums and other economic, geographic and social factors. See "Certain Aspects of Multifamily REMIC Pass-Through Certificates—Prepayment Considerations and Risks" herein.

The table below indicates the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the Interest Only Class to various constant percentages of CPR. The yields set forth in the table were calculated by determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Class, would cause the discounted present value of such assumed streams of cash flows to equal the assumed aggregate purchase price of such Class 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.

The Interest Only Class. **As indicated in the table below, the yield to investors in the Interest Only Class will be sensitive to the rate of principal payments (including principal prepayments) of the Mortgage Loans and, in particular, principal prepayments on the Mortgage Loans bearing the relatively higher Mortgage Interest Rates. Subject to certain restrictions, the Mortgage Loans may be prepaid prior to their stated maturities. See "Description of the Mortgage Pools" herein.**

On the basis of the assumptions described below including the assumption that no Prepayment Premiums are received, the yield to maturity on the Interest Only Class would be 0% if prepayments were to occur at a constant rate of approximately 43% CPR, assuming no prepayment through the applicable lockout end dates, and of approximately 97% CPR, assuming no prepayment through any applicable prepayment penalty end dates. If the actual prepayment rate of the Mortgage Loans was to exceed the foregoing level for as little as one month while equaling such level for the remaining months, investors in such Class would not fully recoup their initial investment. There can be no assurance that the Mortgage Loans will prepay at any of the rates assumed herein or at any other particular rate, that the pre-tax yields on the Certificates will correspond to any of the pre-tax yields shown herein or that the aggregate purchase price of the N Class will be as assumed below.

The information set forth in the following table was prepared on (i) the basis of the Pricing Assumptions and (ii) the assumption that the aggregate purchase prices of the Interest Only Class (expressed as a percentage of original principal balance) will be as follows:

Class	Price*
N	4.75%

* The price does not include accrued interest. Accrued interest has been added to such price in calculating the yields set forth in the table below.

Sensitivity of the N Class to Prepayments

	Lockout*						
	CPR Prepayment Assumption						
	0%	10%	30%	40%	50%	75%	100%
Pre-Tax Yields to Maturity....	20.6%	14.8%	5.0%	1.1%	(2.1)%	(8.1)%	(15.0)%

	Extended Protection*						
	CPR Prepayment Assumption						
	0%	10%	30%	40%	50%	75%	100%
Pre-Tax Yields to Maturity	20.6%	16.3%	10.0%	7.7%	5.8%	2.5%	(1.6)%

* "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

Any prepayment premiums actually received will be allocated to the N Class and will increase the yield on such Class. However, any such allocation may be insufficient to offset fully the adverse effects on the anticipated yield arising out of the corresponding principal prepayment.

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 "Maturity and Prepayment Considerations and Risks—Weighted Average Life and Final Distribution Dates" in the Multifamily REMIC Prospectus.

The weighted average lives of the Certificates will depend, in varying degrees, on the rate of payment of principal of the related Mortgage Loans (including the timing of changes in such rate) which, in turn will depend on the characteristics of such Mortgage Loans, the level of prevailing interest rates or the assessment of prepayment premiums and other economic, geographic and social factors.

The interaction of the foregoing factors may have an effect on the Certificates at different times during the lives of the Certificates. Accordingly, no assurance can be given as to the weighted average life of any Class. Further, to the extent the price of a Certificate represents a discount or premium to its respective original principal balance, any variability in the weighted average life of a Certificate in combination with such discount or premium could result in variability in its yield to maturity. For an example of how the weighted average life of a Certificate may be affected at various constant prepayment rates, see the Decrement Tables below.

Decrement Tables

The following tables indicate the percentages of the original principal balances or notional principal balances of the specified Classes that would be outstanding after each of the dates shown at the *constant* percentages of CPR and the corresponding weighted average lives of such Classes. The tables have been prepared on the basis of the Pricing Assumptions. It is unlikely, however, that prepayments of the Mortgage Loans will conform to any level of CPR, and no representation is made that the Mortgage Loans will prepay at the CPRs shown or at any other constant prepayment rate.

