

\$450,000,000



FannieMae

Guaranteed REMIC Pass-Through Certificates Fannie Mae REMIC Trust 1997-38

The Guaranteed REMIC Pass-Through Certificates offered hereby (the “Certificates”) will represent beneficial ownership interests in one of two trust funds. The REMIC Certificates, other than the RL Class, will represent beneficial ownership interests in Fannie Mae REMIC Trust 1997-38 (the “Trust”). The LL Class, having an aggregate original principal balance of \$25,000,000, is being offered by means of a separate Prospectus Supplement dated April 24, 1997 (the “Retail Class Supplement”). The other Classes of Certificates are offered hereby. 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) certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “MBS”) described herein and (ii) two groups of “fully modified pass-through” mortgage-backed securities (the “Group 2 GNMA Certificates” and the “Group 3 GNMA Certificates”) and, together, the “GNMA Certificates”) guaranteed as to timely payment of principal and interest by the Government National Mortgage Association (“GNMA”). Each MBS represents a beneficial ownership 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”, respectively) 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-8 hereof and “Risk Factors” beginning on page 8 of the REMIC Prospectus and GNMA 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	Group	Original Principal Balance	Principal Type (1)	Interest Rate	Interest Type (1)	CUSIP Number	Final Distribution Date	Class	Group	Original Principal Balance	Principal Type (1)	Interest Rate	Interest Type (1)	CUSIP Number	Final Distribution Date
A	1	\$89,502,000	SEQ	6.5%	FIX	31359PNW2	May 2026	H	2	\$16,826,000	PAC	7.5%	FIX	31359PXP6	May 2027
B	1	10,498,000	SEQ	6.5	FIX	31359PNX0	June 2027	J	2	5,672,000	SUP	7.5	FIX	31359PXX4	December 2000
D	1	16,752,000	SEQ	6.5	FIX	31359PNY8	May 2023	L	2	31,543,000	SUP	7.5	FIX	31359PXR2	February 2012
E	1	8,248,000	SEQ	6.5	FIX	31359PNZ5	June 2027	Z	2	8,597,000	SUP	7.5	FIX/Z	31359PXS0	May 2020
FA	2	17,049,000	PAC	7.0	FIX	31359PPA8	December 2008	ZA	2	10,000,000	SUP	7.5	FIX/Z	31359PXT8	May 2027
PJ	2	7,500,000	PAC	7.5	FIX	31359PPB6	December 2008	LL	3	(4)	SEQ/RTL	7.3	FIX	31359PNV4	November 2026
PB	2	38,722,000	PAC	7.0	FIX	31359PPC4	July 2017	F	3	25,428,800	SEQ	(3)	FLT	31359PXU5	November 2024
PC	2	19,575,000	PAC	6.0	FIX	31359PXC6	May 2020	S	3	(2)	NTL	(3)	INV/IO	31359P XV3	November 2024
PD	2	23,226,000	PAC	6.0	FIX	31359PXH4	January 2023	K	3	41,428,000	SEQ	7.5	FIX	31359P XW1	October 2023
PE	2	27,943,000	PAC	6.0	FIX	31359P XJ0	August 2025	M	3	3,143,200	SEQ	6.5	FIX	31359P XX9	November 2024
PG	2	12,062,000	PAC	6.0	FIX	31359PXK7	August 2026	O	3	(2)	NTL	0.7	FIX/IO	31359P XY7	November 2026
PH	2	10,470,000	PAC	6.0	FIX	31359PXL5	May 2027	N	3	5,000,000	SEQ	8.0	FIX	31359P XZ4	May 2027
PI	2	(2)	NTL	7.5	FIX/IO	31359PXM3	May 2027	R	3	0	NPR	0	NPR	31359PYA8	June 2027
G	2	20,815,000	PAC	7.5	FIX	31359PXN1	May 2026	RL	3	0	NPR	0	NPR	31359PYB6	June 2027

- (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) The PI, S and O Classes will be Notional Classes, will not have principal balances and will bear interest on their respective notional principal balances (initially \$22,373,266, \$25,428,800 and \$25,000,000). The notional principal balances of the Notional Classes will be calculated based upon the principal balances of the Classes specified herein. See “Description of the Certificates—Distributions of Interest—Notional Classes” herein.
- (3) The F and S 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 LL Class, with an aggregate original principal balance of \$25,000,000, is being offered by means of the Retail Class Supplement and is not offered hereby.

The Certificates will be offered by Greenwich Capital Markets, 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, 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 Group 1, Group 2 and Group 3 Classes will be available through the book-entry facilities of The Depository Trust Company on or about May 30, 1997 (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, Greenwich, Connecticut, on or about the Settlement Date.

GREENWICH CAPITAL
MARKETS, INC.

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The yields to investors in the Group 1 Classes (as described herein) will be sensitive in varying degrees to, among other things, the rate of principal distributions on the MBS, which in turn will be determined by the rates of principal payments of the related Mortgage Loans and the characteristics of such Mortgage Loans. The yields to investors in the Group 2 and Group 3 Classes (as described herein) will be sensitive in varying degrees to, among other things, the rate of principal distributions on the Group 2 and Group 3 GNMA Certificates, respectively, which in turn will be determined by the rate of principal payments of the related Mortgage Loans and the characteristics of such Mortgage Loans. The yield to investors in each Class will also be sensitive to the purchase price paid for such Class and in the case of any Floating Rate or Inverse Floating Rate Class, 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, 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—Floating Rate and Inverse Floating Rate Classes.”

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

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

- 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 GNMA Prospectus or the MBS Prospectus (each 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 Guaranteed REMIC Pass-Through Certificates (backed by GNMA Certificates) dated June 14, 1996 (the “GNMA Prospectus”), which is attached to this Prospectus Supplement;
- Fannie Mae’s Prospectus for Guaranteed Mortgage Pass-Through Certificates dated January 1, 1997 (the “MBS Prospectus”); and
- Fannie Mae’s Information Statement dated March 31, 1997 and any supplements thereto (collectively, the “Information Statement”).

The MBS Prospectus and the Information Statement are incorporated herein by reference and, together with the other Disclosure Documents, 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 may also be obtained from Greenwich Capital Markets, Inc., by writing or calling its Prospectus Department at 600 Steamboat Road, Greenwich, CT 06830 (telephone 203-622-5628).

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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.

Assumed Characteristics of the Mortgage Loans Underlying the MBS and the GNMA Certificates (as of May 1, 1997)

<u>Group</u>	<u>Approximate or Unpaid Aggregate Principal Balance</u>	<u>Approximate Weighted Average Remaining Term to Maturity or WARM (in months)</u>	<u>Approximate Calculated Loan Age or WALA (in months)</u>	<u>Approximate Weighted Average Coupon</u>
1	\$125,000,000	357	2	7.60%
2	\$250,000,000	335	20	8.00%
3	\$100,000,000	355	5	8.75%

The actual remaining terms to maturity, calculated loan ages or weighted average loan ages and interest rates of most of the related Mortgage Loans will differ from the weighted averages shown above, perhaps significantly. See “Description of the Certificates—Structuring Assumptions—*Pricing Assumptions*” herein.

Interest Rates

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

The Floating Rate and Inverse Floating Rate Classes will bear interest during the initial Interest Accrual Period at initial interest rates determined as described 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>
F	6.1875%	9.00%	0.50%	LIBOR + 50 basis points
S	2.8125%	8.50%	0.00%	8.50% – LIBOR

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

Notional Classes

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

Classes

PI	6.66666667% of the PA Class
	6.66666667% of the PB Class
	20% of the PC Class
	20% of the PD Class
	20% of the PE Class
	20% of the PG Class
	20% of the PH Class
S	100% of the F Class
O	100% of the LL Class

See “Description of the Certificates—Distributions of Interest—*Notional Classes*” and “—Yield Tables—*The PI and O Classes*” and “—*The Inverse Floating Rate Class*” herein.

Distributions of Principal

The portion of the Principal Distribution Amount allocated to each Class of Certificates will be determined by distributions of principal of the MBS or the GNMA Certificates, as applicable, and, in the case of certain Group 2 Classes, the accrued and unpaid interest on the Accrual Classes. For such purposes, the Principal Distribution Amount will be allocated among the Groups of Classes as described herein under “Description of the Certificates—Distributions of Principal—*Principal Distribution Amount*”.

Group 1 Principal Distribution Amount

1. The Priority I Percentage of the Basic Principal Amount (each as defined herein) to the A and B Classes, in that order, to zero.
2. The Priority II Percentage (as defined herein) of the Basic Principal Amount to the D and E Classes, in that order, to zero.
3. The Priority II Percentage of the Designated Prepayment Amount (as defined herein) to the D and E Classes, in that order, to zero.
4. To the A, B, D and E Classes, in that order, to zero.

Group 2 Principal Distribution Amount

Group 2 Accrual Amount

1. To the J, L and Z Classes, in that order, to zero; and
2. Thereafter, to the ZA Class.

Group 2 Cash Flow Distribution Amount

1. To the PA Class and the PJ Class, concurrently, in proportion to their original principal balances, to their Planned Balances.
2. To the PB, PC, PD, PE, PG and PH Classes, in that order, to their Planned Balances.
3. To the G and H Classes, in that order, to their Planned Balances.
4. To the J, L, Z and ZA Classes, in that order, to zero.
5. To the G and H Classes, in that order, to zero.
6. To the PA Class and the PJ Class, concurrently, in proportion to their respective original principal balances, to zero.
7. To the PB, PC, PD, PE, PG and PH Classes, in that order, to zero.

Group 3 Principal Distribution Amount

1. Commencing in June 2000, on each Distribution Date, to the LL Class, an amount equal to the lesser of \$25,000 and the Group 3 Principal Distribution Amount (as defined herein), to zero.
2. Commencing in June 1997, on each Distribution Date (after giving effect to any payment in 1. above) as follows:
 - a. To the F and K Classes, in the proportions of 33.3333333333% and 66.6666666667%, respectively, until the K Class is reduced to zero;
 - b. To the F and M Classes, in the proportions of 60% and 40%, respectively, to zero; and
 - c. To the LL and N Classes, in that order, to zero.

Weighted Average Lives (years) *

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
A	20.1	6.5	3.5	2.6	2.1
B	29.4	22.9	12.4	5.8	4.3
D	17.6	9.6	8.0	6.9	5.5
E	28.1	20.9	15.7	12.3	9.2

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>75%</u>	<u>135%</u>	<u>250%</u>	<u>500%</u>
PA and PJ	4.8	1.0	1.0	1.0	1.0
PB	12.5	3.5	3.5	3.5	2.3
PC	17.1	6.0	6.0	6.0	3.1
PD	19.5	8.0	8.0	8.0	3.9
PE	22.0	11.0	11.0	11.0	5.4
PG	23.6	15.0	15.0	15.0	7.5
PH	24.6	20.6	20.6	20.6	11.3
PI	19.1	9.4	9.4	9.4	4.9
J	1.9	1.9	0.5	0.2	0.1
L	9.9	9.9	4.0	1.0	0.4
Z	19.3	17.9	11.0	2.1	0.8
ZA	28.6	23.9	20.4	2.9	1.0

<u>Class</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>75%</u>	<u>100%</u>	<u>135%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>
G	25.4	13.0	4.0	4.0	4.0	2.8	1.1
H	26.7	18.9	17.6	17.6	17.6	5.8	1.6

<u>Class</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>160%</u>	<u>300%</u>	<u>500%</u>
LL and O	24.6	19.7	15.6	9.5	5.9
F and S	20.1	8.3	5.7	3.4	2.3
K	18.6	6.6	4.6	2.8	1.9
M	26.9	15.8	10.9	6.2	3.9
N	29.8	28.1	25.9	18.6	11.6

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

ADDITIONAL RISK FACTORS

Additional Yield and Prepayment Considerations

The rate of distributions of principal of the Group 1, Group 2 and Group 3 Classes will be sensitive in varying degrees to the rate of principal distributions on the MBS, the Group 2 GNMA Certificates and the Group 3 GNMA Certificates, respectively, which in turn will reflect the rate of amortization (including prepayments) of the related Mortgage Loans. There can be no assurance that the Mortgage Loans underlying the MBS, the Group 2 GNMA Certificates and the Group 3 GNMA Certificates will have the characteristics assumed herein. Because the rate of principal distributions on the Group 1, Group 2 and Group 3 Classes will be related to the rate of amortization of the related Mortgage Loans, which are likely to include Mortgage Loans with remaining terms to maturity shorter or longer than those assumed and (except in the case of the Group 2 Classes) interest rates higher or lower than those assumed, the rates of principal distributions on such Classes are likely to differ from the rates anticipated by an investor, even if the related Mortgage Loans prepay at the indicated constant percentages of PSA.

