

\$626,252,843



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2000-44**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will indirectly own

- Fannie Mae MBS, and
- underlying REMIC certificates backed directly or indirectly by Fannie Mae MBS.

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

Class	Group	Original Class Balance	Principal Type	Interest Rate	Interest Type	CUSIP Number	Final Distribution Date
PV	1	\$ 36,496,847	PAC	6.950%	FIX	31358S D 3 2	July 2019
PY	1	36,496,847	PAC	6.750	FIX	31358S D 4 0	July 2019
IA	1	22,992,843 (1)	NTL	8.000	FIX/IO	31358S D 5 7	December 2030
DI(2)	1	187,500,000 (1)	NTL	8.000	FIX/IO	31358S D 6 5	December 2030
DP(2)	1	200,000,000	PAC	(3)	PO	31358S D 7 3	December 2030
CJ	1	23,794,910	SCH	7.500	FIX	31358S D 8 1	December 2030
CH	1	1,500,000	SCH	7.625	FIX	31358S D 9 9	December 2030
F	1	30,919,910	SCH	(4)	FLT	31358S E 2 3	December 2030
S	1	30,919,910 (1)	NTL	(4)	INV/IO	31358S E 3 1	December 2030
CG	1	12,000,000	SCH	7.750	FIX	31358S E 4 9	December 2030
Z	1	14,906,025	SUP	8.000	FIX/Z	31358S E 5 6	October 2029
FY	1	38,423,057	SUP	(4)	FLT	31358S E 6 4	December 2030
SX	1	2,401,441	SUP	(4)	INV	31358S E 7 2	December 2030
FK	1	30,000,000	SCH	(4)	FLT	31358S E 8 0	December 2030
SK	1	30,000,000 (1)	NTL	(4)	INV/IO	31358S E 9 8	December 2030
SD	1	1,875,000	SCH	(4)	INV	31358S F 2 2	December 2030
ZA	1	4,998,170	SUP	8.000	FIX/Z	31358S F 3 0	February 2030
FU	1	10,140,206	SUP	(4)	FLT	31358S F 4 8	December 2030
SU	1	633,763	SUP	(4)	INV	31358S F 5 5	December 2030
FB	2	25,000,000	PT	(4)	FLT	31358S F 6 3	December 2030
ST	2	25,000,000 (1)	NTL	(4)	INV/IO	31358S F 7 1	December 2030
FC	2	25,000,000	PT	(4)	FLT	31358S F 8 9	December 2030
SC	2	50,000,000 (1)	NTL	(4)	INV/IO	31358S F 9 7	December 2030
E	2	42,748,272	SEQ	7.500	FIX	31358S G 2 1	May 2023
EA	2	6,782,924	SEQ	7.500	FIX	31358S G 3 9	September 2024
BI(2)	2	47,314,503 (1)	NTL	8.000	FIX/IO	31358S G 4 7	December 2030
BP(2)	2	50,468,804	SEQ	(3)	PO	31358S G 5 4	December 2030
D	3	31,666,667	SC/PT	6.500	FIX	31358S G 6 2	December 2021
R		0	NPR	0	NPR	31358S G 7 0	December 2030
RL		0	NPR	0	NPR	31358S G 8 8	December 2030

(1) Notional balances. These classes are interest only classes.
(2) Exchangeable classes.

(3) Principal only classes.
(4) Based on LIBOR.

If you own certificates of certain classes, you can exchange them for the corresponding RCR certificates to be issued at the time of the exchange. The PB and B Classes are the RCR classes, as further described in this prospectus supplement.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be November 30, 2000.

Carefully consider the risk factors starting on page S-8 of this prospectus supplement and on page 10 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

The certificates, together with interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any agency or instrumentality thereof other than Fannie Mae.

The certificates are exempt from registration under the Securities Act of 1933 and are “exempted securities” under the Securities Exchange Act of 1934.

PaineWebber Incorporated

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AVAILABLE INFORMATION

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

- the Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated September 18, 1998 (the “REMIC Prospectus”);
- the Prospectus for Fannie Mae Guaranteed Mortgage Pass-Through Certificates dated October 1, 1999 (the “MBS Prospectus”);
- our Information Statement dated March 30, 2000 and its supplements (the “Information Statement”); and
- the disclosure document relating to the underlying REMIC certificates (the “Underlying REMIC Disclosure Document”).

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

Fannie Mae
MBS Helpline
3900 Wisconsin Avenue, N.W., Area 2H-3S
Washington, D.C. 20016
(telephone 1-800-237-8627 or 202-752-6547).

In addition, the Disclosure Documents, together with the class factors, are available on our website located at <http://www.fanniemae.com>.

You also can obtain copies of the Disclosure Documents, except the Underlying REMIC Disclosure Document, by writing or calling the dealer at:

PaineWebber Incorporated
Prospectus Department
1000 Harbor Boulevard
Weehawken, New Jersey 07087
(telephone 201-352-6858).

REFERENCE SHEET

This reference sheet is not a summary of the transaction and does not contain complete information about the certificates. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3.

Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Class 1993-138-FM Class 1993-138-SM

Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS (as of November 1, 2000)

	<u>Approximate Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Approximate Weighted Average Remaining Term to Maturity (in months)</u>	<u>Approximate Calculated Loan Age (in months)</u>	<u>Approximate Weighted Average Coupon</u>
Group 1 MBS	\$444,586,176	360	357	2	8.500%
Group 2 MBS	\$150,000,000	360	354	5	8.382%

The actual remaining terms to maturity, calculated loan ages and interest rates of most of the mortgage loans will differ from the weighted averages shown above, perhaps significantly.

Characteristics of the Group 3 Underlying REMIC Certificates

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

Class Factors

The class factors are numbers that, when multiplied by the initial principal balance of a certificate, can be used to calculate the current principal balance of that certificate (after taking into account principal payments in the same month). We publish the class factors on or shortly after the 11th day of each month.

Settlement Date

We expect to issue the certificates on November 30, 2000.

Distribution Dates

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

Book-Entry and Physical Certificates

We will issue the book-entry certificates through the U.S. Federal Reserve Banks, which will electronically track ownership of the certificates and payments on them. We will issue physical certificates in registered, certificated form.

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

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

Exchanging Certificates Through Combination and Recombination

If you own certain certificates, you will be able to exchange them for a proportionate interest in the related RCR certificates as shown on Schedule 1. We will issue the RCR certificates upon such exchange. You can exchange your certificates by notifying us and paying an exchange fee. We use the principal and interest of the certificates exchanged to pay principal and interest on the related RCR certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates.

Interest Rates

During each interest accrual period, the fixed rate classes will bear interest at the applicable annual interest rates listed on the cover of this prospectus supplement or on Schedule 1.

During the initial interest accrual period, the floating rate and inverse floating rate classes will bear interest at the initial interest rates listed below. During subsequent interest accrual periods, the floating rate and inverse floating rate classes will bear interest based on the formulas indicated below, but always subject to the specified maximum and minimum interest rates:

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate (1)</u>
F	7.07000%	8.50000%	0.45%	LIBOR + 45 basis points
S	1.43000%	8.05000%	0.00%	8.05% – LIBOR
FY	7.67000%	8.50000%	1.05%	LIBOR + 105 basis points
SX	13.28000%	119.20000%	0.00%	119.2% – (16 × LIBOR)
FK	7.22000%	8.50000%	0.60%	LIBOR + 60 basis points
SK	0.68000%	7.30000%	0.00%	7.3% – LIBOR
SD	9.60000%	9.60000%	0.00%	126.4% – (16 × LIBOR)
FU	7.67000%	8.50000%	1.05%	LIBOR + 105 basis points
SU	13.28000%	119.20000%	0.00%	119.2% – (16 × LIBOR)
FB	7.12000%	9.00000%	0.50%	LIBOR + 50 basis points
ST	0.05000%	0.05000%	0.00%	8.5% – LIBOR
FC	7.17000%	9.00000%	0.55%	LIBOR + 55 basis points
SC	1.83000%	8.45000%	0.00%	8.45% – LIBOR

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

We will apply interest payments from exchanged REMIC certificates to the corresponding RCR certificates, on a pro rata basis, following any exchange.

Notional Classes

A notional class will not receive any principal. Its notional principal balance is the balance used to calculate accrued interest. The notional principal balances will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

<u>Class</u>	
S	100% of the F Class
SK	100% of the FK Class
DI	93.75% of the DP Class
IA	14.375% of the PV and PY Classes
	6.25% of the DP Class
ST	100% of the FB Class
SC	100% of the FB and FC Classes
BI	93.75% of the BP Class

Distributions of Principal

Group 1 Principal Distribution Amount

Z Accrual Amount

To the F, CJ, CH and CG Classes, pro rata, to zero, and thereafter to the Z Class.

ZA Accrual Amount

To the FK and SD Classes, pro rata, to zero, and thereafter to the ZA Class.