Percent of Original Principal Balance Outstanding for the A Class

	CPR Prepayment Assumption													
	Lockout††							Extended Protection††						
Date	**0%**	**10%**	**30%**	**40%**	**50%**	**75%**	**100%**	**0%**	**10%**	**30%**	**40%**	**50%**	**75%**	**100%**
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1997	98	96	90	88	85	78	72	98	98	98	98	98	98	98
July 1998	96	91	83	80	77	72	70	96	95	94	93	92	89	85
July 1999	94	82	60	50	41	19	0	94	87	72	64	57	37	0
July 2000	92	64	18	0	0	0	0	92	75	45	33	21	0	0
July 2001	89	46	0	0	0	0	0	89	63	24	11	0	0	0
July 2002	87	27	0	0	0	0	0	87	50	2	0	0	0	0
July 2003	84	10	0	0	0	0	0	84	38	0	0	0	0	0
July 2004	81	0	0	0	0	0	0	81	26	0	0	0	0	0
July 2005	77	0	0	0	0	0	0	77	11	0	0	0	0	0
July 2006	73	0	0	0	0	0	0	73	0	0	0	0	0	0
July 2007	69	0	0	0	0	0	0	69	0	0	0	0	0	0
July 2008	64	0	0	0	0	0	0	64	0	0	0	0	0	0
July 2009	59	0	0	0	0	0	0	59	0	0	0	0	0	0
July 2010	53	0	0	0	0	0	0	53	0	0	0	0	0	0
July 2011	47	0	0	0	0	0	0	47	0	0	0	0	0	0
July 2012	40	0	0	0	0	0	0	40	0	0	0	0	0	0
July 2013	33	0	0	0	0	0	0	33	0	0	0	0	0	0
July 2014	25	0	0	0	0	0	0	25	0	0	0	0	0	0
July 2015	16	0	0	0	0	0	0	16	0	0	0	0	0	0
July 2016	6	0	0	0	0	0	0	6	0	0	0	0	0	0
July 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.3	4.7	3.0	2.7	2.5	2.1	1.7	13.3	5.9	3.9	3.5	3.2	2.7	2.2

** Determined as specified under "Weighted Average Life of the Certificates" herein.

†† "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

Percent of Original Principal Balance Outstanding for the B Class

	CPR Prepayment Assumption													
	Lockout††							Extended Protection††						
Date	0%	10%	30%	40%	50%	75%	100%	0%	10%	30%	40%	50%	75%	100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1997	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1998	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1999	100	100	100	100	100	100	75	100	100	100	100	100	100	97
July 2000	100	100	100	99	78	34	0	100	100	100	100	100	99	85
July 2001	100	100	78	50	28	0	0	100	100	100	100	100	80	59
July 2002	100	100	40	12	0	0	0	100	100	100	84	71	52	38
July 2003	100	100	14	0	0	0	0	100	100	81	64	53	40	36
July 2004	100	94	0	0	0	0	0	100	100	65	51	43	35	31
July 2005	100	76	0	0	0	0	0	100	100	36	18	6	0	0
July 2006	100	58	0	0	0	0	0	100	92	5	0	0	0	0
July 2007	100	43	0	0	0	0	0	100	72	0	0	0	0	0
July 2008	100	28	0	0	0	0	0	100	54	0	0	0	0	0
July 2009	100	15	0	0	0	0	0	100	38	0	0	0	0	0
July 2010	100	4	0	0	0	0	0	100	24	0	0	0	0	0
July 2011	100	0	0	0	0	0	0	100	11	0	0	0	0	0
July 2012	100	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2013	100	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2014	100	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2015	100	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2016	100	0	0	0	0	0	0	100	0	0	0	0	0	0
July 2017	96	0	0	0	0	0	0	96	0	0	0	0	0	0
July 2018	83	0	0	0	0	0	0	83	0	0	0	0	0	0
July 2019	69	0	0	0	0	0	0	69	0	0	0	0	0	0
July 2020	54	0	0	0	0	0	0	54	0	0	0	0	0	0
July 2021	38	0	0	0	0	0	0	38	0	0	0	0	0	0
July 2022	20	0	0	0	0	0	0	20	0	0	0	0	0	0
July 2023	2	0	0	0	0	0	0	2	0	0	0	0	0	0
July 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.1	10.7	5.8	5.1	4.6	3.9	3.2	24.1	12.4	8.4	7.7	7.2	6.5	5.9