The Mortgage Loans underlying the MBS are relocation mortgage loans (as defined herein under “Description of the Certificates—The MBS”). Accordingly, the rate of prepayment of such Mortgage Loans will depend in part on the occurrence and timing of any future relocation of the borrowers thereunder. Such prepayment experience would depend on, among other things, the circumstances of individual employees and employers and the characteristics of the specific relocation programs involved. Borrowers under relocation mortgage loans are thought by some within the mortgage industry to be more likely to be transferred by their employers than non-relocation mortgage loan borrowers, which would result in relocation mortgage loans experiencing a higher rate of prepayment than non-relocation mortgage loans. However, Fannie Mae cannot estimate what the prepayment experience of the related Mortgage Loans will be or how it might compare to that of non-relocation mortgage loans, nor is Fannie Mae aware of any conclusive studies or statistics on the rate of prepayment of mortgage loans such as the related Mortgage Loans.

It is highly unlikely that the Mortgage Loans underlying the MBS, the Group 2 GNMA Certificates or the Group 3 GNMA Certificates will prepay at any of the rates assumed herein, will prepay at a *constant* PSA rate until maturity, or 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.

The effective yields on the Delay Classes (as defined herein) will be reduced below the yields otherwise produced because principal and interest payable on a Distribution Date will not be distributed until the 18th, 17th or 20th day, as applicable, 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 has been reduced to zero. As a result of the foregoing, the market values of the Delay Classes 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 May 1, 1997 (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 MBS and GNMA Certificates.

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. 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 or GNMA Prospectus, as applicable, and “Description of Certificates—The Corporation’s Guaranty” in the MBS Prospectus.

Characteristics of Certificates. Each of the Group 1, Group 2 and Group 3 Classes 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.

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 and “Description of the Certificates—Book-Entry Procedures” herein.

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 Certificate, “Holder” or “Certificateholder” refers to the registered owner thereof. The R or 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 Holder 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 Group 1, Group 2 and Group 3 Classes will be made, respectively, on the 18th day of each month (or, if such 18th day is not a business day, on the first business day next succeeding such 18th day), 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) and on the first business day following the 20th day of each month (or, if the 19th and 20th days are both business days, on such 20th 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 fourteenth 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 and any interest to be added as principal to the principal balances of the Accrual Classes on such 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 Lower Tier REMIC or the Trust 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.

Book-Entry Procedures

General. The Group 1, Group 2 and Group 3 Classes 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 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 Paying Agent 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, which currently provide for distributions in same-day funds settled through the New York Clearing House. 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.

The MBS

The MBS are expected to have the characteristics set forth below and the general characteristics described in the MBS Prospectus. The MBS will provide that principal and interest on the related Mortgage Loans will be passed through monthly, commencing in the month following the month of the initial issuance of the MBS. The Mortgage Loans underlying the MBS will be conventional Level Payment Mortgage Loans secured by first mortgages or deeds of trust on one- to four-family (“single-family”) residential properties and having original maturities of up to 30 years. In addition, the Mortgage Loans underlying the MBS were originated pursuant to agreements between lenders and employers in connection with relocation programs maintained by employers that commonly relocate their employees (“relocation mortgage loans”), as opposed to being originated in connection with the non-recurring relocation of an employer’s place of business. The characteristics of the MBS and the related Mortgage Loans as of the Issue Date are expected to be as follows:

MBS

Aggregate Unpaid Principal Balance	\$125,000,000
MBS Pass-Through Rate	6.50%

Group 1 Mortgage Loans

Range of WACs (per annum percentages)	6.75% to 9.00%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	357 months
Approximate Weighted Average CAGE	2 months

The GNMA Certificates

The Group 2 and Group 3 GNMA Certificates will have the aggregate unpaid principal balances and Pass-Through Rates set forth below and the general characteristics described in the GNMA Prospectus. The Group 2 GNMA Certificates are GNMA I Certificates and the Group 3 GNMA Certificates are GNMA II Certificates. See “GNMA and the GNMA Programs” in the GNMA Prospectus. The characteristics of the Group 2 and Group 3 GNMA Certificates and the related Mortgage Loans as of the Issue Date are expected to be as follows:

Group 2 GNMA Certificates

Aggregate Unpaid Principal Balance	\$250,000,000
GNMA Pass-Through Rate	7.50%

Mortgage Loans

WAC (per annum percentage)	8.00%
Range of WARMs	241 months to 360 months
Approximate Weighted Average WARM	335 months
Approximate Weighted Average WALA	20 months

Group 3 GNMA Certificates

Aggregate Unpaid Principal Balance	\$100,000,000
GNMA Pass-Through Rate	8.00%

Mortgage Loans

Range of WACs (per annum percentages)	8.50% to 9.50%
Range of WARMs	241 months to 360 months
Approximate Weighted Average WARM	355 months
Approximate Weighted Average WALA	5 months

Final Data Statement

Following the issuance of the Certificates, Fannie Mae will prepare a Final Data Statement setting forth among other things (a) with respect to the MBS, the Pool number, the current WAC (or original WAC, if the current WAC is not available) and the current WAM (or Adjusted WAM, if the

current WAM is not available) of the Mortgage Loans underlying such MBS along with the weighted average of all the current or original WACs and the weighted average of all the current or Adjusted WAMs, based on the current unpaid principal balances of the Mortgage Loans underlying the MBS as of the Issue Date and (b) with respect to each of the Group 2 and Group 3 GNMA Certificates, among other things, the Pool number, the original unpaid principal balance, the unpaid principal balance as of the Issue Date, and the remaining term to maturity of the latest maturing Mortgage Loan underlying each GNMA Certificate as of the Issue Date. The Final Data Statement will not accompany this Prospectus Supplement 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.

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	A, B, D, E, PA, PJ, PB, PC, PD, PE, PG, PH, PI, G, H, J, L, Z, ZA, LL, K, M, O and N
Accrual	Z and ZA
Floating Rate	F
Inverse Floating Rate	S
Interest Only	PI, S and O
No Payment Residual	R and 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 or described 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 (except with respect to the Accrual Classes) in the month after the Settlement Date. Interest to be distributed or, in the case of the Accrual Classes, added to principal 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>
F and S Classes	One month period beginning on the 20th day of the month preceding the month of the Distribution Date and ending on the 19th day of the month of the Distribution Date
All Fixed Rate Classes (the “Delay Classes”)	Calendar month preceding the month in which the Distribution Date occurs

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

Accrual Classes. The Z and ZA Classes are Accrual Classes. Interest will accrue on the Accrual Classes at the applicable per annum rates set forth on the cover hereof; however, such interest will not be distributed thereon for so long as such respective Classes remain outstanding. Interest so accrued

and unpaid on any Accrual Class will be added as principal to the principal balance thereof on each Distribution Date. Distributions of principal of each Accrual Class will be made as described herein.

Notional Classes. The PI, S and O Classes will be Notional Classes. The Notional Classes will not have principal balances and will bear interest at the applicable per annum interest rates set forth on the cover or described herein during each Interest Accrual Period on their respective notional principal balances.

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

<u>Classes</u>	
PI	6.66666667% of the PA Class 6.66666667% of the PB Class 20% of the PC Class 20% of the PD Class 20% of the PE Class 20% of the PG Class 20% of the PH Class
S	100% of the F Class
O	100% of the LL Class

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 related MBS or 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 initial interest rates determined as described 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>
F	6.1875%	9.00%	0.50%	LIBOR + 50 basis points
S	2.8125%	8.50%	0.00%	8.50% – LIBOR

The yields with respect to such Classes will be affected by changes in the 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 or rates of interest for the applicable Class or 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 balance of the F Class and the notional principal balance of the S Class 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*.”

Distributions of Principal

Categories of Classes

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

<u>Principal Type*</u>	<u>Classes</u>
Group 1 Classes	
Sequential Pay	A, B, D and E
Group 2 Classes	
PAC	PA, PJ, PB, PC, PD, PE, PG, PH, G and H
Notional	PI
Accretion Directed	J, L and Z
Support	J, L, Z and ZA
Group 3 Classes	
Sequential Pay	LL, F, K, M and N
Notional	S and O
No Payment Residual	R and RL

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

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 aggregate distributions of principal to be made on the MBS in the month of such Distribution Date (the “Group 1 Principal Distribution Amount”), (ii) the aggregate amount distributable as principal of the Group 2 GNMA Certificates in such month calculated as described in the immediately following paragraph (the “Group 2 Cash Flow Distribution Amount”) and any interest accrued and added on such Distribution Date to the principal balances of the Z and ZA Classes (the “Group 2 Accrual Amount” and together with the Group 2 Cash Flow Distribution Amount, the “Group 2 Principal Distribution Amount”) and (iii) the aggregate amount distributable as principal of the Group 3 GNMA Certificates in such month calculated as described in the immediately following paragraph (the “Group 3 Principal Distribution Amount”).

On or about the seventh business day of each month, in the case of the Group 2 GNMA Certificates and on or about the eighth business day of each month, in the case of the Group 3 GNMA Certificates, Fannie Mae will aggregate the amount of principal reported to be receivable on the GNMA Certificates during such month on the basis of published GNMA factors for such month. For any GNMA Certificate for which a factor is not available at such time, Fannie Mae will calculate the amount of scheduled payments of principal distributable in respect of such GNMA Certificates during such month on the basis of the assumed amortization schedules of the related Mortgage Loans. The amortization schedules will be prepared on the assumption that: (i) each of the Mortgage Loans underlying a single GNMA Certificate amortizes on a level installment basis, had an original term to maturity of 360 months, and has a remaining term to maturity equal to the remaining term to maturity of the latest maturing Mortgage Loan underlying such GNMA Certificate at the origination of such GNMA Certificate, adjusted to the Issue Date; (ii) each Mortgage Loan underlying a Group 2 GNMA Certificate bears an interest rate of 8.00% per annum and (iii) each Mortgage Loan underlying a Group 3 GNMA Certificate bears an interest rate of 9.50% per annum. All such amounts, whether reported in GNMA factors or calculated by Fannie Mae, will be reflected in the REMIC Trust Factors for the Distribution Date in such month and will be distributed to Holders of Certificates of the Group 2 and Group 3 Classes on such Distribution Date, whether or not received. There will also be reflected in such REMIC Trust Factors and distributable as principal on such Distribution Date the excess of (a) the distributions of principal of the GNMA Certificates received during the month prior

to the month of such Distribution Date over (b) the amount of principal calculated and distributable previously in accordance with the GNMA factors and the assumed distribution schedules specified above.

Group 1 Principal Distribution Amount

On each Distribution Date, the Group 1 Principal Distribution Amount will be distributed as principal of the Group 1 Classes in the following order of priority:

- (i) the Priority I Percentage (described below) of the Basic Principal Amount (described below), sequentially, to the A and B Classes, in that order, until the respective principal balances thereof are reduced to zero;
- (ii) the Priority II Percentage (described below) of the Basic Principal Amount, sequentially, to the D and E Classes, in that order, until the respective principal balances thereof are reduced to zero;
- (iii) the Priority II Percentage of the Designated Prepayment Amount (described below), sequentially, to the D and E Classes, in that order, until the respective principal balances thereof are reduced to zero; and
- (iv) the remaining amount, sequentially, to the A, B, D and E Classes, in that order, until the respective principal balances thereof are reduced to zero.

The “Priority I Percentage” for any Distribution Date will be calculated by dividing (x) the aggregate outstanding principal balance of the A and B Classes by (y) the aggregate outstanding principal balance of all Group 1 Classes, in each case immediately prior to such Distribution Date.