Group 1 Cash Flow Distribution Amount

1. To the PV and PY Classes, pro rata, to their Planned Balances.
2. To the DP Class to its Planned Balance.
3. (a) 72.2323854491% of the remaining amount as follows:
 - first*, to the F, CJ, CH and CG Classes, pro rata, to their Scheduled Balances;
 - second*, to the Z Class to zero;
 - third*, to the FY and SX Classes, pro rata, to zero; and
 - fourth*, to the F, CJ, CH and CG Classes, pro rata, to zero, and
- (b) 27.7676145509% of such remaining amount as follows:
 - first*, to the FK and SD Classes, pro rata, to their Scheduled Balances;
 - second*, to the ZA Class to zero;
 - third*, to the FU and SU Classes, pro rata, to zero; and
 - fourth*, to the FK and SD Classes, pro rata, to zero.
4. To the PV and PY Classes, pro rata, to zero.
5. To the DP Class to zero.

Group 2 Principal Distribution Amount

- (a) 33.3333333333% of such amount to the FB and FC Classes, pro rata, to zero, and
- (b) 66.6666666667% of such amount to the E, EA and BP Classes, in that order, to zero.

Group 3 Principal Distribution Amount

To the D Class to zero.

We will apply principal payments from exchanged REMIC certificates to the corresponding RCR certificates, on a pro rata basis, following any exchange.

Weighted Average Lives (years) *

Group 1 Classes		PSA Prepayment Assumption					
		0%	100%	248%	300%	500%	
PV and PY		9.5	2.5	2.5	2.5	2.4	
IA		15.9	6.2	6.2	6.2	4.4	
DI, DP and PB		21.3	9.2	9.2	9.2	6.0	
		PSA Prepayment Assumption					
		0%	100%	180%	248%	250%	300%
CJ, CH, F, S and CG	13.3	9.5	3.5	3.5	3.5	3.3	2.1
Z	27.3	18.7	11.5	1.5	1.4	1.0	0.6
FY and SX	29.4	26.0	19.9	9.9	9.6	3.1	1.5
		PSA Prepayment Assumption					
		0%	100%	190%	248%	255%	300%
FK, SK and SD	16.0	11.0	4.5	4.5	4.5	3.4	2.0
ZA	27.5	20.6	12.1	1.5	1.4	1.0	0.5
FU and SU	29.6	27.1	21.1	9.7	8.1	2.6	1.3
Group 2 Classes		PSA Prepayment Assumption					
		0%	100%	248%	300%	500%	
FB, FC, SC and ST		21.8	11.6	6.4	5.5	3.6	
E		15.3	4.2	2.2	2.0	1.4	
EA		23.1	9.1	4.5	3.8	2.6	
BI, BP and B		27.2	18.1	10.2	8.7	5.5	
Group 3 Class		PSA Prepayment Assumption					
		0%	100%	165%	300%	500%	
D		13.4	4.9	3.7	3.7	2.5	

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

ADDITIONAL RISK FACTORS

The rate of principal payments on the certificates will be affected by the rate of principal payments on the underlying mortgage loans. The rate at which you receive principal payments on the certificates will be sensitive to the rate of principal payments on the mortgage loans underlying the related MBS, including prepayments. Because borrowers generally may prepay their mortgage loans at any time without penalty, the rate of principal payments on the mortgage loans is likely to vary over time. It is highly unlikely that the mortgage loans will prepay

- at any of the prepayment rates we assumed in this prospectus supplement, or
- at any constant prepayment rate until maturity.

Principal payments on the Group 3 Class also will be affected by payment priorities governing the Group 3 Underlying REMIC Certificates. If you invest in the Group 3 Class, the rate at which you receive principal payments also will be affected by the priority sequence governing principal payments on the related Underlying REMIC Certificates.

As described in the related disclosure document, the Group 3 Underlying REMIC Certificates are subsequent in payment priority to certain other classes issued from the related underlying REMIC trust. As a result, such other classes may receive principal before principal is paid on the Group 3 Underlying REMIC Certificates, possibly for long periods.

In addition, the Group 3 Underlying REMIC Certificates have principal balance schedules. As a result, the Group 3 Underlying REMIC Certificates may receive principal payments at rates faster or slower than would otherwise have been the case. They may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. This prospectus supplement contains no information as to whether

- the Group 3 Underlying REMIC Certificates have adhered to their principal balance schedules, or

- any related Support classes remain outstanding.

Only limited information is available about the Group 3 Underlying REMIC Certificates. This prospectus supplement contains no information as to whether the Group 3 Underlying REMIC Certificates have otherwise performed as originally anticipated.

You may obtain additional information about the Group 3 Underlying REMIC Certificates by reviewing their current class factors in light of other information available in the related disclosure document. You may obtain this document from us as described on page S-3.

Yields may be lower than expected due to unexpected rate of principal payments. The actual yield on your certificates probably will be lower than you expect:

- if you buy your certificates at a premium and principal payments are faster than you expect, or
- if you buy your certificates at a discount and principal payments are slower than you expect.

Furthermore, in the case of interest only certificates and certificates purchased at a premium, you could lose money on your investment if prepayments occur at a rapid rate.

You must make your own decisions about the various applicable assumptions, including prepayment assumptions, when deciding whether to purchase the certificates.

Weighted average lives and yields on the certificates are affected by actual characteristics of the underlying mortgage loans. We have assumed that the mortgage loans underlying the Group 1 and Group 2 MBS have certain characteristics. However, the actual mortgage loans probably will have different characteristics from those we assumed. As a result, your yields could be lower than you expect, even if the mortgage loans prepay at the indicated constant prepayment rates. In addition, slight differences between the assumed mortgage loan characteristics and the actual mortgage loans

could affect the weighted average lives of the classes of certificates.

Level of floating rate index affects yields on certain certificates. The yield on any floating rate or inverse floating rate certificate will be affected by the level of its interest rate index. If the level of the index differs from the level you expect, then your actual yield may be lower than you expect.

Delay classes have lower yields and market values. Since certain classes do not receive interest immediately following each interest accrual period, these classes have lower yields and lower market values than they would if there were no such delay.

Reinvestment of certificate payments may not achieve same yields as certificates. The rate of principal payments of the certificates is uncertain. You may be unable to reinvest the payments on the certificates at the same yields provided by the certificates.

Unpredictable timing of last payment affects yields on certificates. The actual final payment of your class is likely to occur earlier, and could occur much earlier, than the final distribution date listed on the cover page of this pro-

spectus supplement. If you assume that the actual final payment will occur on the final distribution date specified, your yield could be lower than you expect.

Some investors may be unable to buy certain classes. Investors whose investment activities are subject to legal investment laws and regulations, or to review by regulatory authorities, may be unable to buy certain certificates. You should obtain legal advice to determine whether you may purchase the certificates.

Uncertain market for the certificates could make them difficult to sell and cause their values to fluctuate. We cannot be sure that a market for resale of the certificates will develop. Further, if a market develops, it may not continue or be sufficiently liquid to allow you to sell your certificates. Even if you are able to sell your certificates, the sale price may not be comparable to similar investments that have a developed market. Moreover, you may not be able to sell small or large amounts of certificates at prices comparable to those available to other investors. You should purchase certificates only if you understand and can tolerate the risk that the value of your certificates will vary over time and that your certificates may not be easily sold.

DESCRIPTION OF THE CERTIFICATES

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

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the “Trust”) and a separate trust (the “Lower Tier REMIC”) pursuant to a trust agreement dated as of November 1, 2000. We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC Certificates”) pursuant to that trust agreement. We will issue the Combinable and Recombinable REMIC Certificates (the “RCR Certificates” and, together with the REMIC Certificates, the “Certificates”) pursuant to a separate trust agreement dated as of November 1, 2000 (together with the trust agreement relating to the REMIC Certificates, the “Trust Agreement”). We will execute the Trust Agreement in our corporate capacity and as trustee (the “Trustee”). In general, the term “Classes” includes the Classes of REMIC Certificates and RCR Certificates.

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

- The REMIC Certificates (except the R and RL Classes) will be “regular interests” in the Trust.
- The R Class will be the “residual interest” in the Trust.
- The interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”) will be the “regular interests” in the Lower Tier REMIC.
- The RL Class will be the “residual interest” in the Lower Tier REMIC.

The assets of the Trust will consist of the Lower Tier Regular Interests.

The assets of the Lower Tier REMIC will consist of

- two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS” and “Group 2 MBS” and, together, the “Trust MBS”), and
- certain previously issued REMIC certificates (the “Group 3 Underlying REMIC Certificates”) evidencing beneficial ownership interests in the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”) as further described in Exhibit A.

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

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

Fannie Mae Guaranty. We guarantee that we will distribute to Certificateholders:

- required installments of principal and interest on the Certificates on time, and
- the principal balance of each Class of Certificates no later than its Final Distribution Date, whether or not we have received sufficient payments on the MBS.

In addition, we guarantee that we will distribute to each holder of an MBS:

- scheduled installments of principal and interest on the underlying Mortgage Loans on time, whether or not the related borrowers pay us, and
- the full principal balance of any foreclosed Mortgage Loan, whether or not we recover it.

Our guaranty obligations with respect to the Group 3 Underlying REMIC Certificates are described in the Underlying REMIC Disclosure Document. Our guarantees are not backed by the full faith and credit of the United States. See “Description of Certificates—The Fannie Mae Guaranty” in the REMIC Prospectus, “Description of Certificates—The Fannie Mae Guaranty” in the MBS Prospectus, and “Description of the Certificates—General—Fannie Mae Guaranty” in the Underlying REMIC Disclosure Document.