** Determined as specified under "Weighted Average Life of the Certificates" herein.

†† "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

Percent of Original Principal Balance Outstanding for the C Class

	CPR Prepayment Assumption													
	Lockout††							Extended Protection††						
Date	**0%**	**10%**	**30%**	**40%**	**50%**	**75%**	**100%**	**0%**	**10%**	**30%**	**40%**	**50%**	**75%**	**100%**
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1997	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1998	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1999	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2000	100	100	100	100	100	100	88	100	100	100	100	100	100	100
July 2001	100	100	100	100	100	89	45	100	100	100	100	100	100	100
July 2002	100	100	100	100	90	56	45	100	100	100	100	100	100	100
July 2003	100	100	100	86	67	47	45	100	100	100	100	100	100	100
July 2004	100	100	95	68	55	44	39	100	100	100	100	100	100	100
July 2005	100	100	70	47	35	21	2	100	100	100	100	100	79	33
July 2006	100	100	49	28	17	5	0	100	100	100	80	62	32	0
July 2007	100	100	33	16	8	1	0	100	100	73	47	30	8	0
July 2008	100	100	23	10	4	*	0	100	100	50	28	15	2	0
July 2009	100	100	16	6	2	*	0	100	100	34	16	7	*	0
July 2010	100	100	11	3	1	*	0	100	100	23	9	4	*	0
July 2011	100	92	7	2	*	*	0	100	100	16	5	2	*	0
July 2012	100	80	5	1	*	*	0	100	99	11	3	1	*	0
July 2013	100	69	3	1	*	*	0	100	86	7	2	*	*	0
July 2014	100	59	2	*	*	*	0	100	74	5	1	*	*	0
July 2015	100	51	2	*	*	*	0	100	63	3	1	*	*	0
July 2016	100	43	1	*	*	*	0	100	53	2	*	*	*	0
July 2017	100	36	1	*	*	0	0	100	45	1	*	*	*	0
July 2018	100	30	*	*	*	0	0	100	38	1	*	*	0	0
July 2019	100	25	*	*	*	0	0	100	31	1	*	*	0	0
July 2020	100	20	*	*	*	0	0	100	25	*	*	*	0	0
July 2021	100	16	*	*	*	0	0	100	20	*	*	*	0	0
July 2022	100	12	*	*	*	0	0	100	15	*	*	*	0	0
July 2023	100	9	*	*	*	0	0	100	12	*	*	*	0	0
July 2024	88	7	*	*	*	0	0	88	9	*	*	*	0	0
July 2025	75	5	*	*	*	0	0	75	7	*	*	*	0	0
July 2026	61	4	*	*	*	0	0	61	5	*	*	*	0	0
July 2027	47	3	*	*	0	0	0	47	4	*	*	*	0	0
July 2028	32	2	*	*	0	0	0	32	2	*	*	0	0	0
July 2029	18	1	*	*	0	0	0	18	1	*	*	0	0	0
July 2030	12	1	*	*	0	0	0	12	1	*	*	0	0	0
July 2031	8	*	*	*	0	0	0	8	*	*	*	0	0	0
July 2032	6	*	*	0	0	0	0	6	*	*	*	0	0	0
July 2033	3	*	*	0	0	0	0	3	*	*	0	0	0	0
July 2034	1	*	*	0	0	0	0	1	*	*	0	0	0	0
July 2035	*	*	0	0	0	0	0	*	*	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	31.0	20.2	10.7	9.2	8.3	7.1	6.3	31.0	21.4	12.8	11.5	10.7	9.7	8.9

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

** Determined as specified under "Weighted Average Life of the Certificates" herein.

†† "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

Percent of Original Principal Balance Outstanding for the N† Class

	CPR Prepayment Assumption													
	Lockout††							Extended Protection††						
Date	0%	10%	30%	40%	50%	75%	100%	0%	10%	30%	40%	50%	75%	100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 1997	99	98	96	95	94	91	89	99	99	99	99	99	99	99
July 1998	99	97	93	92	91	89	88	99	98	97	97	97	95	94
July 1999	98	93	84	80	76	68	51	98	95	89	86	83	75	59
July 2000	97	86	67	59	53	38	23	97	90	78	73	68	60	55
July 2001	96	78	52	43	36	23	12	96	85	70	64	60	53	46
July 2002	95	71	40	30	23	15	12	95	80	61	55	50	44	39
July 2003	93	64	31	23	17	12	12	93	75	53	48	44	40	38
July 2004	92	58	25	18	14	12	10	92	70	48	43	40	38	36
July 2005	91	52	18	12	9	6	1	91	64	38	32	28	21	9
July 2006	89	46	13	7	5	1	0	89	57	28	21	16	8	0
July 2007	87	40	9	4	2	*	0	87	50	19	12	8	2	0
July 2008	86	36	6	3	1	*	0	86	44	13	7	4	1	0
July 2009	83	31	4	1	1	*	0	83	39	9	4	2	*	0
July 2010	81	27	3	1	*	*	0	81	34	6	2	1	*	0
July 2011	79	24	2	1	*	*	0	79	30	4	1	*	*	0
July 2012	76	21	1	*	*	*	0	76	26	3	1	*	*	0
July 2013	73	18	1	*	*	*	0	73	22	2	*	*	*	0
July 2014	70	16	1	*	*	*	0	70	19	1	*	*	*	0
July 2015	66	13	*	*	*	*	0	66	16	1	*	*	*	0
July 2016	62	11	*	*	*	*	0	62	14	1	*	*	*	0
July 2017	58	10	*	*	*	0	0	58	12	*	*	*	*	0
July 2018	54	8	*	*	*	0	0	54	10	*	*	*	0	0
July 2019	49	7	*	*	*	0	0	49	8	*	*	*	0	0
July 2020	44	5	*	*	*	0	0	44	7	*	*	*	0	0
July 2021	39	4	*	*	*	0	0	39	5	*	*	*	0	0
July 2022	33	3	*	*	*	0	0	33	4	*	*	*	0	0
July 2023	27	2	*	*	*	0	0	27	3	*	*	*	0	0
July 2024	23	2	*	*	*	0	0	23	2	*	*	*	0	0
July 2025	20	1	*	*	*	0	0	20	2	*	*	*	0	0
July 2026	16	1	*	*	*	0	0	16	1	*	*	*	0	0
July 2027	12	1	*	*	0	0	0	12	1	*	*	*	0	0
July 2028	8	*	*	*	0	0	0	8	1	*	*	0	0	0
July 2029	5	*	*	*	0	0	0	5	*	*	*	0	0	0
July 2030	3	*	*	*	0	0	0	3	*	*	*	0	0	0
July 2031	2	*	*	*	0	0	0	2	*	*	*	0	0	0
July 2032	1	*	*	0	0	0	0	1	*	*	*	0	0	0
July 2033	1	*	*	0	0	0	0	1	*	*	0	0	0	0
July 2034	*	*	*	0	0	0	0	*	*	*	0	0	0	0
July 2035	*	*	0	0	0	0	0	*	*	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.6	10.8	6.0	5.2	4.7	4.0	3.4	21.6	12.2	7.7	7.0	6.5	5.9	5.2