The “Priority II Percentage” for any Distribution Date will be calculated by dividing (x) the aggregate outstanding principal balance of the D and E Classes by (y) the aggregate outstanding principal balance of all Group 1 Classes, in each case immediately prior to such Distribution Date.

The “Basic Principal Amount” for any Distribution Date is the portion of the Group 1 Principal Distribution Amount consisting of scheduled payments of principal assumed to be received on the underlying Mortgage Loans during the one-month period ending on the first day of the month of such Distribution Date. For this purpose, the scheduled payments of principal assumed to be received on the underlying Mortgage Loans during any such one-month period will be calculated by Fannie Mae on the basis of the interest rates and remaining terms to maturity of such Mortgage Loans. All such amounts calculated by Fannie Mae shall (in the absence of manifest error) be final and binding.

The “Designated Prepayment Amount” for any Distribution Date is equal to the Designated Percentage of the excess of (x) the Group 1 Principal Distribution Amount over (y) the Basic Principal Amount. The “Designated Percentage” for any Distribution Date is as specified below:

<u>Distribution Date</u>	<u>Designated Percentage</u>
June 1997 through May 2002	0%
June 2002 through May 2003	30%
June 2003 through May 2004	40%
June 2004 through May 2005	60%
June 2005 through May 2006	80%
June 2006 and thereafter	100%

Group 2 Principal Distribution Amount

Group 2 Accrual Amount

On each Distribution Date, the Group 2 Accrual Amount, if any, will be distributed, sequentially, as principal of the J, L and Z Classes, in that order, until the principal balances thereof are reduced to zero, and thereafter to the ZA Class.

} Accretion
Directed
and
Accrual
Classes

Group 2 Cash Flow Distribution Amount

On each Distribution Date, the Group 2 Cash Flow Distribution Amount will be distributed as principal of the Group 2 Classes in the following order of priority:

(i) concurrently, to the PA and PJ Classes, in proportion to their original principal balances (or 69.4488573873% and 30.5511426127%, respectively), until the principal balances thereof are reduced to their respective Planned Balances for such Distribution Date;

(ii) sequentially, to the PB, PC, PD, PE, PG and PH Classes, in that order, until the principal balances thereof are reduced to their respective Planned Balances for such Distribution Date;

(iii) sequentially, to the G and H Classes, in that order, until the principal balances thereof are reduced to their respective Planned Balances for such Distribution Date;

(iv) sequentially, to the J, L, Z and ZA Classes, in that order, until the respective principal balances thereof are reduced to zero;

(v) sequentially, to the G and H Classes, in that order, without regard to their Planned Balances and until the respective principal balances thereof are reduced to zero;

(vi) concurrently, to the PA and PJ Classes, in proportion to their original principal balances, without regard to their Planned Balances and until the respective principal balances thereof are reduced to zero; and

(vii) sequentially, to the PB, PC, PD, PE, PG and PH Classes, in that order, without regard to their Planned Balances and until the respective principal balances thereof are reduced to zero.

} PAC
Classes

} Support
Classes

} PAC
Classes

Group 3 Principal Distribution Amount

On each Distribution Date, the Group 3 Principal Distribution Amount will be distributed as principal of the Group 3 Classes in the following order of priority:

Commencing in June 2000, on each Distribution Date, to the LL Class, an amount equal to the lesser of \$25,000 and the Group 3 Principal Distribution Amount, until the principal balance thereof is reduced to zero.

Commencing in June 1997, on each Distribution Date, the excess of the Group 3 Principal Distribution Amount over the amount distributed pursuant to the immediately preceding paragraph will be distributed as follows:

(i) concurrently, to the F and K Classes, in the proportions of 33.3333333333% and 66.6666666667%, respectively, until the principal balance of the K Class is reduced to zero;

(ii) concurrently, to the F and M Classes, in the proportions of 60% and 40%, respectively, until the principal balances thereof are reduced to zero; and

(iii) sequentially, to the LL and N Classes, in that order, until the respective principal balances thereof are reduced to zero.

Sequential
Pay
Classes

Structuring Assumptions

Pricing Assumptions. Unless otherwise specified, the information in the tables in this Prospectus Supplement has been prepared on the basis of the following assumptions (collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the MBS have original terms to maturity of 360 months, remaining terms to maturity of 357 months, CAGEs of 2 months and interest rates of 7.60% per annum;
- the Mortgage Loans underlying the Group 2 GNMA Certificates have original terms to maturity of 360 months, remaining terms to maturity of 335 months, WALAs of 20 months and interest rates of 8.00% per annum;
- the Mortgage Loans underlying the Group 3 GNMA Certificates have original terms to maturity of 360 months, remaining terms to maturity of 355 months, WALAs of 5 months and interest rates of 8.75% per annum;
- 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 with respect to the Mortgage Loans 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 Ranges. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the Mortgage Loans underlying the Group 2 GNMA Certificates prepay at a *constant* PSA rate within the Structuring Ranges set forth below.

Principal Balance Schedule References	Related Classes	Structuring Ranges
Planned Balances	PA, PJ, PB, PC, PD, PE, PG and PH	Between 75% and 250%
Planned Balances	G and H	Between 100% and 200%

There is no assurance that the balance of any Class listed above will conform on any Distribution Date to the applicable balance specified for such Distribution Date in the Principal Balance Schedules herein, or that distributions of principal of such Class 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 any such Class to its scheduled balance will be distributed or allocated, the ability to so reduce such Class will not be enhanced by the averaging of high and low principal payments from month to month. In addition, even if prepayments occur on the related Mortgage Loans at rates falling within the applicable Structuring Ranges specified above, principal distributions may be insufficient to reduce the applicable Classes 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 (which may include recently originated Mortgage Loans), the Classes specified above may not be reduced to their scheduled balances, even if prepayments occur at a *constant* rate within the applicable Structuring Ranges specified above.

Initial Effective Ranges. The Effective Range for a Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce such Class 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 related Mortgage Loans specified in the Pricing Assumptions.

Related Classes	Initial Effective Ranges
PA	Between 75% and 489%
PJ	Between 75% and 489%
PB	Between 75% and 283%
PC	Between 75% and 257%
PD	Between 75% and 250%
PE	Between 75% and 250%
PG	Between 63% and 250%
PH	Between 44% and 250%
G	Between 100% and 200%
H	Between 99% and 200%

The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans 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 Classes 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 Classes to their scheduled balances if such prepayments do not occur at a *constant* PSA rate. It is highly unlikely that the Mortgage Loans will prepay at any *constant* PSA rate. In general, the actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time. The stability in principal payment of the PAC Classes will be supported in part by the Support Classes. When the Support Classes are retired, any outstanding PAC Classes may no longer have Effective Ranges and will be more sensitive to prepayments.

Principal Balance Schedules

<u>Distribution Date</u>	<u>PA Class Planned Balance</u>	<u>PJ Class Planned Balance</u>	<u>PB Class Planned Balance</u>	<u>PC Class Planned Balance</u>	<u>PD Class Planned Balance</u>
Initial Balance	\$17,049,000.00	\$7,500,000.00	\$38,722,000.00	\$19,575,000.00	\$23,226,000.00
June 1997	16,446,929.94	7,235,144.26	38,722,000.00	19,575,000.00	23,226,000.00
July 1997	15,823,510.86	6,960,896.91	38,722,000.00	19,575,000.00	23,226,000.00
August 1997	15,179,071.55	6,677,402.58	38,722,000.00	19,575,000.00	23,226,000.00
September 1997	14,513,821.74	6,384,753.54	38,722,000.00	19,575,000.00	23,226,000.00
October 1997	13,827,979.15	6,083,045.55	38,722,000.00	19,575,000.00	23,226,000.00
November 1997	13,121,769.33	5,772,377.85	38,722,000.00	19,575,000.00	23,226,000.00
December 1997	12,395,425.54	5,452,853.04	38,722,000.00	19,575,000.00	23,226,000.00
January 1998	11,649,188.65	5,124,577.09	38,722,000.00	19,575,000.00	23,226,000.00
February 1998	10,883,307.00	4,787,659.24	38,722,000.00	19,575,000.00	23,226,000.00
March 1998	10,098,036.24	4,442,211.96	38,722,000.00	19,575,000.00	23,226,000.00
April 1998	9,315,368.01	4,097,909.56	38,722,000.00	19,575,000.00	23,226,000.00
May 1998	8,535,291.20	3,754,747.14	38,722,000.00	19,575,000.00	23,226,000.00
June 1998	7,757,794.75	3,412,719.84	38,722,000.00	19,575,000.00	23,226,000.00
July 1998	6,982,867.63	3,071,822.82	38,722,000.00	19,575,000.00	23,226,000.00
August 1998	6,210,498.86	2,732,051.23	38,722,000.00	19,575,000.00	23,226,000.00
September 1998	5,440,677.48	2,393,400.26	38,722,000.00	19,575,000.00	23,226,000.00
October 1998	4,673,392.59	2,055,865.12	38,722,000.00	19,575,000.00	23,226,000.00
November 1998	3,908,633.31	1,719,441.01	38,722,000.00	19,575,000.00	23,226,000.00
December 1998	3,146,388.81	1,384,123.18	38,722,000.00	19,575,000.00	23,226,000.00
January 1999	2,386,648.31	1,049,906.87	38,722,000.00	19,575,000.00	23,226,000.00
February 1999	1,629,401.03	716,787.36	38,722,000.00	19,575,000.00	23,226,000.00
March 1999	874,636.27	384,759.93	38,722,000.00	19,575,000.00	23,226,000.00
April 1999	122,343.33	53,819.87	38,722,000.00	19,575,000.00	23,226,000.00
May 1999	0.00	0.00	37,818,474.11	19,575,000.00	23,226,000.00
June 1999	0.00	0.00	36,742,313.62	19,575,000.00	23,226,000.00
July 1999	0.00	0.00	35,669,666.53	19,575,000.00	23,226,000.00
August 1999	0.00	0.00	34,600,517.67	19,575,000.00	23,226,000.00
September 1999	0.00	0.00	33,534,851.94	19,575,000.00	23,226,000.00
October 1999	0.00	0.00	32,472,654.27	19,575,000.00	23,226,000.00
November 1999	0.00	0.00	31,413,909.65	19,575,000.00	23,226,000.00
December 1999	0.00	0.00	30,358,603.15	19,575,000.00	23,226,000.00
January 2000	0.00	0.00	29,306,719.85	19,575,000.00	23,226,000.00
February 2000	0.00	0.00	28,258,244.90	19,575,000.00	23,226,000.00
March 2000	0.00	0.00	27,213,163.53	19,575,000.00	23,226,000.00
April 2000	0.00	0.00	26,171,460.96	19,575,000.00	23,226,000.00
May 2000	0.00	0.00	25,133,122.53	19,575,000.00	23,226,000.00
June 2000	0.00	0.00	24,098,133.58	19,575,000.00	23,226,000.00
July 2000	0.00	0.00	23,066,479.53	19,575,000.00	23,226,000.00
August 2000	0.00	0.00	22,038,145.83	19,575,000.00	23,226,000.00
September 2000	0.00	0.00	21,013,117.99	19,575,000.00	23,226,000.00
October 2000	0.00	0.00	19,991,381.59	19,575,000.00	23,226,000.00
November 2000	0.00	0.00	18,972,922.23	19,575,000.00	23,226,000.00
December 2000	0.00	0.00	17,957,725.57	19,575,000.00	23,226,000.00
January 2001	0.00	0.00	16,945,777.33	19,575,000.00	23,226,000.00