Characteristics of Certificates. We will issue the Certificates (except the R and RL Classes) in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.” A Holder is not necessarily the beneficial owner of a Certificate. Beneficial owners ordinarily will hold Certificates through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations. See “Description of Certificates—Denominations and Form” in the REMIC Prospectus.

We will issue the R and RL Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of the R or RL Certificate is its registered owner. The R or RL Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. State Street Bank and Trust Company in Boston, Massachusetts (“State

Street”) will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of the R or RL Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the R and RL Classes” below.

The Holder of the R Class will receive the proceeds of any remaining assets of the Trust, and the Holder of the RL Class will receive the proceeds of any remaining assets of the Lower Tier REMIC, in each case only by presenting and surrendering the related Certificate at the office of the Paying Agent. State Street will be the initial Paying Agent.

Authorized Denominations. We will issue the Certificates, other than the R and RL Classes, in minimum denominations of \$1,000 and whole dollar increments. We will issue the R and RL Classes as single Certificates with no principal balances.

Distribution Dates. We will make monthly payments on the Group 1, Group 2 and Group 3 Classes on the 25th day of each month (or, if the 25th day is not a business day, on the first business day after the 25th). We refer to each of these dates as a “Distribution Date.” We will make the first payments to Certificateholders the month after we issue the Certificates.

Record Date. On each Distribution Date, we will make each monthly payment on the Certificates to Holders of record on the last day of the preceding month.

Class Factors. On or shortly after the eleventh calendar day of each month, we will publish a factor (carried to eight decimal places) for each Class of Certificates. When the factor is multiplied by the original principal balance (or notional principal balance) of a Certificate of any Class, the product will equal the current principal balance (or notional principal balance) of that Certificate after taking into account payments on the Distribution Date in the same month (as well as any addition to principal in the case of the Accrual Classes).

Optional Termination. We will not terminate the Lower Tier REMIC or the Trust by exercising our right to repurchase the Mortgage Loans underlying any MBS unless

- only one Mortgage Loan remains in the related Pool, or
- the principal balance of the Pool is less than one percent of its original level.

See “Description of Certificates—Termination” in the MBS Prospectus.

Voting the Group 3 Underlying REMIC Certificates. Holders of the Group 3 Underlying REMIC Certificates may be asked to vote on issues arising under the applicable trust agreement. If so, the Trustee will vote the Group 3 Underlying REMIC Certificates as instructed by Holders of Certificates of the Class backed by those Underlying REMIC Certificates. The Trustee must receive instructions from Holders of Certificates having principal balances totaling at least 51% of the principal balance of the related Class. In the absence of such instructions, the Trustee will vote in a manner consistent, in its sole judgment, with the best interests of Certificateholders.

Combination and Recombination

General. You are permitted to exchange all or a portion of the DI, DP, BI and BP Classes of REMIC Certificates for a proportionate interest in the related Combinable and Recombinable REMIC Certificates (“RCR Certificates”) in the combinations shown on Schedule 1. You also may exchange all or a portion of the RCR Certificates for the related REMIC Certificates in the same manner. This process may occur repeatedly.

Holders of RCR Certificates will be the beneficial owners of a proportionate interest in the related REMIC Certificates and will receive a proportionate share of the distributions on the related REMIC Certificates.

The Classes of REMIC Certificates and RCR Certificates that are outstanding at any given time, and the outstanding principal balances of these Classes, will depend upon any related distributions of

principal, as well as any exchanges that occur. The principal balances of the REMIC Certificates and RCR Certificates involved in any exchange will bear the same relationship as that borne by the original principal balances of the related Classes.

Procedures. If a Certificateholder wishes to exchange Certificates, the Certificateholder must notify our Structured Transactions Department through one of our “REMIC Dealer Group” dealers in writing or by telefax no later than two business days before the proposed exchange date. The exchange date can be any business day other than the first or last business day of the month subject to our approval. The notice must include the outstanding principal balance of both the Certificates to be exchanged and the Certificates to be received, and the proposed exchange date. After receiving the Holder’s notice, we will telephone the dealer with delivery and wire payment instructions. Notice becomes irrevocable on the second business day before the proposed exchange date.

In connection with each exchange, the Holder must pay us a fee equal to 1/32 of 1% of the outstanding principal balance of the Certificates to be exchanged. In no event, however, will our fee be less than \$2,000.

We will make the first distribution on a REMIC Certificate or an RCR Certificate received in an exchange transaction on the Distribution Date in the following month. We will make that distribution to the Holder of record as of the close of business on the last day of the month of the exchange.

Additional Considerations. The characteristics of RCR Certificates will reflect the characteristics of the REMIC Certificates used to form those RCR Certificates. You should also consider a number of factors that will limit a Certificateholder’s ability to exchange REMIC Certificates for RCR Certificates or vice versa:

- At the time of the proposed exchange, a Certificateholder must own Certificates of the related Class or Classes in the proportions necessary to make the desired exchange.
- A Certificateholder that does not own the Certificates may be unable to obtain the necessary REMIC Certificates or RCR Certificates.
- The Certificateholder of needed Certificates may refuse to sell them at a reasonable price (or any price) or may be unable to sell them.
- Certain Certificates may have been purchased and placed into other financial structures and thus be unavailable.
- Principal distributions will decrease the amounts available for exchange over time.
- Only the combinations listed on Schedule 1 are permitted.

The Trust MBS

The following table contains certain information about the Trust MBS. The Trust MBS included in each specified Group will have the aggregate unpaid principal balance and Pass-Through Rate shown below and the general characteristics described in the MBS Prospectus. The Trust MBS provides that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional Level Payment Mortgage Loans secured by first mortgages or deeds of trust on one- to four-family (“single-family”) residential properties. These Mortgage Loans have original maturities of up to 30 years. See “The Mortgage Pools” and “Yield Considerations” in the MBS Prospectus. We expect the characteristics of the Trust MBS and the related Mortgage Loans as of November 1, 2000 (the “Issue Date”) to be as follows:

Group 1 MBS

Aggregate Unpaid Principal Balance	\$444,586,176
MBS Pass-Through Rate	8.00%

Related Mortgage Loans

Range of WACs (annual percentages)	8.25% to 10.50%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	357 months
Approximate Weighted Average CAGE	2 months

Group 2 MBS

Aggregate Unpaid Principal Balance	\$150,000,000
MBS Pass-Through Rate	8.00%

Related Mortgage Loans

Range of WACs (annual percentages)	8.25% to 10.50%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	354 months
Approximate Weighted Average CAGE	5 months

The Group 3 Underlying REMIC Certificates

The Group 3 Underlying REMIC Certificates represent beneficial ownership interests in the Underlying REMIC Trust. The assets of that trust evidence direct or indirect beneficial ownership interests in certain MBS having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a Pool of conventional Level Payment Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield Considerations” in the MBS Prospectus. Distributions on the Group 3 Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 3 Underlying REMIC Certificates are described in the Underlying REMIC Disclosure Document.

See Exhibit A for additional information about the Group 3 Underlying REMIC Certificates.

For further information about the Group 3 Underlying REMIC Certificates, telephone us at 1-800-237-8627 or 202-752-6547. You also may obtain certain information in electronic form by calling us at 1-800-752-6440 or 202-752-6000. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in that document may be limited.

Final Data Statement

After issuing the Certificates, we will prepare a Final Data Statement containing certain information, including the principal balances of the Group 3 Underlying REMIC Certificates as of the Issue Date and, with respect to the Trust 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 the Trust MBS as of the Issue Date. The Final Data Statement also will include the weighted averages of all the current or original WACs and the weighted averages of all the current or Adjusted WAMs, based on the current unpaid principal balances of the Mortgage Loans underlying each of the Trust MBS as of the Issue Date. You may obtain the Final Data Statement by telephoning us at 1-800-237-8627 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 us at 1-800-752-6440 or 202-752-6000.

Distributions of Interest

Categories of Classes

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

<u>Interest Type*</u>	<u>Classes</u>
Group 1 Classes	
Fixed Rate	PV, PY, IA, DI, CJ, CH, CG, Z and ZA
Floating Rate	F, FY, FK and FU
Inverse Floating Rate	S, SX, SK, SD and SU
Accrual	Z and ZA
Interest Only	IA, DI, S and SK
Principal Only	DP
RCR**	PB
Group 2 Classes	
Fixed Rate	E, EA and BI
Floating Rate	FB and FC
Inverse Floating Rate	ST and SC
Interest Only	ST, SC and BI
Principal Only	BP
RCR**	B
Group 3 Class	
Fixed Rate	D
No Payment Residual	R and RL

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

** See “—Combination and Recombination” above and Schedule 1 for a further description of the RCR Classes.

General. We will pay interest on the Certificates at the applicable annual interest rates specified on the cover or described in this prospectus supplement. We calculate interest based on an assumed 360-day year consisting of twelve 30-day months. We pay interest monthly (except in the case of the Accrual Classes) on each Distribution Date, beginning in the month after the Settlement Date specified in the Reference Sheet.