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

** Determined as specified under "Weighted Average Life of the Certificates" herein.

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

†† "Lockout" assumes no prepayment through the applicable lockout end dates and "Extended Protection" assumes no prepayment through any applicable prepayment penalty end dates.

Characteristics of the R Class

The R Class will not have a principal balance and will not bear 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. It is not anticipated that there will be any material assets remaining in such circumstance.

The R Class will be subject to certain transfer restrictions. No transfer of record or beneficial ownership of an R Certificate will be allowed to a "disqualified organization." In addition, no transfer of record or beneficial ownership of an R 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 Class will constitute a noneconomic residual interest under the Regulations. Any transferee of an R 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 Multifamily REMIC Prospectus. Transferors of an R 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. See "Certain Federal Income Tax Consequences" in the Multifamily REMIC Prospectus. Pursuant to the Trust Agreement, Fannie Mae will be obligated to provide to such Holder (i) such information as is necessary to enable it to prepare its federal income tax returns and (ii) any reports regarding the R Class that may be required under the Code.

DESCRIPTION OF THE GNMA CERTIFICATES AND THE MORTGAGE LOANS

General

The Government National Mortgage Association is a wholly-owned corporate instrumentality of the United States within the Department of Housing and Urban Development. Section 306(g) of Title III of the National Housing Act of 1934, as amended (the "Housing Act"), authorizes GNMA to guarantee the timely payment of the principal of, and interest on, certificates that are based on and backed by a pool of mortgage loans insured by the Federal Housing Administration ("FHA") under the Housing Act or Title V of the Housing Act of 1949, or partially guaranteed by the Department of Veterans Affairs under the Servicemen's Readjustment Act of 1944, as amended, or Chapter 37 of Title 38, United States Code.

Section 306(g) of the Housing Act provides that "the full faith and credit of the United States is pledged to the payment of all amounts which may be required to be paid under any guaranty under this subsection." To meet its obligations under such guaranties, GNMA is authorized, under Section 306(d) of the Housing Act, to borrow from the United States Treasury with no limitations as to amount.

Each GNMA Certificate will be a "fully modified pass-through" mortgage-backed security issued and serviced by a mortgage banking company or other financial concern approved by GNMA as a seller-servicer of loans insured by the FHA.

It is expected that 40 Mortgage Loans will underlie the GNMA Certificates. The Mortgage Loans are expected to have an aggregate balance of approximately $169,294,703 (subject to a permitted variance of plus or minus 5%) as of the Issue Date, after giving effect to all payments of principal due on or before that date. The Mortgage Loans are fixed-rate and generally are level-pay and fully amortizing. Each Mortgage Loan is secured by a mortgage, deed of trust or deed to secure debt that creates a first lien on the applicable borrower's fee simple estate in a multifamily property consisting of five or more dwelling units (a "Mortgaged Property").