<u>Distribution Date</u>	<u>PA Class Planned Balance</u>	<u>PJ Class Planned Balance</u>	<u>PB Class Planned Balance</u>	<u>PC Class Planned Balance</u>	<u>PD Class Planned Balance</u>
February 2001	\$ 0.00	\$ 0.00	\$15,937,063.26	\$19,575,000.00	\$23,226,000.00
March 2001	0.00	0.00	14,931,569.19	19,575,000.00	23,226,000.00
April 2001	0.00	0.00	13,929,280.97	19,575,000.00	23,226,000.00
May 2001	0.00	0.00	12,930,184.50	19,575,000.00	23,226,000.00
June 2001	0.00	0.00	11,934,265.76	19,575,000.00	23,226,000.00
July 2001	0.00	0.00	10,941,510.74	19,575,000.00	23,226,000.00
August 2001	0.00	0.00	9,951,905.50	19,575,000.00	23,226,000.00
September 2001	0.00	0.00	8,965,436.15	19,575,000.00	23,226,000.00
October 2001	0.00	0.00	7,982,088.84	19,575,000.00	23,226,000.00
November 2001	0.00	0.00	7,001,849.76	19,575,000.00	23,226,000.00
December 2001	0.00	0.00	6,024,705.17	19,575,000.00	23,226,000.00
January 2002	0.00	0.00	5,050,641.36	19,575,000.00	23,226,000.00
February 2002	0.00	0.00	4,079,644.68	19,575,000.00	23,226,000.00
March 2002	0.00	0.00	3,111,701.51	19,575,000.00	23,226,000.00
April 2002	0.00	0.00	2,146,798.28	19,575,000.00	23,226,000.00
May 2002	0.00	0.00	1,184,921.49	19,575,000.00	23,226,000.00
June 2002	0.00	0.00	226,057.66	19,575,000.00	23,226,000.00
July 2002	0.00	0.00	0.00	18,845,193.37	23,226,000.00
August 2002	0.00	0.00	0.00	17,892,315.23	23,226,000.00
September 2002	0.00	0.00	0.00	16,942,409.93	23,226,000.00
October 2002	0.00	0.00	0.00	15,995,464.16	23,226,000.00
November 2002	0.00	0.00	0.00	15,051,464.69	23,226,000.00
December 2002	0.00	0.00	0.00	14,110,398.33	23,226,000.00
January 2003	0.00	0.00	0.00	13,172,251.92	23,226,000.00
February 2003	0.00	0.00	0.00	12,237,012.36	23,226,000.00
March 2003	0.00	0.00	0.00	11,304,666.59	23,226,000.00
April 2003	0.00	0.00	0.00	10,375,201.59	23,226,000.00
May 2003	0.00	0.00	0.00	9,448,604.38	23,226,000.00
June 2003	0.00	0.00	0.00	8,524,862.06	23,226,000.00
July 2003	0.00	0.00	0.00	7,603,961.72	23,226,000.00
August 2003	0.00	0.00	0.00	6,685,890.53	23,226,000.00
September 2003	0.00	0.00	0.00	5,770,635.69	23,226,000.00
October 2003	0.00	0.00	0.00	4,858,184.45	23,226,000.00
November 2003	0.00	0.00	0.00	3,948,524.11	23,226,000.00
December 2003	0.00	0.00	0.00	3,041,642.00	23,226,000.00
January 2004	0.00	0.00	0.00	2,137,525.48	23,226,000.00
February 2004	0.00	0.00	0.00	1,236,161.99	23,226,000.00
March 2004	0.00	0.00	0.00	337,538.99	23,226,000.00
April 2004	0.00	0.00	0.00	0.00	22,667,643.98
May 2004	0.00	0.00	0.00	0.00	21,774,464.50
June 2004	0.00	0.00	0.00	0.00	20,883,988.15
July 2004	0.00	0.00	0.00	0.00	19,996,202.56
August 2004	0.00	0.00	0.00	0.00	19,111,095.40
September 2004	0.00	0.00	0.00	0.00	18,228,654.38
October 2004	0.00	0.00	0.00	0.00	17,348,867.27

<u>Distribution Date</u>	<u>PA Class Planned Balance</u>	<u>PJ Class Planned Balance</u>	<u>PB Class Planned Balance</u>	<u>PC Class Planned Balance</u>	<u>PD Class Planned Balance</u>
November 2004	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$16,471,721.85
December 2004	0.00	0.00	0.00	0.00	15,597,205.96
January 2005	0.00	0.00	0.00	0.00	14,725,307.48
February 2005	0.00	0.00	0.00	0.00	13,856,014.34
March 2005	0.00	0.00	0.00	0.00	12,989,314.49
April 2005	0.00	0.00	0.00	0.00	12,125,195.93
May 2005	0.00	0.00	0.00	0.00	11,263,646.70
June 2005	0.00	0.00	0.00	0.00	10,404,654.89
July 2005	0.00	0.00	0.00	0.00	9,548,208.60
August 2005	0.00	0.00	0.00	0.00	8,694,296.01
September 2005	0.00	0.00	0.00	0.00	7,842,905.30
October 2005	0.00	0.00	0.00	0.00	6,994,024.72
November 2005	0.00	0.00	0.00	0.00	6,147,642.55
December 2005	0.00	0.00	0.00	0.00	5,303,747.10
January 2006	0.00	0.00	0.00	0.00	4,462,326.73
February 2006	0.00	0.00	0.00	0.00	3,624,070.55
March 2006	0.00	0.00	0.00	0.00	2,797,772.84
April 2006	0.00	0.00	0.00	0.00	1,983,268.04
May 2006	0.00	0.00	0.00	0.00	1,180,392.84
June 2006	0.00	0.00	0.00	0.00	388,986.20
July 2006 and thereafter	0.00	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
Initial Balance	\$27,943,000.00	\$12,062,000.00	\$10,470,000.00	\$20,815,000.00	\$16,826,000.00
June 1997	27,943,000.00	12,062,000.00	10,470,000.00	20,589,168.43	16,826,000.00
July 1997	27,943,000.00	12,062,000.00	10,470,000.00	20,353,648.09	16,826,000.00
August 1997	27,943,000.00	12,062,000.00	10,470,000.00	20,109,011.24	16,826,000.00
September 1997	27,943,000.00	12,062,000.00	10,470,000.00	19,855,462.44	16,826,000.00
October 1997	27,943,000.00	12,062,000.00	10,470,000.00	19,593,214.43	16,826,000.00
November 1997	27,943,000.00	12,062,000.00	10,470,000.00	19,322,487.85	16,826,000.00
December 1997	27,943,000.00	12,062,000.00	10,470,000.00	19,043,511.10	16,826,000.00
January 1998	27,943,000.00	12,062,000.00	10,470,000.00	18,756,520.06	16,826,000.00
February 1998	27,943,000.00	12,062,000.00	10,470,000.00	18,461,757.87	16,826,000.00
March 1998	27,943,000.00	12,062,000.00	10,470,000.00	18,159,474.69	16,826,000.00
April 1998	27,943,000.00	12,062,000.00	10,470,000.00	17,860,508.72	16,826,000.00
May 1998	27,943,000.00	12,062,000.00	10,470,000.00	17,564,839.14	16,826,000.00
June 1998	27,943,000.00	12,062,000.00	10,470,000.00	17,272,445.30	16,826,000.00
July 1998	27,943,000.00	12,062,000.00	10,470,000.00	16,983,306.67	16,826,000.00
August 1998	27,943,000.00	12,062,000.00	10,470,000.00	16,697,402.83	16,826,000.00
September 1998	27,943,000.00	12,062,000.00	10,470,000.00	16,414,713.51	16,826,000.00
October 1998	27,943,000.00	12,062,000.00	10,470,000.00	16,135,218.56	16,826,000.00
November 1998	27,943,000.00	12,062,000.00	10,470,000.00	15,858,897.98	16,826,000.00
December 1998	27,943,000.00	12,062,000.00	10,470,000.00	15,585,731.85	16,826,000.00
January 1999	27,943,000.00	12,062,000.00	10,470,000.00	15,315,700.44	16,826,000.00
February 1999	27,943,000.00	12,062,000.00	10,470,000.00	15,048,784.09	16,826,000.00
March 1999	27,943,000.00	12,062,000.00	10,470,000.00	14,784,963.29	16,826,000.00
April 1999	27,943,000.00	12,062,000.00	10,470,000.00	14,524,218.66	16,826,000.00
May 1999	27,943,000.00	12,062,000.00	10,470,000.00	14,266,530.93	16,826,000.00
June 1999	27,943,000.00	12,062,000.00	10,470,000.00	14,011,880.97	16,826,000.00
July 1999	27,943,000.00	12,062,000.00	10,470,000.00	13,760,249.75	16,826,000.00
August 1999	27,943,000.00	12,062,000.00	10,470,000.00	13,511,618.38	16,826,000.00
September 1999	27,943,000.00	12,062,000.00	10,470,000.00	13,265,968.08	16,826,000.00
October 1999	27,943,000.00	12,062,000.00	10,470,000.00	13,023,280.20	16,826,000.00
November 1999	27,943,000.00	12,062,000.00	10,470,000.00	12,783,536.22	16,826,000.00
December 1999	27,943,000.00	12,062,000.00	10,470,000.00	12,546,717.70	16,826,000.00
January 2000	27,943,000.00	12,062,000.00	10,470,000.00	12,312,806.36	16,826,000.00
February 2000	27,943,000.00	12,062,000.00	10,470,000.00	12,081,784.01	16,826,000.00
March 2000	27,943,000.00	12,062,000.00	10,470,000.00	11,853,632.60	16,826,000.00
April 2000	27,943,000.00	12,062,000.00	10,470,000.00	11,628,334.18	16,826,000.00
May 2000	27,943,000.00	12,062,000.00	10,470,000.00	11,405,870.93	16,826,000.00
June 2000	27,943,000.00	12,062,000.00	10,470,000.00	11,186,225.12	16,826,000.00
July 2000	27,943,000.00	12,062,000.00	10,470,000.00	10,969,379.15	16,826,000.00
August 2000	27,943,000.00	12,062,000.00	10,470,000.00	10,755,315.56	16,826,000.00
September 2000	27,943,000.00	12,062,000.00	10,470,000.00	10,544,016.95	16,826,000.00
October 2000	27,943,000.00	12,062,000.00	10,470,000.00	10,335,466.07	16,826,000.00
November 2000	27,943,000.00	12,062,000.00	10,470,000.00	10,129,645.78	16,826,000.00
December 2000	27,943,000.00	12,062,000.00	10,470,000.00	9,926,539.04	16,826,000.00
January 2001	27,943,000.00	12,062,000.00	10,470,000.00	9,726,128.92	16,826,000.00
February 2001	27,943,000.00	12,062,000.00	10,470,000.00	9,528,398.60	16,826,000.00
March 2001	27,943,000.00	12,062,000.00	10,470,000.00	9,333,331.39	16,826,000.00
April 2001	27,943,000.00	12,062,000.00	10,470,000.00	9,140,910.69	16,826,000.00
May 2001	27,943,000.00	12,062,000.00	10,470,000.00	8,951,120.00	16,826,000.00
June 2001	27,943,000.00	12,062,000.00	10,470,000.00	8,763,942.95	16,826,000.00
July 2001	27,943,000.00	12,062,000.00	10,470,000.00	8,579,363.27	16,826,000.00
August 2001	27,943,000.00	12,062,000.00	10,470,000.00	8,397,364.78	16,826,000.00