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

Interest payments on exchangeable REMIC Certificates will be applied to the corresponding RCR Certificates, on a pro rata basis, following any exchange.

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

<u>Classes</u>	<u>Interest Accrual Periods</u>
All Fixed Rate Classes and the FY, SX, FU and SU Classes (collectively, the “Delay Classes”)	Calendar month preceding the month in which the Distribution Date occurs
All Floating Rate and Inverse Floating Rate Classes other than the FY, SX, FU and SU Classes	One-month period beginning on the 25th day of the month preceding the month in which the Distribution Date occurs

See “Additional Risk Factors—*Delay classes have lower yields and market values*” in this prospectus supplement.

The Dealer will treat the DP and BP Classes as Delay Classes for the sole purpose of facilitating trading.

Accrual Classes. The Z and ZA Classes are Accrual Classes. Interest will accrue on the Accrual Classes at the applicable annual rates specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on the Accrual Classes will be added as principal to their principal balances on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principal” below.

Notional Classes. The Notional Classes will not have principal balances. During each Interest Accrual Period, the Notional Classes will bear interest on their notional principal balances at their applicable interest rates. The notional principal balances of the Notional Classes will be calculated as specified under “Reference Sheet—Notional Classes” in this prospectus supplement.

We use the notional principal balance of a Notional Class to determine interest payments on that Class. Although a Notional Class will not have a principal balance and will not be entitled to any principal payments, we will publish a class factor for that Class. References in this prospectus supplement to the principal balances of the Certificates generally shall refer also to the notional principal balances of the Notional Classes.

Floating Rate and Inverse Floating Rate Classes. During each Interest Accrual Period, the Floating Rate and Inverse Floating Rate Classes will bear interest at rates determined as described under “Reference Sheet—Interest Rates” in this prospectus supplement.

Changes in the specified interest rate index (the “Index”) will affect the yields with respect to the related Classes. These changes may not correspond to changes in mortgage interest rates. Lower mortgage interest rates could occur while an increase in the level of the Index occurs. Similarly, higher mortgage interest rates could occur while a decrease in the level of the Index occurs.

Our establishment of each Index value and our determination of the interest rate for each applicable Class for the related Interest Accrual Period will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627 or 202-752-6547.

Calculation of LIBOR

On each Index Determination Date, we will calculate LIBOR for the related Interest Accrual Period. We will calculate LIBOR on the basis of the “BBA Method,” as described in the REMIC Prospectus under “Description of Certificates—Indexes for Floating Rate Classes and Inverse Floating Rate Classes—*LIBOR*.”

If we are unable to calculate LIBOR on the initial Index Determination Date, LIBOR for the following Interest Accrual Period will be equal to 6.62%.

Distributions of Principal

Categories of Classes

For the purpose of principal payments, the Classes fall into the following categories:

<u>Principal Type*</u>	<u>Classes</u>
Group 1 Classes	
PAC	PV, PY and DP
Scheduled	CJ, CH, F, CG, FK and SD
Support	Z, FY, SX, ZA, FU and SU
Accretion Directed	CJ, CH, F, CG, FK and SD
Notional	IA, DI, S and SK
RCR**	PB

** See “—Combination and Recombination” above and Schedule 1 for a further description of the RCR Classes.

- (ii) to the DP Class, until its principal balance is reduced to its Planned Balance for such Distribution Date; } PAC Classes
- (iii) (a) 72.2323854491% of the remaining amount as follows:
- first*, concurrently, to the F, CJ, CH and CG Classes, pro rata, until their principal balances are reduced to their Scheduled Balances for such Distribution Date; } Scheduled Classes
- second*, to the Z Class, until its principal balance is reduced to zero; } Support Classes
- third*, concurrently, to the FY and SX Classes, pro rata (or 94.1176472029% and 5.8823527971%, respectively), until their principal balances are reduced to zero; and } Support Classes
- fourth*, concurrently, to the F, CJ, CH and CG Classes, pro rata, without regard to their Scheduled Balances and until their principal balances are reduced to zero, and } Scheduled Classes
- (b) 27.7676145509% of such remaining amount as follows:
- first*, concurrently, to the FK and SD Classes, pro rata, until their principal balances are reduced to their Scheduled Balances for such Distribution Date; } Scheduled Classes
- second*, to the ZA Class, until its principal balance is reduced to zero; } Support Classes
- third*, concurrently, to the FU and SU Classes, pro rata (or 94.1176459669% and 5.8823540331%, respectively), until their principal balances are reduced to zero; and } Support Classes
- fourth*, concurrently, to the FK and SD Classes, pro rata, without regard to their Scheduled Balances and until their principal balances are reduced to zero; } Scheduled Classes
- (iv) concurrently, to the PV and PY Classes, pro rata, without regard to their Planned Balances and until their principal balances are reduced to zero; and } PAC Classes
- (v) to the DP Class, without regard to its Planned Balance and until its principal balance is reduced to zero. } PAC Classes

Group 2 Principal Distribution Amount

On each Distribution Date, we will pay the Group 2 Principal Distribution Amount as principal of the Group 2 Classes as follows:

- (a) 33.3333333333% of such amount, concurrently, to the FB and FC Classes, pro rata (or 50% and 50%, respectively), until their principal balances are reduced to zero; and } Pass-Through Classes
- (b) 66.6666666667% of such amount, sequentially, to the E, EA and BP Classes, in that order, until their principal balances are reduced to zero. } Sequential Pay Classes

Group 3 Principal Distribution Amount

On each Distribution Date, we will pay the Group 3 Principal Distribution Amount as principal of the D Class, until its principal balance is reduced to zero. } Structured Collateral / Pass-Through Class

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each Pool of Mortgage Loans backing the Group 3 Underlying REMIC Certificates, the priority sequence affecting the principal payments on the Group 3 Underlying REMIC Certificates and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, CAGEs and interest rates specified under “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related table;
- the settlement date for the sale of the Certificates is November 30, 2000;
- each Distribution Date occurs on the 25th day of a month; and
- the Fannie Mae repurchase option is not exercised.

Prepayment Assumptions. Prepayments of mortgage loans commonly are measured relative to a prepayment standard or model. The model used here is The Bond Market 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 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 are found beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the related Mortgage Loans will prepay at a constant PSA rate within the applicable Structuring Ranges set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Classes</u>	<u>Structuring Ranges</u>
Planned Balances	PV, PY, DP and PB	Between 100% and 300%
Scheduled Balances	F, CJ, CH and CG	Between 180% and 250%
Scheduled Balances	FK and SD	Between 190% and 255%

We cannot assure you that the balance of any Class listed above will conform on any Distribution Date to the specified balance in the Principal Balance Schedules. As a result, we cannot assure you that payments of principal of any Class listed above will begin or end on the Distribution Dates specified in the Principal Balance Schedules. We will distribute any excess of principal payments over the amount needed to reduce a Class to its scheduled balance on a Distribution Date. Accordingly, the ability to reduce a Class to its scheduled balance will not be improved by the averaging of high and low principal payments from month to month. In addition, even if the related Mortgage Loans prepay at rates falling within the applicable Structuring Ranges, principal distributions may be insufficient to reduce the applicable Classes to their scheduled balances if the prepayments do not occur at a *constant* PSA rate. Moreover, because of the diverse remaining terms to maturity of the related 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) which would reduce that Class to its scheduled balance on each

Distribution Date. The Initial Effective Ranges shown in the table below are based upon the assumed characteristics of the related Mortgage Loans specified in the Pricing Assumptions.

<u>Classes</u>	<u>Initial Effective Ranges</u>
PV	Between 100% and 407%
PY	Between 100% and 407%
DP	Between 100% and 300%
F	Between 179% and 250%
CJ	Between 179% and 250%
CH	Between 179% and 250%
CG	Between 179% and 250%
FK	Between 188% and 255%
SD	Between 188% and 255%
PB	Between 100% and 300%

The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. The actual Effective Ranges calculated on the basis of the actual characteristics are likely to 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. This is so particularly if the rate were at the lower or higher end of those 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 related 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 and Scheduled Classes will be supported in part by the related Support Classes. When the related Support Classes are retired, the PAC and Scheduled Classes, if still outstanding, may no longer have Effective Ranges and will be more sensitive to prepayments.