Following the issuance of the Certificates, Fannie Mae will prepare a Final Data Statement setting forth, among other information, the unpaid principal balances of the Mortgage Loans underlying the GNMA Certificates as of the Issue Date. The Final Data Statement will not accompany this Prospectus but will be made available by Fannie Mae. To request the Final Data Statement, telephone Fannie Mae at 1-800-BEST-MBS or 202-752-6547. The contents of the Final Data Statement and other data specific to the Certificates are available in electronic form by calling Fannie Mae at 1-800-752-6440 or 202-752-6000.

FHA Insurance Programs

The following is a summary of the various FHA insurance programs under which the Mortgage Loans are insured.

Section 223(f)

Section 223(f) provides for federal insurance of private mortgage loans originated by FHA-approved lenders in connection with the purchase or refinancing of existing multifamily housing complexes which contain at least five units and do not require substantial rehabilitation.

If the related mortgage loan is in connection with the acquisition of an existing project, the maximum mortgage loan amount under Section 223(f) is 85% (90% for a cooperative multifamily project or a project financed with state or local assistance and meeting certain eligibility requirements) of the cost of acquisition, as determined by the FHA. If, on the other hand, the property is to be refinanced without a change in ownership, then the maximum mortgage loan amount shall not exceed (a) for rental projects, the greater of 70% of the FHA's estimate of the value of the property or the cost to refinance the existing indebtedness or (b) for cooperative projects, the cost to refinance the existing indebtedness. In addition to the above limitations, a mortgage loan which is insured under Section 223(f) shall not have a principal amount in excess of the lesser of (a) 85% of the FHA's estimate of the value of the project and (b) the statutory amount per family dwelling unit depending on the number of bedrooms.

A mortgage loan insured under Section 223(f) must have a maturity of not less than ten years nor more than the lesser of (a) 35 years (40 years for an FHA Mortgage refinancing a project financed with state or local assistance or financing a project in certain areas as prescribed by the FHA) and (b) 75% (100% if the project is in certain areas as prescribed by the FHA) of the estimated remaining economic life of the project.

Secondary financing on multifamily housing projects is permissible under Section 223(f). The secondary debt may be secured by a second lien on the related multifamily project and cannot mature prior to the maturity date of the original mortgage loan, but may be prepaid out of surplus cash from operations of the project. If a loan is made to finance the purchase of an existing project, the second mortgage loan may not exceed 7.5% of the lesser of the FHA's estimate of the value of the project and the cost of acquisition. In the case of secondary financing used to refinance an existing project, the second mortgage may not exceed the lesser of (a) 7.5% of the FHA's estimate of the value of the project and (b) 50% of the difference between the cost to refinance the project and the maximum mortgage loan amount as determined by the FHA.

Section 221(d)(4)

Section 221(d)(4) provides for federal insurance of private construction loans to finance new or substantially rehabilitated rental apartment projects containing five or more units. The purpose of this program is to encourage the production of housing for low and moderate income families that have been displaced as a result of urban renewal, governmental action or disaster.

The maximum insurable loan amount under Section 221(d)(4) cannot exceed the lesser of (i) the statutory amount per dwelling unit and (ii) 90% of the replacement costs (or, for rehabilitation projects, the sum of the cost of rehabilitation and the value of the property before repairs) of the project. The terms of the mortgage loans vary based upon the FHA's pre-organization review.

Section 241(f)

Section 241(f) provides for federal insurance of private supplemental loans (subordinate liens) to owners and prospective purchasers of eligible low-income housing to maintain and generally improve the related properties for low-income occupancy. Based on a plan of action approved by the FHA, an owner may receive an equity take-out loan to enable it to receive an adequate return on its investment and a purchaser may receive an acquisition loan to assist in its purchase of the related property.

The maximum insurable loan amount for an equity take-out loan or acquisition loan is prescribed by the FHA based on the projected value of the related property and costs of implementing the plan of action. Equity take-out loans will have terms not to exceed 40 years and acquisition loans will have terms of 40 years.

Section 232

Section 232 provides for federal insurance of private construction mortgage loans to finance new or rehabilitated nursing homes, intermediate care facilities, board and care homes, assisted living for the frail elderly or allowable combinations thereof, including equipment to be used in their operation. Section 232 also provides for supplemental loans to finance the purchase and installation of fire safety equipment in these facilities. However, these loans are governed by different restrictions and limitations than those set forth below for the actual facilities.

A nursing home is a facility, which is licensed or regulated by the State or municipality, for the accommodation of convalescents or other persons who require skilled nursing and related medical services. An intermediate care facility provides housing for persons who need minimum yet continuous care, but do not require continuous medical or nursing services. A qualified board and care home must provide continuous protective oversight for persons, including intervention in the event of a crisis or supervision of medication or nutritional needs, and the facility must be in compliance with Section 1616(e) of the Social Security Act. Finally, assisted living for the frail elderly is characterized as a facility that provides supportive services and separate dwelling units for persons who are at least 62 years old and who are unable to perform at least 3 activities of daily living. Activities of daily living include such activities as bathing, shopping, obtaining and taking medications, managing money, dressing and eating. All the facilities must be operated under the necessary licenses required by federal, state and local regulations.