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
September 2001.....	\$27,943,000.00	\$12,062,000.00	\$10,470,000.00	\$ 8,217,931.42	\$16,826,000.00
October 2001	27,943,000.00	12,062,000.00	10,470,000.00	8,041,047.25	16,826,000.00
November 2001	27,943,000.00	12,062,000.00	10,470,000.00	7,866,696.40	16,826,000.00
December 2001	27,943,000.00	12,062,000.00	10,470,000.00	7,694,863.13	16,826,000.00
January 2002	27,943,000.00	12,062,000.00	10,470,000.00	7,525,531.80	16,826,000.00
February 2002	27,943,000.00	12,062,000.00	10,470,000.00	7,358,686.87	16,826,000.00
March 2002	27,943,000.00	12,062,000.00	10,470,000.00	7,194,312.90	16,826,000.00
April 2002.....	27,943,000.00	12,062,000.00	10,470,000.00	7,032,394.55	16,826,000.00
May 2002	27,943,000.00	12,062,000.00	10,470,000.00	6,872,916.58	16,826,000.00
June 2002	27,943,000.00	12,062,000.00	10,470,000.00	6,715,863.87	16,826,000.00
July 2002	27,943,000.00	12,062,000.00	10,470,000.00	6,561,221.37	16,826,000.00
August 2002	27,943,000.00	12,062,000.00	10,470,000.00	6,408,974.16	16,826,000.00
September 2002.....	27,943,000.00	12,062,000.00	10,470,000.00	6,259,107.39	16,826,000.00
October 2002	27,943,000.00	12,062,000.00	10,470,000.00	6,111,606.33	16,826,000.00
November 2002	27,943,000.00	12,062,000.00	10,470,000.00	5,966,456.35	16,826,000.00
December 2002	27,943,000.00	12,062,000.00	10,470,000.00	5,823,642.88	16,826,000.00
January 2003	27,943,000.00	12,062,000.00	10,470,000.00	5,683,151.50	16,826,000.00
February 2003	27,943,000.00	12,062,000.00	10,470,000.00	5,544,967.86	16,826,000.00
March 2003	27,943,000.00	12,062,000.00	10,470,000.00	5,409,077.69	16,826,000.00
April 2003.....	27,943,000.00	12,062,000.00	10,470,000.00	5,275,466.83	16,826,000.00
May 2003	27,943,000.00	12,062,000.00	10,470,000.00	5,144,121.24	16,826,000.00
June 2003	27,943,000.00	12,062,000.00	10,470,000.00	5,015,026.93	16,826,000.00
July 2003	27,943,000.00	12,062,000.00	10,470,000.00	4,888,170.03	16,826,000.00
August 2003	27,943,000.00	12,062,000.00	10,470,000.00	4,763,536.75	16,826,000.00
September 2003.....	27,943,000.00	12,062,000.00	10,470,000.00	4,641,113.41	16,826,000.00
October 2003	27,943,000.00	12,062,000.00	10,470,000.00	4,520,886.40	16,826,000.00
November 2003	27,943,000.00	12,062,000.00	10,470,000.00	4,402,842.22	16,826,000.00
December 2003	27,943,000.00	12,062,000.00	10,470,000.00	4,286,967.46	16,826,000.00
January 2004	27,943,000.00	12,062,000.00	10,470,000.00	4,173,248.78	16,826,000.00
February 2004	27,943,000.00	12,062,000.00	10,470,000.00	4,061,672.95	16,826,000.00
March 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,952,226.83	16,826,000.00
April 2004.....	27,943,000.00	12,062,000.00	10,470,000.00	3,844,897.35	16,826,000.00
May 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,739,671.54	16,826,000.00
June 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,636,536.54	16,826,000.00
July 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,535,479.53	16,826,000.00
August 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,436,487.82	16,826,000.00
September 2004.....	27,943,000.00	12,062,000.00	10,470,000.00	3,339,548.78	16,826,000.00
October 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,244,649.88	16,826,000.00
November 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,151,778.67	16,826,000.00
December 2004	27,943,000.00	12,062,000.00	10,470,000.00	3,060,922.79	16,826,000.00
January 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,972,069.96	16,826,000.00
February 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,885,207.98	16,826,000.00
March 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,800,324.74	16,826,000.00
April 2005.....	27,943,000.00	12,062,000.00	10,470,000.00	2,717,408.21	16,826,000.00
May 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,636,446.44	16,826,000.00
June 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,557,427.58	16,826,000.00
July 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,480,339.84	16,826,000.00
August 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,405,171.52	16,826,000.00
September 2005.....	27,943,000.00	12,062,000.00	10,470,000.00	2,331,911.01	16,826,000.00
October 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,260,546.75	16,826,000.00
November 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,191,067.29	16,826,000.00
December 2005	27,943,000.00	12,062,000.00	10,470,000.00	2,123,461.26	16,826,000.00

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
January 2006	\$27,943,000.00	\$12,062,000.00	\$10,470,000.00	\$ 2,057,717.34	\$16,826,000.00
February 2006	27,943,000.00	12,062,000.00	10,470,000.00	1,993,123.60	16,826,000.00
March 2006	27,943,000.00	12,062,000.00	10,470,000.00	1,920,863.05	16,826,000.00
April 2006	27,943,000.00	12,062,000.00	10,470,000.00	1,841,078.66	16,826,000.00
May 2006	27,943,000.00	12,062,000.00	10,470,000.00	1,758,110.08	16,826,000.00
June 2006	27,943,000.00	12,062,000.00	10,470,000.00	1,673,588.33	16,826,000.00
July 2006	27,551,889.23	12,062,000.00	10,470,000.00	1,587,565.10	16,826,000.00
August 2006	26,782,945.23	12,062,000.00	10,470,000.00	1,500,091.04	16,826,000.00
September 2006	26,024,999.65	12,062,000.00	10,470,000.00	1,411,215.82	16,826,000.00
October 2006	25,277,900.03	12,062,000.00	10,470,000.00	1,320,988.11	16,826,000.00
November 2006	24,541,496.01	12,062,000.00	10,470,000.00	1,229,455.58	16,826,000.00
December 2006	23,815,639.27	12,062,000.00	10,470,000.00	1,136,664.99	16,826,000.00
January 2007	23,100,183.52	12,062,000.00	10,470,000.00	1,042,662.12	16,826,000.00
February 2007	22,394,984.47	12,062,000.00	10,470,000.00	947,491.84	16,826,000.00
March 2007	21,699,899.80	12,062,000.00	10,470,000.00	851,198.11	16,826,000.00
April 2007	21,014,789.13	12,062,000.00	10,470,000.00	753,824.00	16,826,000.00
May 2007	20,339,514.00	12,062,000.00	10,470,000.00	655,411.69	16,826,000.00
June 2007	19,673,937.85	12,062,000.00	10,470,000.00	556,002.51	16,826,000.00
July 2007	19,017,925.98	12,062,000.00	10,470,000.00	455,636.94	16,826,000.00
August 2007	18,371,345.53	12,062,000.00	10,470,000.00	354,354.61	16,826,000.00
September 2007	17,734,065.46	12,062,000.00	10,470,000.00	252,194.33	16,826,000.00
October 2007	17,105,956.51	12,062,000.00	10,470,000.00	149,194.14	16,826,000.00
November 2007	16,486,891.21	12,062,000.00	10,470,000.00	45,391.24	16,826,000.00
December 2007	15,876,743.81	12,062,000.00	10,470,000.00	0.00	16,766,822.07
January 2008	15,275,390.28	12,062,000.00	10,470,000.00	0.00	16,661,522.32
February 2008	14,682,708.31	12,062,000.00	10,470,000.00	0.00	16,555,526.91
March 2008	14,098,577.25	12,062,000.00	10,470,000.00	0.00	16,448,870.02
April 2008	13,522,878.09	12,062,000.00	10,470,000.00	0.00	16,341,585.11
May 2008	12,955,493.45	12,062,000.00	10,470,000.00	0.00	16,233,704.93
June 2008	12,396,307.58	12,062,000.00	10,470,000.00	0.00	16,125,261.52
July 2008	11,845,206.29	12,062,000.00	10,470,000.00	0.00	16,016,286.24
August 2008	11,302,076.95	12,062,000.00	10,470,000.00	0.00	15,906,809.75
September 2008	10,766,808.50	12,062,000.00	10,470,000.00	0.00	15,796,862.07
October 2008	10,239,291.37	12,062,000.00	10,470,000.00	0.00	15,686,472.57
November 2008	9,719,417.50	12,062,000.00	10,470,000.00	0.00	15,575,669.94
December 2008	9,207,080.32	12,062,000.00	10,470,000.00	0.00	15,464,482.28
January 2009	8,702,174.71	12,062,000.00	10,470,000.00	0.00	15,352,937.04
February 2009	8,204,596.99	12,062,000.00	10,470,000.00	0.00	15,241,061.09
March 2009	7,714,244.90	12,062,000.00	10,470,000.00	0.00	15,128,880.66
April 2009	7,231,017.57	12,062,000.00	10,470,000.00	0.00	15,016,421.45
May 2009	6,754,815.55	12,062,000.00	10,470,000.00	0.00	14,903,708.52
June 2009	6,285,540.70	12,062,000.00	10,470,000.00	0.00	14,790,766.40
July 2009	5,823,096.28	12,062,000.00	10,470,000.00	0.00	14,677,619.06
August 2009	5,367,386.82	12,062,000.00	10,470,000.00	0.00	14,564,289.91
September 2009	4,918,318.20	12,062,000.00	10,470,000.00	0.00	14,450,801.83
October 2009	4,475,797.58	12,062,000.00	10,470,000.00	0.00	14,337,177.17
November 2009	4,039,733.39	12,062,000.00	10,470,000.00	0.00	14,223,437.76
December 2009	3,610,035.31	12,062,000.00	10,470,000.00	0.00	14,109,604.92
January 2010	3,186,614.26	12,062,000.00	10,470,000.00	0.00	13,995,699.48
February 2010	2,769,382.40	12,062,000.00	10,470,000.00	0.00	13,881,741.76
March 2010	2,358,253.07	12,062,000.00	10,470,000.00	0.00	13,767,751.61
April 2010	1,953,140.82	12,062,000.00	10,470,000.00	0.00	13,653,748.41

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
May 2010	\$ 1,553,961.35	\$12,062,000.00	\$10,470,000.00	\$ 0.00	\$13,539,751.05
June 2010	1,160,631.55	12,062,000.00	10,470,000.00	0.00	13,425,778.00
July 2010	773,069.41	12,062,000.00	10,470,000.00	0.00	13,311,847.25
August 2010	391,194.08	12,062,000.00	10,470,000.00	0.00	13,197,976.37
September 2010.....	14,925.81	12,062,000.00	10,470,000.00	0.00	13,084,182.48
October 2010	0.00	11,706,185.93	10,470,000.00	0.00	12,970,482.29
November 2010	0.00	11,340,896.88	10,470,000.00	0.00	12,856,892.08
December 2010	0.00	10,980,982.13	10,470,000.00	0.00	12,743,427.73
January 2011	0.00	10,626,366.22	10,470,000.00	0.00	12,630,104.72
February 2011	0.00	10,276,974.74	10,470,000.00	0.00	12,516,938.14
March 2011	0.00	9,932,734.29	10,470,000.00	0.00	12,403,942.66
April 2011.....	0.00	9,593,572.46	10,470,000.00	0.00	12,291,132.62
May 2011	0.00	9,259,417.87	10,470,000.00	0.00	12,178,521.94
June 2011	0.00	8,930,200.09	10,470,000.00	0.00	12,066,124.21
July 2011	0.00	8,605,849.69	10,470,000.00	0.00	11,953,952.64
August 2011.....	0.00	8,286,298.16	10,470,000.00	0.00	11,842,020.09
September 2011.....	0.00	7,971,477.97	10,470,000.00	0.00	11,730,339.09
October 2011	0.00	7,661,322.48	10,470,000.00	0.00	11,618,921.80
November 2011	0.00	7,355,766.00	10,470,000.00	0.00	11,507,780.08
December 2011	0.00	7,054,743.72	10,470,000.00	0.00	11,396,925.44
January 2012	0.00	6,758,191.73	10,470,000.00	0.00	11,286,369.08
February 2012	0.00	6,466,047.02	10,470,000.00	0.00	11,176,121.88
March 2012	0.00	6,178,247.41	10,470,000.00	0.00	11,066,194.42
April 2012.....	0.00	5,894,731.61	10,470,000.00	0.00	10,956,596.96
May 2012	0.00	5,615,439.15	10,470,000.00	0.00	10,847,339.48
June 2012	0.00	5,340,310.41	10,470,000.00	0.00	10,738,431.66
July 2012	0.00	5,069,286.57	10,470,000.00	0.00	10,629,882.90
August 2012.....	0.00	4,802,309.65	10,470,000.00	0.00	10,521,702.31
September 2012.....	0.00	4,539,322.44	10,470,000.00	0.00	10,413,898.73
October 2012	0.00	4,280,268.55	10,470,000.00	0.00	10,306,480.74
November 2012	0.00	4,025,092.33	10,470,000.00	0.00	10,199,456.65
December 2012	0.00	3,773,738.93	10,470,000.00	0.00	10,092,834.49
January 2013	0.00	3,526,154.23	10,470,000.00	0.00	9,986,622.07
February 2013	0.00	3,282,284.89	10,470,000.00	0.00	9,880,826.92
March 2013	0.00	3,042,078.26	10,470,000.00	0.00	9,775,456.35
April 2013.....	0.00	2,805,482.46	10,470,000.00	0.00	9,670,517.41
May 2013	0.00	2,572,446.30	10,470,000.00	0.00	9,566,016.94
June 2013	0.00	2,342,919.31	10,470,000.00	0.00	9,461,961.51
July 2013	0.00	2,116,851.71	10,470,000.00	0.00	9,358,357.52
August 2013	0.00	1,894,194.40	10,470,000.00	0.00	9,255,211.09
September 2013.....	0.00	1,674,898.97	10,470,000.00	0.00	9,152,528.16
October 2013	0.00	1,458,917.68	10,470,000.00	0.00	9,050,314.45
November 2013	0.00	1,246,203.45	10,470,000.00	0.00	8,948,575.47
December 2013	0.00	1,036,709.83	10,470,000.00	0.00	8,847,316.53
January 2014	0.00	830,391.03	10,470,000.00	0.00	8,746,542.72
February 2014	0.00	627,201.90	10,470,000.00	0.00	8,646,258.96
March 2014	0.00	427,097.90	10,470,000.00	0.00	8,546,469.97
April 2014.....	0.00	230,035.10	10,470,000.00	0.00	8,447,180.27
May 2014	0.00	35,970.21	10,470,000.00	0.00	8,348,394.22
June 2014.....	0.00	0.00	10,314,860.49	0.00	8,250,115.97
July 2014	0.00	0.00	10,126,663.83	0.00	8,152,349.51
August 2014	0.00	0.00	9,941,338.70	0.00	8,055,098.66