Yield Tables

General. The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA and, where specified, to changes in the Index. We calculated the yields set forth in the tables by

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

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

We cannot assure you that

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

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer

than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is unlikely that

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

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

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Reference Sheet—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified level of the Index, and
- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
S	2.562500%
SX.....	96.125000%
SK.....	1.312500%
SD.....	94.500000%
SU.....	95.500000%
ST.....	0.109375%
SC.....	5.062500%

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

**Sensitivity of the 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>180%</u>	<u>248%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>
4.62%	155.3%	151.4%	137.7%	137.7%	137.7%	137.7%	128.9%
6.62%	56.2%	54.2%	35.5%	35.5%	35.5%	34.9%	11.8%
8.05%	*	*	*	*	*	*	*

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

**Sensitivity of the SX 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>180%</u>	<u>248%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>
4.62%	50.2%	50.2%	50.2%	50.3%	50.3%	50.4%	50.7%
6.62%	14.1%	14.1%	14.1%	14.4%	14.4%	15.0%	16.0%
7.45%	0.1%	0.2%	0.2%	0.4%	0.4%	1.3%	2.6%

**Sensitivity of the SK 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>190%</u>	<u>248%</u>	<u>255%</u>	<u>300%</u>	<u>500%</u>
4.62%	264.1%	259.7%	247.7%	247.7%	247.7%	247.7%	241.5%
6.62%	53.0%	51.4%	35.0%	35.0%	35.0%	31.6%	3.7%
7.30% and above	*	*	*	*	*	*	*

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

**Sensitivity of the SD 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>190%</u>	<u>248%</u>	<u>255%</u>	<u>300%</u>	<u>500%</u>
7.30% and below	10.6%	10.7%	11.6%	11.6%	11.6%	12.0%	13.1%
7.62%	5.1%	5.3%	6.2%	6.2%	6.2%	6.5%	7.8%
7.90%	0.4%	0.6%	1.5%	1.5%	1.5%	1.9%	3.2%

**Sensitivity of the SU 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>190%</u>	<u>248%</u>	<u>255%</u>	<u>300%</u>	<u>500%</u>
4.62%	50.6%	50.6%	50.6%	50.7%	50.7%	51.0%	51.6%
6.62%	14.2%	14.2%	14.2%	14.6%	14.7%	15.5%	16.9%
7.45%	0.2%	0.2%	0.2%	0.5%	0.6%	1.8%	3.5%

**Sensitivity of the ST 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>248%</u>	<u>300%</u>	<u>500%</u>
8.4500% and below	46.5%	43.9%	35.9%	33.1%	21.9%
8.4750%	20.2%	17.4%	9.0%	6.0%	(6.0)%
8.5000%	*	*	*	*	*

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

**Sensitivity of the SC 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>248%</u>	<u>300%</u>	<u>500%</u>
4.62%	82.3%	79.8%	72.2%	69.5%	58.9%
6.62%	35.1%	32.4%	24.3%	21.4%	9.9%
8.45% and above	*	*	*	*	*

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

The IA, DI and BI Classes. The yields to investors in the IA, DI and BI Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to maturity on the IA, DI and BI Classes would be 0% if prepayments of the related Mortgage Loans were to occur at constant rates of 791% PSA, 639% PSA and 492% PSA, respectively. If the actual prepayment rate of the related Mortgage Loans were to exceed the level specified for as little as one month while equaling such level for the remaining months, the investors in the IA, DI and BI Classes would lose money on their initial investments.

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

<u>Class</u>	<u>Price*</u>
IA	24.000%
DI	37.875%
BI	44.000%

* 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 IA Class to Prepayments

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>248%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	25.7%	20.2%	20.2%	20.2%	13.8%

Sensitivity of the DI Class to Prepayments

	PSA Prepayment Assumption				
	<u>50%</u>	<u>100%</u>	<u>248%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	18.6%	14.7%	14.7%	14.7%	6.7%

Sensitivity of the BI Class to Prepayments

	PSA Prepayment Assumption				
	<u>50%</u>	<u>100%</u>	<u>248%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	18.1%	17.3%	12.1%	9.8%	(0.5)%

The Principal Only Classes. The DP and BP Classes will not bear interest. As indicated in the tables below, a low rate of principal payments (including prepayments) on the related Mortgage Loans will have a negative effect on the yields to investors in the DP and BP Classes.

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

<u>Class</u>	<u>Price*</u>
DP	64.750%
BP	58.000%

Sensitivity of the DP Class to Prepayments

	PSA Prepayment Assumption				
	<u>50%</u>	<u>100%</u>	<u>248%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	3.6%	5.0%	5.0%	5.0%	7.7%

Sensitivity of the BP Class to Prepayments

	PSA Prepayment Assumption				
	<u>50%</u>	<u>100%</u>	<u>248%</u>	<u>300%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	2.5%	3.1%	5.7%	6.8%	10.8%

Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by

- multiplying the amount of the reduction, if any, of the principal balance of the 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,
- summing the results, and

- (c) dividing the sum by the aggregate amount of the reductions in principal balance of the 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 Certificates—Weighted Average Life and Final Distribution Date” in the REMIC Prospectus.

In general, the weighted average lives of the Certificates will be shortened if the level of prepayments of principal of the related Mortgage Loans increases. However, the weighted average lives will depend upon a variety of other factors, including

- the timing of changes in the rate of principal payments,
- the priority sequences of payments of principal of the Group 1 and Group 2 Classes,
- in the case of the Group 3 Class, the priority sequence affecting distributions on the related Underlying REMIC Certificates, and
- in the case of the Group 1 Classes, the payment of principal of certain Classes in accordance with the Principal Balance Schedules.

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

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

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA rates and the corresponding weighted average lives of such Classes. The tables have been prepared on the basis of the Pricing Assumptions. However, in the case of the information set forth for each Class under 0% PSA, we assumed that the underlying Mortgage Loans have the original and remaining terms to maturity and bear interest at the annual rates specified in the table below.

<u>Mortgage Loans Relating to Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	10.50%
Group 2 MBS	360 months	360 months	10.50%
Group 3 Underlying REMIC Certificates	360 months	273 months	9.50%

It is unlikely

- that all of the underlying Mortgage Loans will have the interest rates, CAGEs or remaining terms to maturity assumed or
- that the underlying Mortgage Loans will prepay at any *constant* PSA level.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA rates. This is the case even if the dispersion of weighted average remaining terms to maturity and the weighted average CAGEs of the Mortgage Loans are identical to the dispersion specified in the Pricing Assumptions.

Percent of Original Principal Balances Outstanding

Date	PV and PY Classes					IA [†] Class					DI [†] , DP and PB Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	248%	300%	500%	0%	100%	248%	300%	500%	0%	100%	248%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2001	100	98	98	98	98	100	99	99	99	99	100	100	100	100	100
November 2002	96	69	69	69	69	98	86	86	86	86	100	100	100	100	100
November 2003	93	31	31	31	30	97	68	68	68	68	100	100	100	100	100
November 2004	88	0	0	0	0	95	53	53	53	42	100	98	98	98	77
November 2005	84	0	0	0	0	93	46	46	46	29	100	85	85	85	53
November 2006	79	0	0	0	0	90	40	40	40	20	100	73	73	73	37
November 2007	73	0	0	0	0	88	34	34	34	14	100	62	62	62	25
November 2008	67	0	0	0	0	85	28	28	28	10	100	51	51	51	18
November 2009	60	0	0	0	0	82	23	23	23	7	100	42	42	42	12
November 2010	52	0	0	0	0	78	18	18	18	5	100	34	34	34	8
November 2011	43	0	0	0	0	74	15	15	15	3	100	27	27	27	6
November 2012	33	0	0	0	0	70	12	12	12	2	100	22	22	22	4
November 2013	23	0	0	0	0	65	9	9	9	1	100	17	17	17	3
November 2014	11	0	0	0	0	59	7	7	7	1	100	14	14	14	2
November 2015	0	0	0	0	0	54	6	6	6	1	99	11	11	11	1
November 2016	0	0	0	0	0	51	5	5	5	*	94	9	9	9	1
November 2017	0	0	0	0	0	48	4	4	4	*	88	7	7	7	1
November 2018	0	0	0	0	0	44	3	3	3	*	81	5	5	5	*
November 2019	0	0	0	0	0	40	2	2	2	*	74	4	4	4	*
November 2020	0	0	0	0	0	36	2	2	2	*	66	3	3	3	*
November 2021	0	0	0	0	0	31	1	1	1	*	57	2	2	2	*
November 2022	0	0	0	0	0	26	1	1	1	*	47	2	2	2	*
November 2023	0	0	0	0	0	19	1	1	1	*	36	1	1	1	*
November 2024	0	0	0	0	0	13	1	1	1	*	23	1	1	1	*
November 2025	0	0	0	0	0	5	*	*	*	*	10	1	1	1	*
November 2026	0	0	0	0	0	*	*	*	*	*	*	*	*	*	*
November 2027	0	0	0	0	0	*	*	*	*	*	*	*	*	*	*
November 2028	0	0	0	0	0	*	*	*	*	*	*	*	*	*	*
November 2029	0	0	0	0	0	*	*	*	*	*	*	*	*	*	*
November 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	9.5	2.5	2.5	2.5	2.4	15.9	6.2	6.2	6.2	4.4	21.3	9.2	9.2	9.2	6.0