The maximum mortgage amount which is insurable under Section 232 is 90% of the value of the project, for profit motivated mortgagors (95% of such value, for private non-profit mortgagors), including the equipment to be used in its operation. However, in the event that the mortgage loan is used to finance an existing project to be repaired or rehabilitated, the maximum mortgage amount which is insurable under Section 232 is 85% of the value of the project, for profit motivated mortgagors (90% of such value, for non-profit mortgagors), including the equipment. Section 232 mortgages may have terms not exceeding 40 years.

Section 223(a)(7)

Section 223(a)(7) permits the FHA to refinance FHA mortgage loans on multifamily properties. Such refinancing results in prepayment of the existing mortgage loan. The principal amount of the new, refinanced mortgage loan is limited to the lesser of (i) the original principal amount of the existing mortgage loan or (ii) the unpaid balance of the existing mortgage loan, to which certain FHA approved items and improvements may be added.

The term of the new mortgage loan insured under Section 223(a)(7) may not exceed the unexpired term of the existing mortgage loan, except that it may have a term of not more than twelve years in excess of the unexpired term of the existing mortgage loan in any case which the FHA determines that such extended term will inure to the benefit of the insurance fund under which the mortgage loan is insured, taking into consideration the outstanding insurance liability under the existing insured loan and the remaining economic life of the related property.

Certain Additional Characteristics of the Mortgage Loans

Lockouts. Except as described below, most of the Mortgage Loans have provisions that prohibit voluntary prepayment for a number of years following origination ("lockout provisions"). Such lockout periods have remaining lockout terms that range from approximately 0 to 108 months and with a weighted average remaining lockout term of approximately 41 months. In the case of mortgage loans insured under Section 232, full or partial prepayments by nonprofit mortgagors cannot be effected without prior written consent from the FHA. The enforceability of these lockout provisions under certain state laws is unclear.

Mortgage Prepayment Penalties. Certain of the Mortgage Loans have a period (a "prepayment penalty period") during which voluntary and involuntary prepayments (except for prepayments resulting from condemnation or casualty losses) must be accompanied by a mortgage prepayment equal to a specified percentage of the principal amount of the Mortgage Loan being prepaid. The prepayment penalty period extends beyond the termination of the lockout provision. Exhibit A to this Prospectus sets forth, for each Mortgage Loan, a description of the related mortgage prepayment penalty and the period during which the mortgage prepayment penalty applies as well as the last month of any applicable lockout provision.

Notwithstanding the foregoing, the Mortgage Loans must include a provision which allows the FHA to override any lockout and/or prepayment penalty provisions when the mortgage loan is in default if the FHA determines that it is in the best interest of the federal government to allow the mortgagor to refinance or partially prepay the mortgage loan without restrictions or penalties and thereby avoid or mitigate an FHA insurance claim.

Coinsurance. Certain of the Mortgage Loans may be federally insured under FHA coinsurance programs that provide for the retention by the mortgage lender of a portion of the mortgage insurance risk that otherwise would be assumed by FHA under the applicable FHA insurance program. As part of such coinsurance programs, FHA delegates to mortgage lenders approved by FHA for participation in such coinsurance programs certain underwriting functions generally performed by FHA. Accordingly, there can be no assurance that such mortgage loans were underwritten in conformity with FHA underwriting guidelines applicable to mortgage loans that were solely federally insured or that the default risk with respect to coinsured mortgage loans is comparable to that of FHA-insured mortgage loans generally. As a result, there can be no assurance as to the likelihood of future default or as to the rate of prepayment on the coinsured Mortgage Loans underlying the GNMA Certificates.

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 Multifamily 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 Election and Special Tax Attributes

An election will be made to treat the Trust as a REMIC for federal income tax purposes. The Certificates, other than the R Class, 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.

As a consequence of the qualification of the Trust as a REMIC, the Certificates generally will be treated as "qualifying real property loans" for mutual savings banks and domestic building and loan associations, "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 Class, as "qualified mortgages" for other REMICs. See "Certain Federal Income Tax Consequences — Special Tax Attributes" in the Multifamily REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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 11% CPR. See "Certain Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Original Issue Discount*" in the Multifamily REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the GNMA Certificates will prepay at that or any other rate. See "Description of the Certificates—Weighted Average Life" herein and "Maturity and Prepayment Considerations and Risks—Weighted Average Life and Final Distribution Dates" in the Multifamily 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 Multifamily REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

Under the Regulations, the R Class will not 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 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 Multifamily 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 8.31% (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 Multifamily REMIC Prospectus. The federal income tax consequences of any consideration paid to a transferee on the transfer of an R Certificate are unclear; any transferee receiving such consideration should consult its own tax advisors.