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
September 2014.....	\$ 0.00	\$ 0.00	\$ 9,758,844.12	\$ 0.00	\$ 7,958,367.07
October 2014	0.00	0.00	9,579,139.71	0.00	7,862,158.21
November 2014	0.00	0.00	9,402,185.61	0.00	7,766,475.40
December 2014	0.00	0.00	9,227,942.55	0.00	7,671,321.80
January 2015	0.00	0.00	9,056,371.78	0.00	7,576,700.42
February 2015	0.00	0.00	8,887,435.10	0.00	7,482,614.09
March 2015	0.00	0.00	8,721,094.83	0.00	7,389,065.52
April 2015.....	0.00	0.00	8,557,313.83	0.00	7,296,057.27
May 2015	0.00	0.00	8,396,055.44	0.00	7,203,591.75
June 2015	0.00	0.00	8,237,283.54	0.00	7,111,671.22
July 2015	0.00	0.00	8,080,962.50	0.00	7,020,297.83
August 2015	0.00	0.00	7,927,057.19	0.00	6,929,473.58
September 2015.....	0.00	0.00	7,775,532.96	0.00	6,839,200.33
October 2015	0.00	0.00	7,626,355.64	0.00	6,749,479.83
November 2015	0.00	0.00	7,479,491.54	0.00	6,660,313.69
December 2015	0.00	0.00	7,334,907.44	0.00	6,571,703.41
January 2016	0.00	0.00	7,192,570.57	0.00	6,483,650.36
February 2016	0.00	0.00	7,052,448.62	0.00	6,396,155.80
March 2016	0.00	0.00	6,914,509.74	0.00	6,309,220.87
April 2016.....	0.00	0.00	6,778,722.50	0.00	6,222,846.60
May 2016	0.00	0.00	6,645,055.94	0.00	6,137,033.92
June 2016	0.00	0.00	6,513,479.50	0.00	6,051,783.63
July 2016	0.00	0.00	6,383,963.05	0.00	5,967,096.46
August 2016	0.00	0.00	6,256,476.89	0.00	5,882,972.99
September 2016.....	0.00	0.00	6,130,991.74	0.00	5,799,413.76
October 2016	0.00	0.00	6,007,478.70	0.00	5,716,419.15
November 2016	0.00	0.00	5,885,909.30	0.00	5,633,989.49
December 2016	0.00	0.00	5,766,255.44	0.00	5,552,125.01
January 2017	0.00	0.00	5,648,489.44	0.00	5,470,825.82
February 2017	0.00	0.00	5,532,583.99	0.00	5,390,091.99
March 2017	0.00	0.00	5,418,512.15	0.00	5,309,923.45
April 2017.....	0.00	0.00	5,306,247.38	0.00	5,230,320.09
May 2017	0.00	0.00	5,195,763.49	0.00	5,151,281.69
June 2017	0.00	0.00	5,087,034.67	0.00	5,072,807.96
July 2017	0.00	0.00	4,980,035.45	0.00	4,994,898.54
August 2017	0.00	0.00	4,874,740.74	0.00	4,917,552.97
September 2017.....	0.00	0.00	4,771,125.79	0.00	4,840,770.74
October 2017	0.00	0.00	4,669,166.18	0.00	4,764,551.25
November 2017	0.00	0.00	4,568,837.86	0.00	4,688,893.84
December 2017	0.00	0.00	4,470,117.08	0.00	4,613,797.78
January 2018	0.00	0.00	4,372,980.47	0.00	4,539,262.27
February 2018	0.00	0.00	4,277,404.93	0.00	4,465,286.43
March 2018	0.00	0.00	4,183,367.73	0.00	4,391,869.34
April 2018.....	0.00	0.00	4,090,846.44	0.00	4,319,010.01
May 2018	0.00	0.00	3,999,818.93	0.00	4,246,707.39
June 2018	0.00	0.00	3,910,263.40	0.00	4,174,960.35
July 2018	0.00	0.00	3,822,158.35	0.00	4,103,767.73
August 2018	0.00	0.00	3,735,482.57	0.00	4,033,128.31
September 2018.....	0.00	0.00	3,650,215.17	0.00	3,963,040.81
October 2018	0.00	0.00	3,566,335.52	0.00	3,893,503.89
November 2018	0.00	0.00	3,483,823.31	0.00	3,824,516.16
December 2018	0.00	0.00	3,402,658.50	0.00	3,756,076.20

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
January 2019	\$ 0.00	\$ 0.00	\$ 3,322,821.33	\$ 0.00	\$ 3,688,182.51
February 2019	0.00	0.00	3,244,292.32	0.00	3,620,833.58
March 2019	0.00	0.00	3,167,052.26	0.00	3,554,027.82
April 2019	0.00	0.00	3,091,082.21	0.00	3,487,763.60
May 2019	0.00	0.00	3,016,363.51	0.00	3,422,039.28
June 2019	0.00	0.00	2,942,877.74	0.00	3,356,853.13
July 2019	0.00	0.00	2,870,606.75	0.00	3,292,203.41
August 2019	0.00	0.00	2,799,532.64	0.00	3,228,088.34
September 2019	0.00	0.00	2,729,637.77	0.00	3,164,506.09
October 2019	0.00	0.00	2,660,904.74	0.00	3,101,454.80
November 2019	0.00	0.00	2,593,316.40	0.00	3,038,932.57
December 2019	0.00	0.00	2,526,855.84	0.00	2,976,937.46
January 2020	0.00	0.00	2,461,506.38	0.00	2,915,467.51
February 2020	0.00	0.00	2,397,251.59	0.00	2,854,520.72
March 2020	0.00	0.00	2,334,075.25	0.00	2,794,095.06
April 2020	0.00	0.00	2,271,961.39	0.00	2,734,188.46
May 2020	0.00	0.00	2,210,894.26	0.00	2,674,798.84
June 2020	0.00	0.00	2,150,858.31	0.00	2,615,924.07
July 2020	0.00	0.00	2,091,838.25	0.00	2,557,562.00
August 2020	0.00	0.00	2,033,818.96	0.00	2,499,710.47
September 2020	0.00	0.00	1,976,785.57	0.00	2,442,367.27
October 2020	0.00	0.00	1,920,723.40	0.00	2,385,530.17
November 2020	0.00	0.00	1,865,617.99	0.00	2,329,196.94
December 2020	0.00	0.00	1,811,455.07	0.00	2,273,365.29
January 2021	0.00	0.00	1,758,220.57	0.00	2,218,032.94
February 2021	0.00	0.00	1,705,900.65	0.00	2,163,197.57
March 2021	0.00	0.00	1,654,481.62	0.00	2,108,856.85
April 2021	0.00	0.00	1,603,950.02	0.00	2,055,008.41
May 2021	0.00	0.00	1,554,292.56	0.00	2,001,649.90
June 2021	0.00	0.00	1,505,496.14	0.00	1,948,778.92
July 2021	0.00	0.00	1,457,547.87	0.00	1,896,393.05
August 2021	0.00	0.00	1,410,435.00	0.00	1,844,489.88
September 2021	0.00	0.00	1,364,145.00	0.00	1,793,066.97
October 2021	0.00	0.00	1,318,665.48	0.00	1,742,121.86
November 2021	0.00	0.00	1,273,984.27	0.00	1,691,652.08
December 2021	0.00	0.00	1,230,089.34	0.00	1,641,655.16
January 2022	0.00	0.00	1,186,968.83	0.00	1,592,128.58
February 2022	0.00	0.00	1,144,611.07	0.00	1,543,069.86
March 2022	0.00	0.00	1,103,004.54	0.00	1,494,476.47
April 2022	0.00	0.00	1,062,137.89	0.00	1,446,345.87
May 2022	0.00	0.00	1,021,999.92	0.00	1,398,675.53
June 2022	0.00	0.00	982,579.61	0.00	1,351,462.91
July 2022	0.00	0.00	943,866.07	0.00	1,304,705.43
August 2022	0.00	0.00	905,848.59	0.00	1,258,400.54
September 2022	0.00	0.00	868,516.59	0.00	1,212,545.66
October 2022	0.00	0.00	831,859.67	0.00	1,167,138.21
November 2022	0.00	0.00	795,867.54	0.00	1,122,175.59
December 2022	0.00	0.00	760,530.09	0.00	1,077,655.22
January 2023	0.00	0.00	725,837.34	0.00	1,033,574.49
February 2023	0.00	0.00	691,779.45	0.00	989,930.80
March 2023	0.00	0.00	658,346.73	0.00	946,721.53
April 2023	0.00	0.00	625,529.61	0.00	903,944.08

<u>Distribution Date</u>	<u>PE Class Planned Balance</u>	<u>PG Class Planned Balance</u>	<u>PH Class Planned Balance</u>	<u>G Class Planned Balance</u>	<u>H Class Planned Balance</u>
May 2023	\$ 0.00	\$ 0.00	\$ 593,318.68	\$ 0.00	\$ 861,595.82
June 2023	0.00	0.00	561,704.64	0.00	819,674.13
July 2023	0.00	0.00	530,678.36	0.00	778,176.38
August 2023	0.00	0.00	500,230.79	0.00	737,099.96
September 2023.....	0.00	0.00	470,353.05	0.00	696,442.23
October 2023	0.00	0.00	441,036.37	0.00	656,200.55
November 2023	0.00	0.00	412,272.10	0.00	616,372.31
December 2023	0.00	0.00	384,051.74	0.00	576,954.87
January 2024	0.00	0.00	356,366.89	0.00	537,945.59
February 2024	0.00	0.00	329,209.26	0.00	499,341.85
March 2024	0.00	0.00	302,570.71	0.00	461,141.01
April 2024.....	0.00	0.00	276,443.19	0.00	423,340.44
May 2024	0.00	0.00	250,818.78	0.00	385,937.51
June 2024	0.00	0.00	225,689.66	0.00	348,929.60
July 2024	0.00	0.00	201,048.15	0.00	312,314.07
August 2024	0.00	0.00	176,886.66	0.00	276,088.32
September 2024.....	0.00	0.00	153,197.69	0.00	240,249.70
October 2024	0.00	0.00	129,973.90	0.00	204,795.62
November 2024	0.00	0.00	107,208.00	0.00	169,723.44
December 2024	0.00	0.00	84,892.84	0.00	135,030.57
January 2025	0.00	0.00	63,021.37	0.00	100,714.39
February 2025	0.00	0.00	41,586.62	0.00	66,772.30
March 2025	0.00	0.00	20,581.75	0.00	33,201.70
April 2025 and thereafter	0.00	0.00	0.00	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 (except in the case of the Mortgage Loans underlying the Group 2 GNMA Certificates) interest rates higher or lower than those assumed, the principal distributions on the Certificates are likely to differ from those assumed, even if all 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 PI and O Classes. **The yields to investors in the PI and O Classes will be very sensitive to the rate of principal payments (including prepayments) of the Mortgage Loans underlying the related GNMA Group. The Mortgage Loans generally can be prepaid at any time. On the basis of the assumptions described below, the yield to maturity on the PI and O Classes would be 0% if prepayments of the Mortgage Loans underlying the related GNMA Group were to occur at constant rates of approximately 411% PSA and 407% PSA, respectively. If the actual prepayment rates of the related Mortgage Loans were to exceed the applicable levels for as little as one month while equaling such levels for the remaining months, the investors in the PI and O Classes, as applicable, would not fully recoup their initial investments.**

The information set forth in the following tables was prepared on the basis of the Pricing Assumptions and the assumption that the aggregate purchase prices of the PI and O Classes (expressed in each case as a percentage of the original notional principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
PI	45%
O	5%

* 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 PI Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>75%</u>	<u>135%</u>	<u>250%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	10.9%	8.5%	8.5%	8.5%	(5.8)%

Sensitivity of the O Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>160%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	13.0%	12.6%	11.4%	5.9%	(5.9)%

The Inverse Floating Rate Class. The yields to investors in the S Class will be sensitive in varying degrees to the rate of principal payments (including prepayments) of the Mortgage Loans underlying the related GNMA Group and to the level of the Index. The Mortgage Loans generally can be prepaid at any time. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from Pool to Pool. As indicated in the table below, it is possible that, under certain Index and prepayment scenarios, investors in the S Class would not fully recoup their initial investments.