* 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	CJ, CH, F, S† and CG Classes							Z Class							FY and SX Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	180%	248%	250%	300%	500%	0%	100%	180%	248%	250%	300%	500%	0%	100%	180%	248%	250%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2001	96	88	83	83	83	83	83	108	108	100	75	74	56	0	100	100	100	100	100	100	94
November 2002	94	86	69	69	69	69	69	117	117	100	20	18	0	0	100	100	100	100	100	86	4
November 2003	92	84	51	51	51	51	0	127	127	100	0	0	0	0	100	100	100	84	83	46	0
November 2004	90	82	36	36	36	36	0	138	138	100	0	0	0	0	100	100	100	68	66	19	0
November 2005	87	79	25	25	25	25	0	149	149	100	0	0	0	0	100	100	100	57	55	3	0
November 2006	84	76	16	16	16	12	0	161	161	100	0	0	0	0	100	100	100	50	48	0	0
November 2007	82	73	9	9	9	4	0	175	175	100	0	0	0	0	100	100	100	47	45	0	0
November 2008	78	70	5	5	5	*	0	189	189	100	0	0	0	0	100	100	100	46	44	0	0
November 2009	75	66	2	2	2	0	0	205	205	95	0	0	0	0	100	100	100	46	44	0	0
November 2010	71	60	*	*	*	0	0	222	222	86	0	0	0	0	100	100	100	46	44	0	0
November 2011	67	51	0	0	0	0	0	240	240	65	0	0	0	0	100	100	100	42	41	0	0
November 2012	63	40	0	0	0	0	0	260	260	40	0	0	0	0	100	100	100	38	37	0	0
November 2013	58	27	0	0	0	0	0	282	282	13	0	0	0	0	100	100	100	34	32	0	0
November 2014	53	14	0	0	0	0	0	305	305	0	0	0	0	0	100	100	95	30	29	0	0
November 2015	47	0	0	0	0	0	0	331	326	0	0	0	0	0	100	100	86	26	25	0	0
November 2016	41	0	0	0	0	0	0	358	282	0	0	0	0	0	100	100	76	23	22	0	0
November 2017	35	0	0	0	0	0	0	388	237	0	0	0	0	0	100	100	67	19	18	0	0
November 2018	28	0	0	0	0	0	0	420	192	0	0	0	0	0	100	100	59	17	16	0	0
November 2019	20	0	0	0	0	0	0	455	148	0	0	0	0	0	100	100	51	14	13	0	0
November 2020	12	0	0	0	0	0	0	493	103	0	0	0	0	0	100	100	44	12	11	0	0
November 2021	3	0	0	0	0	0	0	534	60	0	0	0	0	0	100	100	37	9	9	0	0
November 2022	0	0	0	0	0	0	0	548	17	0	0	0	0	0	100	100	31	8	7	0	0
November 2023	0	0	0	0	0	0	0	548	0	0	0	0	0	0	100	91	26	6	6	0	0
November 2024	0	0	0	0	0	0	0	548	0	0	0	0	0	0	100	76	21	5	4	0	0
November 2025	0	0	0	0	0	0	0	548	0	0	0	0	0	0	100	62	16	4	3	0	0
November 2026	0	0	0	0	0	0	0	491	0	0	0	0	0	0	100	48	12	3	2	0	0
November 2027	0	0	0	0	0	0	0	330	0	0	0	0	0	0	100	35	8	2	2	0	0
November 2028	0	0	0	0	0	0	0	150	0	0	0	0	0	0	100	22	5	1	1	0	0
November 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	81	9	2	*	*	0	0
November 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.3	9.5	3.5	3.5	3.5	3.3	2.1	27.3	18.7	11.5	1.5	1.4	1.0	0.6	29.4	26.0	19.9	9.9	9.6	3.1	1.5

Date	FK, SK† and SD Classes							ZA Class							FU and SU Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	190%	248%	255%	300%	500%	0%	100%	190%	248%	255%	300%	500%	0%	100%	190%	248%	255%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2001	97	90	86	86	86	86	86	108	108	100	76	73	54	0	100	100	100	100	100	100	86
November 2002	96	89	72	72	72	72	59	117	117	100	22	13	0	0	100	100	100	100	100	78	0
November 2003	94	87	56	56	56	56	0	127	127	100	0	0	0	0	100	100	100	82	74	26	0
November 2004	92	86	42	42	42	39	0	138	138	100	0	0	0	0	100	100	100	61	52	0	0
November 2005	91	84	32	32	32	22	0	149	149	100	0	0	0	0	100	100	100	48	37	0	0
November 2006	89	82	24	24	24	10	0	161	161	100	0	0	0	0	100	100	100	41	29	0	0
November 2007	87	80	18	18	18	3	0	175	175	100	0	0	0	0	100	100	100	37	25	0	0
November 2008	84	78	14	14	14	*	0	189	189	99	0	0	0	0	100	100	100	37	25	0	0
November 2009	82	75	13	13	13	0	0	205	205	93	0	0	0	0	100	100	100	36	25	0	0
November 2010	79	70	11	11	11	0	0	222	222	83	0	0	0	0	100	100	100	35	25	0	0
November 2011	76	63	9	9	9	0	0	240	240	69	0	0	0	0	100	100	100	35	25	0	0
November 2012	73	54	7	7	7	0	0	260	260	54	0	0	0	0	100	100	100	34	25	0	0
November 2013	70	44	6	6	6	0	0	282	282	38	0	0	0	0	100	100	100	33	25	0	0
November 2014	66	34	4	4	4	0	0	305	305	21	0	0	0	0	100	100	100	32	25	0	0
November 2015	62	22	2	2	2	0	0	331	331	3	0	0	0	0	100	100	100	31	25	0	0
November 2016	58	10	1	1	1	0	0	358	358	0	0	0	0	0	100	100	94	30	25	0	0
November 2017	53	0	0	0	0	0	0	388	371	0	0	0	0	0	100	100	85	28	24	0	0
November 2018	48	0	0	0	0	0	0	420	319	0	0	0	0	0	100	100	74	24	20	0	0
November 2019	43	0	0	0	0	0	0	455	268	0	0	0	0	0	100	100	64	20	17	0	0
November 2020	37	0	0	0	0	0	0	493	217	0	0	0	0	0	100	100	54	17	14	0	0
November 2021	30	0	0	0	0	0	0	534	167	0	0	0	0	0	100	100	46	14	11	0	0
November 2022	23	0	0	0	0	0	0	578	118	0	0	0	0	0	100	100	38	11	9	0	0
November 2023	16	0	0	0	0	0	0	626	70	0	0	0	0	0	100	100	31	9	7	0	0
November 2024	8	0	0	0	0	0	0	678	24	0	0	0	0	0	100	100	25	7	6	0	0
November 2025	0	0	0	0	0	0	0	726	0	0	0	0	0	0	100	90	19	5	4	0	0
November 2026	0	0	0	0	0	0	0	662	0	0	0	0	0	0	100	70	14	4	3	0	0
November 2027	0	0	0	0	0	0	0	476	0	0	0	0	0	0	100	51	10	2	2	0	0
November 2028	0	0	0	0	0	0	0	270	0	0	0	0	0	0	100	32	6	1	1	0	0
November 2029	0	0	0	0	0	0	0	40	0	0	0	0	0	0	100	13	2	1	*	0	0
November 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.0	11.0	4.5	4.5	4.5	3.4	2.0	27.5	20.6	12.1	1.5	1.4	1.0	0.5	29.6	27.1	21.1	9.7	8.1	2.6	1.3

* 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	FB, FC, SC† and ST† Classes					E Class					EA Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	248%	300%	500%	0%	100%	248%	300%	500%	0%	100%	248%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2001	99	97	94	92	88	99	93	85	82	71	100	100	100	100	100
November 2002	99	92	82	79	66	98	80	58	50	21	100	100	100	100	100
November 2003	98	85	69	64	46	96	65	27	15	0	100	100	100	100	0
November 2004	98	79	58	52	32	94	51	2	0	0	100	100	100	19	0
November 2005	97	74	49	42	22	93	38	0	0	0	100	100	0	0	0
November 2006	96	68	41	34	15	91	26	0	0	0	100	100	0	0	0
November 2007	95	63	34	27	11	89	14	0	0	0	100	100	0	0	0
November 2008	94	59	29	22	7	86	3	0	0	0	100	100	0	0	0
November 2009	93	54	24	18	5	83	0	0	0	0	100	53	0	0	0
November 2010	92	50	20	14	3	80	0	0	0	0	100	0	0	0	0
November 2011	90	46	17	12	2	77	0	0	0	0	100	0	0	0	0
November 2012	89	42	14	9	2	73	0	0	0	0	100	0	0	0	0
November 2013	87	39	12	7	1	69	0	0	0	0	100	0	0	0	0
November 2014	85	35	10	6	1	65	0	0	0	0	100	0	0	0	0
November 2015	83	32	8	5	1	60	0	0	0	0	100	0	0	0	0
November 2016	80	29	6	4	*	54	0	0	0	0	100	0	0	0	0
November 2017	78	26	5	3	*	48	0	0	0	0	100	0	0	0	0
November 2018	75	23	4	2	*	41	0	0	0	0	100	0	0	0	0
November 2019	71	21	3	2	*	33	0	0	0	0	100	0	0	0	0
November 2020	68	18	3	1	*	25	0	0	0	0	100	0	0	0	0
November 2021	64	16	2	1	*	15	0	0	0	0	100	0	0	0	0
November 2022	59	14	2	1	*	5	0	0	0	0	100	0	0	0	0
November 2023	54	12	1	1	*	0	0	0	0	0	56	0	0	0	0
November 2024	49	10	1	*	*	0	0	0	0	0	0	0	0	0	0
November 2025	43	8	1	*	*	0	0	0	0	0	0	0	0	0	0
November 2026	36	6	*	*	*	0	0	0	0	0	0	0	0	0	0
November 2027	28	4	*	*	*	0	0	0	0	0	0	0	0	0	0
November 2028	20	2	*	*	*	0	0	0	0	0	0	0	0	0	0
November 2029	10	1	*	*	*	0	0	0	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.8	11.6	6.4	5.5	3.6	15.3	4.2	2.2	2.0	1.4	23.1	9.1	4.5	3.8	2.6