PLAN OF DISTRIBUTION

The Dealer will receive the Certificates in exchange for the GNMA Certificates 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 Fannie Mae by Brown & Wood, LLP; and an opinion with respect to certain tax matters will be delivered to Fannie Mae by Dewey Ballantine, Washington, D.C. Certain legal matters will be passed upon for the Dealer by Cleary, Gottlieb, Steen & Hamilton.

Exhibit A

GNMA Certificates and Mortgage Loans

GNMA Pool Number	FHA Program†	City	State	Approximate Principal Balance as of Issue Date	GNMA Certificate Interest Rate	Mortgage Interest Rate	Maturity Date	GNMA Original Term to Maturity (mos.)	GNMA Remaining Term to Maturity (mos.)	GNMA Certificate Age (mos.)	GNMA Issue Date	Lockout End Date*	Prepayment Penalty End Date*	Lockout/ Prepayment Penalty Code**
415663	223(f)	Bridgeton	MO	$ 2,713,868	7.750%	8.000%	October 2030	420	411	9	October 1995	September 2000	September 2005	4
415669	223(f)	Madison	WI	1,595,702	7.750	8.000	February 2023	322	319	3	April 1996	April 2001	April 2006	4
427642	223(a)(7)	New York	NY	10,987,483	7.875	8.125	October 2022	317	315	2	May 1996	May 2001	May 2006	4
427640	223(a)(7)	New York	NY	2,379,355	7.875	8.125	November 2020	297	292	5	February 1996	February 1999	February 2002	3
322645	223(f)	Blue Springs	MO	5,991,997	8.250	8.500	August 2029	421	397	24	July 1994	August 1999	—	1
368761	223(f)	Las Vegas	NV	4,989,204	8.250	8.500	August 2029	420	397	23	August 1994	August 2004	—	1
378374	223(f)	Houston	TX	3,109,909	8.250	8.500	June 2029	421	395	26	May 1994	May 1999	—	1
378375	223(f)	Houston	TX	2,893,802	8.250	8.500	June 2029	421	395	26	May 1994	May 1999	—	1
378376	223(f)	Houston	TX	7,314,605	8.250	8.500	June 2029	421	395	26	May 1994	May 1999	—	1
406105	241(f)	St. Paul	MN	5,739,013	8.375	8.625	September 2016	264	242	22	September 1994	September 1999	September 2004	4
394103	241(f)	Chicago	IL	6,201,683	8.500	8.750	October 2034	480	459	21	October 1994	October 1999	October 2004	4
394104	241(f)	Pittsburgh	PA	2,200,252	8.500	8.750	January 2028	399	378	21	October 1994	October 2004	—	1
398273	223(f)	Danbury	CT	7,963,108	8.500	8.750	October 2029	420	399	21	October 1994	September 1999	September 2004	4
309128	241(f)	Los Angeles	CA	1,244,845	8.500	8.750	May 2031	480	418	62	May 1991	May 1996	May 2001	4
406878	241(f)	Oregon City	OR	442,717	8.500	8.750	August 2035	480	469	11	August 1995	July 2000	July 2005	4
378380	223(f)	Montgomery	AL	2,422,311	8.500	8.750	June 2029	420	395	25	June 1994	June 2004	—	1
378386	241(f)	Richmond	VA	1,648,317	8.700	8.950	October 2023	348	327	21	October 1994	November 1999	November 2004	4
112704	223(f)	Winston Salem	NC	3,806,103	8.750	9.000	April 2026	419	357	62	May 1991	May 2001	—	1
304839	241(f)	Vallejo	CA	2,554,203	8.750	9.000	April 2031	480	417	63	April 1991	April 1996	April 2001	4
304840	241(f)	Vallejo	CA	3,759,702	8.750	9.000	April 2031	480	417	63	April 1991	April 1996	April 2001	4
234727	221(d)(4)	Pinellas Park	FL	7,591,637	8.500	9.000	October 2028	480	387	93	October 1988	September 1992	September 1997	5
296919	241(f)	Austin	TX	4,397,852	8.750	9.000	May 2024	348	334	14	May 1995	December 1999	December 2004	4
410518	241(f)	Redmond	WA	1,564,020	8.875	9.125	May 2035	480	466	14	May 1995	May 2005	—	1
378238	223(f)	Greece	NY	9,364,606	9.000	9.250	December 2029	421	401	20	November 1994	December 1999	December 2001	2
174741	223(f)	Clarksville	TN	2,025,096	9.000	9.250	January 2030	420	402	18	January 1995	January 2000	January 2005	4
383728	223(f)	Anchorage	AK	548,736	9.000	9.250	October 2029	420	399	21	October 1994	October 1999	October 2004	4
383738	223(f)	Macon	GA	2,523,767	9.000	9.250	March 2030	420	404	16	March 1995	February 2000	February 2005	4
391982	241(f)	Lafayette	IN	1,134,857	9.000	9.250	April 2023	337	321	16	March 1995	April 2005	—	1
394112	241(f)	San Francisco	CA	2,489,899	9.000	9.250	December 2034	480	461	19	December 1994	October 2004	—	1
397811	241(f)	St. Petersburg	FL	1,516,866	9.000	9.250	June 2033	457	443	14	May 1995	May 2005	—	1
397823	241(f)	Missoula	MT	966,186	9.000	9.250	July 2033	456	444	12	July 1995	July 2005	—	1
400381	241(f)	Richmond	VA	2,705,608	9.000	9.250	May 2027	384	370	14	May 1995	April 2005	—	1
410515	241(f)	Sioux City	IA	1,040,031	9.125	9.375	May 2026	372	358	14	May 1995	April 2000	April 2005	4
383734	223(f)	Kodiak	AK	1,263,687	9.375	9.625	November 2029	420	400	20	November 1994	October 1999	October 2004	4
400384	241(f)	Des Moines	IA	694,262	9.375	9.625	February 2035	481	463	18	January 1995	January 2005	—	1
260854	223(f)	San Diego	CA	10,549,785	9.250	9.750	October 2023	420	327	93	October 1988	October 1998	—	1
260860	223(f)	Los Angeles	CA	26,854,000	9.250	9.750	October 2023	420	327	93	October 1988	October 1998	—	1
268159	223(f)	Arlington	VA	281,541	9.500	9.750	January 2019	360	270	90	January 1989	December 1998	—	1
273304	232	Jacksonville	FL	2,929,171	9.750	10.000	December 2030	477	413	64	March 1991	March 1996	March 2001	6
249910	223(f)	Baltimore	MD	8,894,897	9.750	10.250	September 2023	420	326	94	September 1988	September 1998	—	1
Total/Weighted Average				$169,294,703	8.75566	9.085		412	366	46				