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 such 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 rates applicable to the S 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 price of the S Class (expressed as a percentage of original principal balance) is as follows:

<u>Class</u>	<u>Price*</u>
S	6%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>160%</u>	<u>300%</u>	<u>500%</u>
3.6875%	88.1%	84.7%	80.4%	69.5%	52.1%
5.6875%	46.8%	43.1%	38.2%	25.0%	4.1%
7.6875%	7.7%	2.4%	(5.5)%	(26.6)%	(55.2)%
8.5000%	*	*	*	*	*

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

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 and the priority sequences of distributions of principal of the Group 1, Group 2 and Group 3 Classes. The weighted average lives of certain Group 2 Classes will also depend on the distribution of principal of certain Classes in accordance with the Principal Balance Schedules. In particular, if certain amounts distributable as principal of such Classes on any Distribution Date exceed the amount required to reduce the balances of such Classes to their scheduled amounts as set forth in the Principal Balance Schedules, such excess principal will be distributed or allocated to the applicable remaining Classes on such Distribution Date. Conversely, if certain amounts distributable

as principal on any Distribution Date are less than the amount required to reduce such Classes to their scheduled amounts, no principal will be distributed to the applicable remaining Classes on such Distribution Date. Accordingly, the rate of principal payments on the Mortgage Loans underlying the Group 2 Classes is expected to have a greater effect on the weighted average lives of the Support Classes than on the weighted average lives of the PAC Classes. See “Distributions of Principal” herein.

The effect of the foregoing factors may differ as to 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.

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 rates 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 the underlying Mortgage Loans have the original and remaining terms to maturity and bear interest at the per annum rates specified below:

<u>Mortgage Loans relating to the MBS and GNMA Certificates</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>	<u>Related Groups</u>
MBS	360 months	360 months	9.0%	Group 1
Group 2 GNMA Certificates	360 months	360 months	8.0%	Group 2
Group 3 GNMA Certificates	360 months	360 months	9.5%	Group 3

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 rates, even if the distributions of the weighted average remaining terms to maturity and the weighted average CAGEs or WALAs of the Mortgage Loans are identical to the distributions of the remaining terms to maturity and CAGEs or WALAs specified in the Pricing Assumptions.

Percent of Original Principal Balances Outstanding

Date	A Class					B Class					D Class					E Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	150%	300%	450%	600%	0%	150%	300%	450%	600%	0%	150%	300%	450%	600%	0%	150%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	99	95	92	88	85	100	100	100	100	100	99	99	99	99	99	100	100	100	100	100
May 1999	98	86	75	64	53	100	100	100	100	100	98	97	97	97	97	100	100	100	100	100
May 2000	97	74	54	36	20	100	100	100	100	100	97	96	96	96	96	100	100	100	100	100
May 2001	96	63	37	15	0	100	100	100	100	90	95	94	94	94	94	100	100	100	100	100
May 2002	95	53	23	1	0	100	100	100	100	0	94	92	92	92	77	100	100	100	100	100
May 2003	94	45	13	0	0	100	100	100	36	0	92	86	82	77	30	100	100	100	100	100
May 2004	93	38	6	0	0	100	100	100	0	0	91	79	70	58	1	100	100	100	100	100
May 2005	91	32	1	0	0	100	100	100	0	0	89	70	55	28	0	100	100	100	100	64
May 2006	90	27	0	0	0	100	100	80	0	0	87	59	38	6	0	100	100	100	100	40
May 2007	88	22	0	0	0	100	100	64	0	0	84	47	21	0	0	100	100	100	80	25
May 2008	86	19	0	0	0	100	100	52	0	0	82	37	7	0	0	100	100	100	57	16
May 2009	84	15	0	0	0	100	100	41	0	0	79	27	0	0	0	100	100	91	41	10
May 2010	82	12	0	0	0	100	100	33	0	0	76	18	0	0	0	100	100	73	29	6
May 2011	80	9	0	0	0	100	100	26	0	0	73	10	0	0	0	100	100	58	20	4
May 2012	77	7	0	0	0	100	100	21	0	0	69	3	0	0	0	100	100	46	14	2
May 2013	74	4	0	0	0	100	100	16	0	0	65	0	0	0	0	100	93	36	10	1
May 2014	71	2	0	0	0	100	100	13	0	0	61	0	0	0	0	100	81	28	7	1
May 2015	67	*	0	0	0	100	100	10	0	0	56	0	0	0	0	100	70	22	5	1
May 2016	63	0	0	0	0	100	89	8	0	0	51	0	0	0	0	100	60	17	3	*
May 2017	59	0	0	0	0	100	76	6	0	0	46	0	0	0	0	100	51	13	2	*
May 2018	55	0	0	0	0	100	64	5	0	0	39	0	0	0	0	100	43	10	2	*
May 2019	50	0	0	0	0	100	54	3	0	0	33	0	0	0	0	100	36	8	1	*
May 2020	44	0	0	0	0	100	44	3	0	0	25	0	0	0	0	100	30	6	1	*
May 2021	38	0	0	0	0	100	35	2	0	0	17	0	0	0	0	100	24	4	*	*
May 2022	32	0	0	0	0	100	27	1	0	0	9	0	0	0	0	100	19	3	*	*
May 2023	24	0	0	0	0	100	20	1	0	0	0	0	0	0	0	98	14	2	*	*
May 2024	17	0	0	0	0	100	14	1	0	0	0	0	0	0	0	77	10	1	*	*
May 2025	8	0	0	0	0	100	9	*	0	0	0	0	0	0	0	53	6	1	*	*
May 2026	0	0	0	0	0	88	3	*	0	0	0	0	0	0	0	28	2	*	*	*
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.1	6.5	3.5	2.6	2.1	29.4	22.9	12.4	5.8	4.3	17.6	9.6	8.0	6.9	5.5	28.1	20.9	15.7	12.3	9.2

Date	PA and PJ Classes					PB Class					PC Class					PD Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	91	50	50	50	50	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1999	82	0	0	0	0	100	98	98	98	85	100	100	100	100	100	100	100	100	100	100
May 2000	72	0	0	0	0	100	65	65	65	0	100	100	100	100	70	100	100	100	100	100
May 2001	61	0	0	0	0	100	33	33	33	0	100	100	100	100	0	100	100	100	100	42
May 2002	50	0	0	0	0	100	3	3	3	0	100	100	100	100	0	100	100	100	100	0
May 2003	37	0	0	0	0	100	0	0	0	0	100	48	48	48	0	100	100	100	100	0
May 2004	23	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	94	94	94	0
May 2005	9	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	48	48	48	0
May 2006	0	0	0	0	0	95	0	0	0	0	100	0	0	0	0	100	5	5	5	0
May 2007	0	0	0	0	0	84	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2008	0	0	0	0	0	72	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2009	0	0	0	0	0	59	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2010	0	0	0	0	0	45	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2011	0	0	0	0	0	30	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2012	0	0	0	0	0	13	0	0	0	0	100	0	0	0	0	100	0	0	0	0
May 2013	0	0	0	0	0	0	0	0	0	0	91	0	0	0	0	100	0	0	0	0
May 2014	0	0	0	0	0	0	0	0	0	0	53	0	0	0	0	100	0	0	0	0
May 2015	0	0	0	0	0	0	0	0	0	0	12	0	0	0	0	100	0	0	0	0
May 2016	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	72	0	0	0	0
May 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	31	0	0	0	0
May 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	4.8	1.0	1.0	1.0	1.0	12.5	3.5	3.5	3.5	2.3	17.1	6.0	6.0	6.0	3.1	19.5	8.0	8.0	8.0	3.9

* 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.

Date	PE Class					PG Class					PH Class					PI† Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	97	97	97	97
May 1999	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	99	95	95	95	93
May 2000	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	99	91	91	91	78
May 2001	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	98	87	87	87	54
May 2002	100	100	100	100	68	100	100	100	100	100	100	100	100	100	100	97	84	84	84	37
May 2003	100	100	100	100	22	100	100	100	100	100	100	100	100	100	100	97	74	74	74	26
May 2004	100	100	100	100	0	100	100	100	100	77	100	100	100	100	100	96	65	65	65	18
May 2005	100	100	100	100	0	100	100	100	100	25	100	100	100	100	100	95	55	55	55	12
May 2006	100	100	100	100	0	100	100	100	100	0	100	100	100	100	89	94	46	46	46	8
May 2007	100	73	73	73	0	100	100	100	100	0	100	100	100	100	61	93	38	38	38	6
May 2008	100	46	46	46	0	100	100	100	100	0	100	100	100	100	41	92	32	32	32	4
May 2009	100	24	24	24	0	100	100	100	100	0	100	100	100	100	28	90	26	26	26	3
May 2010	100	6	6	6	0	100	100	100	100	0	100	100	100	100	19	89	22	22	22	2
May 2011	100	0	0	0	0	100	77	77	77	0	100	100	100	100	13	87	18	18	18	1
May 2012	100	0	0	0	0	100	47	47	47	0	100	100	100	100	9	85	14	14	14	1
May 2013	100	0	0	0	0	100	21	21	21	0	100	100	100	100	6	82	12	12	12	1
May 2014	100	0	0	0	0	100	*	*	*	0	100	100	100	100	4	75	9	9	9	*
May 2015	100	0	0	0	0	100	0	0	0	0	100	80	80	80	3	68	8	8	8	*
May 2016	100	0	0	0	0	100	0	0	0	0	100	63	63	63	2	60	6	6	6	*
May 2017	100	0	0	0	0	100	0	0	0	0	100	50	50	50	1	52	5	5	5	*
May 2018	89	0	0	0	0	100	0	0	0	0	100	38	38	38	1	42	4	4	4	*
May 2019	49	0	0	0	0	100	0	0	0	0	100	29	29	29	*	32	3	3	3	*
May 2020	6	0	0	0	0	100	0	0	0	0	100	21	21	21	*	22	2	2	2	*
May 2021	0	0	0	0	0	6	0	0	0	0	100	15	15	15	*	10	1	1	1	*
May 2022	0	0	0	0	0	0	0	0	0	0	10	10	10	10	*	1	1	1	1	*
May 2023	0	0	0	0	0	0	0	0	0	0	6	6	6	6	*	1	1	1	1	*
May 2024	0	0	0	0	0	0	0	0	0	0	2	2	2	2	*	*	*	*	*	*
May 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)**	22.0	11.0	11.0	11.0	5.4	23.6	15.0	15.0	15.0	7.5	24.6	20.6	20.6	20.6	11.3	19.1	9.4	9.4	9.4	4.9