Date	BI†, BP and B Classes					D Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	248%	300%	500%	0%	100%	165%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
November 2001	100	100	100	100	100	100	100	100	100	100
November 2002	100	100	100	100	100	100	100	92	92	71
November 2003	100	100	100	100	91	100	88	63	63	23
November 2004	100	100	100	100	63	100	67	39	39	0
November 2005	100	100	97	83	44	100	47	19	19	0
November 2006	100	100	81	67	30	100	28	2	2	0
November 2007	100	100	68	54	21	100	10	0	0	0
November 2008	100	100	57	44	14	100	0	0	0	0
November 2009	100	100	48	35	10	100	0	0	0	0
November 2010	100	99	40	28	7	93	0	0	0	0
November 2011	100	91	33	23	5	83	0	0	0	0
November 2012	100	83	28	18	3	71	0	0	0	0
November 2013	100	76	23	15	2	58	0	0	0	0
November 2014	100	70	19	12	1	43	0	0	0	0
November 2015	100	63	16	9	1	28	0	0	0	0
November 2016	100	57	13	7	1	10	0	0	0	0
November 2017	100	52	10	6	*	0	0	0	0	0
November 2018	100	46	8	4	*	0	0	0	0	0
November 2019	100	41	7	3	*	0	0	0	0	0
November 2020	100	36	5	3	*	0	0	0	0	0
November 2021	100	32	4	2	*	0	0	0	0	0
November 2022	100	27	3	2	*	0	0	0	0	0
November 2023	100	23	3	1	*	0	0	0	0	0
November 2024	97	19	2	1	*	0	0	0	0	0
November 2025	84	15	1	1	*	0	0	0	0	0
November 2026	71	12	1	*	*	0	0	0	0	0
November 2027	56	8	1	*	*	0	0	0	0	0
November 2028	39	5	*	*	*	0	0	0	0	0
November 2029	21	2	*	*	*	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.2	18.1	10.2	8.7	5.5	13.4	4.9	3.7	3.7	2.5

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

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

† 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. If any assets of the Trust remain after the principal balances of all Classes are reduced to zero, we will pay the Holder of the R Class the proceeds from those assets. If any assets of the Lower Tier REMIC remain after the principal balances of the Lower Tier Regular Interests are reduced to zero, we will pay the proceeds of those assets to the Holder of the RL Class. Fannie Mae does not expect that any material assets will remain in either case.

The R and RL Classes will be subject to certain transfer restrictions. We will not permit transfer of record or beneficial ownership of an R or RL Certificate to a “disqualified organization.” In addition, we will not permit transfer of record or beneficial ownership of an R or RL Certificate to any person that is not a “U.S. Person” without our written consent. 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 Certificates—Special 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.

Treasury Department regulations (the “Regulations”) provide that 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. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate knew or should have known that the transferee would be unwilling or unable to pay taxes due on its share of the taxable income of the REMIC trust (that is, the transferor had “improper knowledge”). As discussed under the caption “Special Characteristics of Residual Certificates” in the REMIC Prospectus, the Regulations presume that a transferor does not have improper knowledge if two conditions are met. The Treasury Department has proposed an amendment to the Regulations that would add a third condition, effective February 4, 2000. According to the proposed amendment, a transferor of a Residual Certificate would be presumed not to have improper knowledge only if the present value of the anticipated tax liabilities associated with holding the Residual Certificate is less than or equal to the present value of the sum of (i) any consideration given to the transferee to acquire the Residual Certificate, (ii) expected future distributions on the Residual Certificate, and (iii) anticipated tax savings associated with holding the Residual Certificate as the related REMIC trust generates losses. The application of the proposed amendment to an actual transfer is uncertain, and you should consult your own tax advisor regarding its effect on the transfer of a Residual Certificate.

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, we will be obligated to provide to these Holders (i) information 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 Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Certain Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do

not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

REMIC Elections and Special Tax Attributes

We will elect to treat the Lower Tier REMIC and the Trust as REMICs for federal income tax purposes. The REMIC 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.

Because the Lower Tier REMIC and the Trust will qualify as REMICs, the REMIC Certificates and any related RCR Certificates generally will be treated as “regular or residual interests in a REMIC” for domestic building and loan associations, as “real estate assets” for real estate investment trusts, and, except for the R and RL Classes, as “qualified mortgages” for other REMICs. See “Certain Federal Income Tax Consequences—*REMIC Election and Special Tax Attributes*” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Certificate Group</u>	<u>PSA Prepayment Assumption</u>
1	248%
2	248%
3	165%

See “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates—Treatment of Original Issue Discount—Daily Portions of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Description of Certificates—Weighted Average Life and Final Distribution Date” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

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 120% of the “federal long-term rate.” The rate will be published on or about October 20, 2000. See “Certain

Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*—Treatment of Excess Inclusions” and “—*Foreign Investors*—Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

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

The RCR Classes (each, a “Combination RCR Class”) will represent the beneficial ownership of the underlying REMIC Certificates set forth in Schedule 1. Each Certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in two underlying REMIC Certificates.

Combination RCR Class. A beneficial owner of a Combination RCR Certificate will be treated as the beneficial owner of a proportionate interest in the REMIC Certificates underlying that Combination RCR Certificate. A beneficial owner of a Combination RCR Certificate must allocate its cost to acquire that Certificate among the underlying REMIC Certificates in proportion to their relative fair market values at the time of acquisition. Such owner should account for its ownership interest in each underlying REMIC Certificate as described under “—Taxation of Beneficial Owners of Regular Certificates” above and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates*” in the REMIC Prospectus. When a beneficial owner sells a Combination RCR Certificate, the owner must allocate the sale proceeds among the underlying REMIC Certificates in proportion to their relative fair market values at the time of sale.

Exchanges. If a beneficial owner exchanges one or more REMIC Certificates for the related RCR Certificate or Certificates in the manner described under “Description of the Certificates—Combination and Recombination” in this prospectus supplement, the exchange will not be taxable. Likewise, if a beneficial owner exchanges one or more RCR Certificates for the related REMIC Certificate or Certificates in the manner described in that discussion, the exchange will not be a taxable exchange. In each of these cases, the beneficial owner will be treated as continuing to own after the exchange the same combination of interests in the related REMIC Certificates (or the same interest in the related REMIC Certificate) that it owned immediately prior to the exchange.

PLAN OF DISTRIBUTION

General. We are obligated to deliver the Certificates to PaineWebber Incorporated (the “Dealer”) in exchange for the Trust MBS and the Group 3 Underlying REMIC Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

Increase in Certificates. Before the Settlement Date, we and the Dealer may agree to offer Group 1 or Group 2 Classes in addition to those contemplated as of the date of this prospectus supplement. In this event, we will increase the related Trust MBS in principal balance, but we expect that all these additional Trust MBS will have the same characteristics as described under

“Description of the Certificates—The Trust MBS” in this prospectus supplement. The proportion that the original principal balance of each Group 1 or Group 2 Class bears to the aggregate original principal balance of all Group 1 or Group 2 Classes, respectively, will remain the same. In addition, the dollar amounts shown in the Principal Balance Schedules will be increased to correspond to the increase of the principal balances of the applicable Classes.

LEGAL MATTERS

Brown & Wood LLP will provide legal representation for Fannie Mae. Cleary, Gottlieb, Steen & Hamilton will provide legal representation for the Dealer.

Exhibit A

Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type (1)	Final Distribution Date	Principal Type (1)	Original Principal Balance of Class	November 2000 Class Factor	Principal Balance in the Lower Tier REMIC Trust as of Issue Date	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average CAGE (in months)	Underlying Security Type	Class Group
1993-138	FM	August 1993	31359DDU4	(2)	FLT	December 2021	PAC	\$46,104,386	1.00000000	\$21,666,667	7.507%	254	89	MBS	3
1993-138	SM	August 1993	31359DDV2	(2)	INV	December 2021	PAC	21,278,947	1.00000000	10,000,000	7.507	254	89	MBS	3

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

(2) These classes bear interest during their respective interest accrual periods subject to the applicable maximum and minimum interest rates, as further described in the Underlying REMIC Disclosure Document.

Available Recombinations (1)

REMIC Certificates		RCR Certificates						
Classes	Original Principal or Notional Principal Balances	RCR Class	Original Principal Balance	Interest Rate	Interest Type (2)	Principal Type (2)	CUSIP Number	Final Distribution Date
Recombination 1								
DI	\$187,500,000 (3)	PB	\$200,000,000	7.5%	FIX	PAC	31358SG96	December 2030
DP	200,000,000							
Recombination 2								
BI	47,314,503 (3)	B	\$ 50,468,804	7.5	FIX	SEQ	31358SH20	December 2030
BP	50,468,804							

(1) The principal and/or notional principal balances of the REMIC Certificates and RCR Certificates involved in any exchange will bear the same proportionate relationship as that borne by the original principal and/or original notional principal balances of the related Classes.