† Certain of the units included in the Mortgaged Properties may receive project-based Section 8 rent subsidies from HUD.

* Calculated based on publicly available information. Lockout End Dates and Prepayment Penalty End Dates may be earlier in certain cases. As described herein, the FHA may override any lockout and/or prepayment penalty provision when the related mortgage loan is in default if the FHA determines that it is in the best interest of the federal government to permit a refinancing or partial prepayment without restrictions or penalties.

** *Lockout/Prepayment Penalty Codes:*

(1) Lockout through the lockout end date; thereafter no prepayment penalty is imposed.

(2) Lockout through the lockout end date; thereafter prepayment penalty of 2% of the prepaid amount until the twelfth mortgage loan payment date beyond the lockout end date disclosed above, declining thereafter by 1% annually.

(3) Lockout through the lockout end date; thereafter prepayment penalty of 3% of the prepaid amount until the twelfth mortgage loan payment date beyond the lockout end date disclosed above, declining thereafter by 1 % annually.

(4) Lockout through the lockout end date; thereafter prepayment penalty of 5% of the prepaid amount until the twelfth mortgage loan payment date beyond the lockout end date disclosed above, declining thereafter by 1% annually.

(5) Lockout through the lockout end date; thereafter prepayment penalty of 10% of the prepaid amount until the twelfth mortgage loan payment date beyond the lockout end date disclosed above, declining thereafter by 2% annually.

(6) Lockout through the lockout end date; thereafter prepayment penalty of 10% of the prepaid amount until the March 1997 mortgage loan payment date, declining to 7% commencing in April 1997, 5% commencing in April 1998, 3% commencing in April 1999, 1% commencing in April 2000, 0% commencing in April 2001.

NOTE:
The information with respect to the GNMA Certificates and the Mortgage Loans set forth on this Exhibit A has been collected and summarized by Donaldson, Lufkin & Jenrette Securities Corporation and provided to Fannie Mae. Fannie Mae has made no independent verification of such information and, therefore, does not warrant its truth or accuracy.

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, the Multifamily REMIC Prospectus and the Information Statement 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.

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$169,294,703
(Approximate)

FannieMae℠

Guaranteed REMIC
Pass-Through Certificates

Fannie Mae Multifamily
REMIC Trust 1996-M4

PROSPECTUS SUPPLEMENT

Donaldson, Lufkin & Jenrette
Securities Corporation

June 20, 1996