Date	G Class							H Class							J Class				
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption				
	0%	75%	100%	135%	200%	250%	500%	0%	75%	100%	135%	200%	250%	500%	0%	75%	135%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	100	100	84	84	84	84	84	100	100	100	100	100	100	100	75	75	0	0	0
May 1999	100	100	69	69	69	69	0	100	100	100	100	100	100	0	47	47	0	0	0
May 2000	100	100	55	55	55	55	0	100	100	100	100	100	100	0	18	18	0	0	0
May 2001	100	100	43	43	43	20	0	100	100	100	100	100	100	0	0	0	0	0	0
May 2002	100	100	33	33	33	0	0	100	100	100	100	100	72	0	0	0	0	0	0
May 2003	100	100	25	25	25	0	0	100	100	100	100	100	36	0	0	0	0	0	0
May 2004	100	100	18	18	18	0	0	100	100	100	100	100	13	0	0	0	0	0	0
May 2005	100	100	13	13	13	0	0	100	100	100	100	100	2	0	0	0	0	0	0
May 2006	100	100	8	8	8	0	0	100	100	100	100	100	0	0	0	0	0	0	0
May 2007	100	95	3	3	3	0	0	100	100	100	100	100	0	0	0	0	0	0	0
May 2008	100	85	0	0	0	0	0	100	100	96	96	96	0	0	0	0	0	0	0
May 2009	100	71	0	0	0	0	0	100	100	89	89	89	0	0	0	0	0	0	0
May 2010	100	53	0	0	0	0	0	100	100	80	80	80	0	0	0	0	0	0	0
May 2011	100	33	0	0	0	0	0	100	100	72	72	72	0	0	0	0	0	0	0
May 2012	100	10	0	0	0	0	0	100	100	64	64	64	0	0	0	0	0	0	0
May 2013	100	0	0	0	0	0	0	100	83	57	57	57	0	0	0	0	0	0	0
May 2014	100	0	0	0	0	0	0	100	51	50	50	50	0	0	0	0	0	0	0
May 2015	100	0	0	0	0	0	0	100	43	43	43	43	0	0	0	0	0	0	0
May 2016	100	0	0	0	0	0	0	100	36	36	36	36	0	0	0	0	0	0	0
May 2017	100	0	0	0	0	0	0	100	31	31	31	31	0	0	0	0	0	0	0
May 2018	100	0	0	0	0	0	0	100	25	25	25	25	0	0	0	0	0	0	0
May 2019	100	0	0	0	0	0	0	100	20	20	20	20	0	0	0	0	0	0	0
May 2020	100	0	0	0	0	0	0	100	16	16	16	16	0	0	0	0	0	0	0
May 2021	100	0	0	0	0	0	0	100	12	12	12	12	0	0	0	0	0	0	0
May 2022	81	0	0	0	0	0	0	100	8	8	8	8	0	0	0	0	0	0	0
May 2023	9	0	0	0	0	0	0	100	5	5	5	5	0	0	0	0	0	0	0
May 2024	0	0	0	0	0	0	0	15	2	2	2	2	0	0	0	0	0	0	0
May 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																			
Life (years)**	25.4	13.0	4.0	4.0	4.0	2.8	1.1	26.7	18.9	17.6	17.6	17.6	5.8	1.6	1.9	1.9	0.5	0.2	0.1

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

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

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

Date	L Class					Z Class					ZA Class					LL and O+ Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	75%	135%	250%	500%	0%	100%	160%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	100	100	99	52	0	108	108	108	108	0	108	108	108	108	37	100	100	100	100	100
May 1999	100	100	80	0	0	116	116	116	80	0	116	116	116	116	0	100	100	100	100	100
May 2000	100	100	63	0	0	125	125	125	0	0	125	125	125	51	0	100	100	100	100	100
May 2001	97	97	48	0	0	135	135	135	0	0	135	135	135	0	0	99	99	99	99	99
May 2002	91	91	34	0	0	145	145	145	0	0	145	145	145	0	0	98	98	98	98	69
May 2003	85	85	21	0	0	157	157	157	0	0	157	157	157	0	0	96	96	96	96	41
May 2004	77	77	10	0	0	169	169	169	0	0	169	169	169	0	0	95	95	95	90	22
May 2005	70	70	0	0	0	182	182	178	0	0	182	182	182	0	0	94	94	94	69	9
May 2006	61	61	0	0	0	196	196	155	0	0	196	196	196	0	0	93	93	93	52	*
May 2007	52	52	0	0	0	211	211	129	0	0	211	211	211	0	0	92	92	92	38	0
May 2008	43	43	0	0	0	228	228	97	0	0	228	228	228	0	0	90	90	90	27	0
May 2009	32	32	0	0	0	245	245	61	0	0	245	245	245	0	0	89	89	89	17	0
May 2010	21	21	0	0	0	264	264	19	0	0	264	264	264	0	0	88	88	77	10	0
May 2011	9	9	0	0	0	285	285	0	0	0	285	285	263	0	0	87	87	65	4	0
May 2012	0	0	0	0	0	292	292	0	0	0	307	307	244	0	0	86	86	55	0	0
May 2013	0	0	0	0	0	264	264	0	0	0	331	331	224	0	0	84	84	45	0	0
May 2014	0	0	0	0	0	235	235	0	0	0	356	356	203	0	0	83	83	37	0	0
May 2015	0	0	0	0	0	202	154	0	0	0	384	384	182	0	0	82	75	29	0	0
May 2016	0	0	0	0	0	168	65	0	0	0	414	414	162	0	0	81	65	22	0	0
May 2017	0	0	0	0	0	130	0	0	0	0	446	422	141	0	0	80	55	15	0	0
May 2018	0	0	0	0	0	90	0	0	0	0	481	372	121	0	0	78	46	10	0	0
May 2019	0	0	0	0	0	47	0	0	0	0	518	321	102	0	0	77	37	5	0	0
May 2020	0	0	0	0	0	0	0	0	0	0	558	268	83	0	0	76	28	*	0	0
May 2021	0	0	0	0	0	0	0	0	0	0	558	215	65	0	0	75	20	0	0	0
May 2022	0	0	0	0	0	0	0	0	0	0	558	161	47	0	0	74	12	0	0	0
May 2023	0	0	0	0	0	0	0	0	0	0	558	106	30	0	0	72	4	0	0	0
May 2024	0	0	0	0	0	0	0	0	0	0	558	51	14	0	0	71	0	0	0	0
May 2025	0	0	0	0	0	0	0	0	0	0	406	0	0	0	0	53	0	0	0	0
May 2026	0	0	0	0	0	0	0	0	0	0	211	0	0	0	0	18	0	0	0	0
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	9.9	9.9	4.0	1.0	0.4	19.3	17.9	11.0	2.1	0.8	28.6	23.9	20.4	2.9	1.0	24.6	19.7	15.6	9.5	5.9

Date	F and S† Classes					K Class					M Class					N Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	160%	300%	500%	0%	100%	160%	300%	500%	0%	100%	160%	300%	500%	0%	100%	160%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 1998	99	96	94	90	84	99	95	93	88	80	100	100	100	100	100	100	100	100	100	100
May 1999	98	89	84	72	56	98	87	80	66	46	100	100	100	100	100	100	100	100	100	100
May 2000	97	81	72	53	29	97	76	65	42	13	100	100	100	100	100	100	100	100	100	100
May 2001	97	73	61	37	5	96	67	53	23	0	100	100	100	100	29	100	100	100	100	100
May 2002	96	67	52	25	0	95	59	41	8	0	100	100	100	100	0	100	100	100	100	100
May 2003	95	60	44	12	0	94	51	31	0	0	100	100	100	64	0	100	100	100	100	100
May 2004	94	54	36	0	0	93	43	22	0	0	100	100	100	0	0	100	100	100	100	100
May 2005	93	48	29	0	0	91	36	13	0	0	100	100	100	0	0	100	100	100	100	100
May 2006	91	43	23	0	0	89	30	6	0	0	100	100	100	0	0	100	100	100	100	100
May 2007	90	38	17	0	0	88	23	0	0	0	100	100	93	0	0	100	100	100	100	69
May 2008	88	33	8	0	0	86	17	0	0	0	100	100	45	0	0	100	100	100	100	47
May 2009	86	28	1	0	0	83	12	0	0	0	100	100	3	0	0	100	100	100	100	32
May 2010	84	24	0	0	0	81	7	0	0	0	100	100	0	0	0	100	100	100	100	22
May 2011	82	20	0	0	0	78	2	0	0	0	100	100	0	0	0	100	100	100	100	15
May 2012	79	14	0	0	0	74	0	0	0	0	100	77	0	0	0	100	100	100	94	10
May 2013	76	8	0	0	0	71	0	0	0	0	100	42	0	0	0	100	100	100	75	7
May 2014	73	2	0	0	0	67	0	0	0	0	100	9	0	0	0	100	100	100	59	5
May 2015	69	0	0	0	0	62	0	0	0	0	100	0	0	0	0	100	100	100	46	3
May 2016	65	0	0	0	0	57	0	0	0	0	100	0	0	0	0	100	100	100	36	2
May 2017	61	0	0	0	0	52	0	0	0	0	100	0	0	0	0	100	100	100	28	1
May 2018	56	0	0	0	0	46	0	0	0	0	100	0	0	0	0	100	100	100	21	1
May 2019	50	0	0	0	0	39	0	0	0	0	100	0	0	0	0	100	100	100	16	1
May 2020	44	0	0	0	0	32	0	0	0	0	100	0	0	0	0	100	100	100	12	*
May 2021	37	0	0	0	0	23	0	0	0	0	100	0	0	0	0	100	100	81	8	*
May 2022	30	0	0	0	0	14	0	0	0	0	100	0	0	0	0	100	100	62	6	*
May 2023	22	0	0	0	0	4	0	0	0	0	100	0	0	0	0	100	100	46	4	*
May 2024	8	0	0	0	0	0	0	0	0	0	44	0	0	0	0	100	87	31	2	*
May 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	52	18	1	*
May 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	19	6	*	*
May 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.1	8.3	5.7	3.4	2.3	18.6	6.6	4.6	2.8	1.9	26.9	15.8	10.9	6.2	3.9	29.8	28.1	25.9	18.6	11.6

* 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.

† 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

The R and RL Classes will not have principal balances 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, 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 will 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 REMIC 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 Notional Classes, the Accrual Classes, the E Class, the PG Class and the PH Class will be, and certain other Classes of Certificates may be, issued with original issue discount (“OID”) 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 300% PSA in the case of the Group 1 Classes, 135% PSA in the case of the Group 2 Classes and 160% PSA in the case of the Group 3 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 or the GNMA Certificates will prepay at any of those 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. Special rules regarding the treatment of “excess inclusions” by certain thrift institutions no longer apply because of the amendment of section 593 of the Code by the Small Business Job Protection Act of 1996. 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 (or the Lower Tier REMIC) that generally will not be treated as excess inclusions, the rate to be used is 8.38% (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.

PLAN OF DISTRIBUTION

General. The Dealer will receive the Certificates in exchange for the MBS and 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.

Increase in Certificates. Before the Settlement Date, Fannie Mae and the Dealer may agree to offer hereby Group 1, Group 2 and Group 3 Classes in addition to those contemplated as of the date hereof. In such event, the MBS or the GNMA Certificates, as applicable, will be increased in principal balance, but it is expected that all such additional MBS or GNMA Certificates will have the same characteristics as described herein under “Description of the Certificates—MBS” or “—The GNMA Certificates,” as applicable. The proportion that the original principal balance of each Group 1, Group 2 and Group 3 Class bears to the aggregate original principal balance of all Group 1, Group 2 and Group 3 Classes, respectively, will remain the same. In addition, the dollar amounts reflected in the Principal Balance Schedules will be increased in a pro rata amount that corresponds to the increase of the principal balances of the Group 2 Classes.

LEGAL MATTERS

Certain legal matters will be passed upon for the Dealer by Brown & Wood LLP. Brown & Wood LLP also performs legal services for Fannie Mae.

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.

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\$450,000,000



FannieMae

**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 1997-38**

PROSPECTUS SUPPLEMENT

**GREENWICH CAPITAL
M A R K E T S, I N C.**

April 24, 1997