(2) See “Description of Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus and “Description of the Certificates—Distributions of Interest” and “—Distributions of Principal”.

(3) Notional Principal Balance.

Principal Balance Schedules

PV Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance through		October 2002	\$26,250,284.50	November 2003	\$11,206,677.42
October 2001	\$36,496,847.00	November 2002	25,177,343.92	December 2003	10,061,464.77
November 2001	35,836,509.58	December 2002	24,072,676.71	January 2004	8,921,843.47
December 2001	35,139,811.46	January 2003	22,936,767.27	February 2004	7,787,784.18
January 2002	34,407,163.48	February 2003	21,770,115.41	March 2004	6,659,257.74
February 2002	33,638,860.86	March 2003	20,573,235.97	April 2004	5,536,235.11
March 2002	32,835,217.28	April 2003	19,382,218.66	May 2004	4,418,687.42
April 2002	31,996,564.64	May 2003	18,197,032.77	June 2004	3,306,585.95
May 2002	31,123,252.84	June 2003	17,017,647.76	July 2004	2,199,902.10
June 2002	30,215,649.60	July 2003	15,844,033.23	August 2004	1,098,607.43
July 2002	29,274,140.15	August 2003	14,676,158.94	September 2004	2,673.67
August 2002	28,299,127.03	September 2003	13,513,994.80	October 2004 and thereafter	0.00
September 2002	27,291,029.74	October 2003	12,357,510.89		

PY Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance through		October 2002	\$26,250,284.50	November 2003	\$11,206,677.42
October 2001	\$36,496,847.00	November 2002	25,177,343.92	December 2003	10,061,464.77
November 2001	35,836,509.58	December 2002	24,072,676.71	January 2004	8,921,843.47
December 2001	35,139,811.46	January 2003	22,936,767.27	February 2004	7,787,784.18
January 2002	34,407,163.48	February 2003	21,770,115.41	March 2004	6,659,257.74
February 2002	33,638,860.86	March 2003	20,573,235.97	April 2004	5,536,235.11
March 2002	32,835,217.28	April 2003	19,382,218.66	May 2004	4,418,687.42
April 2002	31,996,564.64	May 2003	18,197,032.77	June 2004	3,306,585.95
May 2002	31,123,252.84	June 2003	17,017,647.76	July 2004	2,199,902.10
June 2002	30,215,649.60	July 2003	15,844,033.23	August 2004	1,098,607.43
July 2002	29,274,140.15	August 2003	14,676,158.94	September 2004	2,673.67
August 2002	28,299,127.03	September 2003	13,513,994.80	October 2004 and thereafter	0.00
September 2002	27,291,029.74	October 2003	12,357,510.89		

DP Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance through		October 2005	\$172,461,525.35	January 2007	\$142,765,208.08
September 2004	\$200,000,000.00	November 2005	170,413,980.52	February 2007	140,860,910.61
October 2004	197,824,145.30	December 2005	168,376,342.53	March 2007	138,965,765.21
November 2004	195,653,552.74	January 2006	166,348,559.26	April 2007	137,079,723.61
December 2004	193,493,513.95	February 2006	164,330,578.83	May 2007	135,202,737.74
January 2005	191,343,973.49	March 2006	162,322,349.63	June 2007	133,334,759.81
February 2005	189,204,876.19	April 2006	160,323,820.32	July 2007	131,475,742.27
March 2005	187,076,167.18	May 2006	158,334,939.81	August 2007	129,625,637.80
April 2005	184,957,791.88	June 2006	156,355,657.29	September 2007	127,784,399.33
May 2005	182,849,695.95	July 2006	154,385,922.18	October 2007	125,951,980.02
June 2005	180,751,825.38	August 2006	152,425,684.19	November 2007	124,128,333.27
July 2005	178,664,126.38	September 2006	150,474,893.26	December 2007	122,313,412.74
August 2005	176,586,545.47	October 2006	148,533,499.60	January 2008	120,507,172.29
September 2005	174,519,029.45	November 2006	146,601,453.67	February 2008	118,709,566.05
		December 2006	144,678,706.17	March 2008	116,920,548.35

DP Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
April 2008	\$115,140,073.78	September 2012	\$ 44,773,760.57	February 2017	\$ 16,262,362.02
May 2008	113,368,097.14	October 2012	43,951,800.13	March 2017	15,942,628.80
June 2008	111,604,573.48	November 2012	43,144,147.59	April 2017	15,628,639.78
July 2008	109,849,458.07	December 2012	42,350,560.50	May 2017	15,320,296.03
August 2008	108,102,706.40	January 2013	41,570,800.42	June 2017	15,017,500.28
September 2008	106,364,274.19	February 2013	40,804,632.93	July 2017	14,720,156.91
October 2008	104,634,117.40	March 2013	40,051,827.50	August 2017	14,428,171.90
November 2008	102,912,192.19	April 2013	39,312,157.47	September 2017	14,141,452.84
December 2008	101,198,454.97	May 2013	38,585,399.96	October 2017	13,859,908.84
January 2009	99,492,862.35	June 2013	37,871,335.83	November 2017	13,583,450.57
February 2009	97,795,371.16	July 2013	37,169,749.57	December 2017	13,311,990.21
March 2009	96,105,938.47	August 2013	36,480,429.31	January 2018	13,045,441.40
April 2009	94,424,521.56	September 2013	35,803,166.70	February 2018	12,783,719.25
May 2009	92,751,077.90	October 2013	35,137,756.90	March 2018	12,526,740.32
June 2009	91,101,823.89	November 2013	34,483,998.46	April 2018	12,274,422.55
July 2009	89,480,827.76	December 2013	33,841,693.33	May 2018	12,026,685.29
August 2009	87,887,614.64	January 2014	33,210,646.77	June 2018	11,783,449.22
September 2009	86,321,717.58	February 2014	32,590,667.28	July 2018	11,544,636.41
October 2009	84,782,677.36	March 2014	31,981,566.59	August 2018	11,310,170.20
November 2009	83,270,042.41	April 2014	31,383,159.57	September 2018	11,079,975.24
December 2009	81,783,368.69	May 2014	30,795,264.18	October 2018	10,853,977.48
January 2010	80,322,219.51	June 2014	30,217,701.45	November 2018	10,632,104.09
February 2010	78,886,165.48	July 2014	29,650,295.39	December 2018	10,414,283.48
March 2010	77,474,784.33	August 2014	29,092,872.97	January 2019	10,200,445.28
April 2010	76,087,660.83	September 2014	28,545,264.04	February 2019	9,990,520.30
May 2010	74,724,386.66	October 2014	28,007,301.33	March 2019	9,784,440.54
June 2010	73,384,560.28	November 2014	27,478,820.34	April 2019	9,582,139.13
July 2010	72,067,786.85	December 2014	26,959,659.36	May 2019	9,383,550.33
August 2010	70,773,678.11	January 2015	26,449,659.37	June 2019	9,188,609.55
September 2010	69,501,852.23	February 2015	25,948,664.02	July 2019	8,997,253.25
October 2010	68,251,933.77	March 2015	25,456,519.58	August 2019	8,809,418.99
November 2010	67,023,553.53	April 2015	24,973,074.90	September 2019	8,625,045.39
December 2010	65,816,348.47	May 2015	24,498,181.38	October 2019	8,444,072.10
January 2011	64,629,961.57	June 2015	24,031,692.89	November 2019	8,266,439.80
February 2011	63,464,041.79	July 2015	23,573,465.76	December 2019	8,092,090.19
March 2011	62,318,243.91	August 2015	23,123,358.74	January 2020	7,920,965.92
April 2011	61,192,228.48	September 2015	22,681,232.94	February 2020	7,753,010.66
May 2011	60,085,661.70	October 2015	22,246,951.81	March 2020	7,588,169.00
June 2011	58,998,215.33	November 2015	21,820,381.09	April 2020	7,426,386.50
July 2011	57,929,566.62	December 2015	21,401,388.78	May 2020	7,267,609.62
August 2011	56,879,398.16	January 2016	20,989,845.07	June 2020	7,111,785.75
September 2011	55,847,397.87	February 2016	20,585,622.37	July 2020	6,958,863.16
October 2011	54,833,258.86	March 2016	20,188,595.22	August 2020	6,808,791.01
November 2011	53,836,679.36	April 2016	19,798,640.25	September 2020	6,661,519.30
December 2011	52,857,362.62	May 2016	19,415,636.19	October 2020	6,516,998.93
January 2012	51,895,016.86	June 2016	19,039,463.80	November 2020	6,375,181.58
February 2012	50,949,355.14	July 2016	18,670,005.83	December 2020	6,236,019.79
March 2012	50,020,095.34	August 2016	18,307,147.02	January 2021	6,099,466.89
April 2012	49,106,960.03	September 2016	17,950,774.05	February 2021	5,965,477.02
May 2012	48,209,676.41	October 2016	17,600,775.50	March 2021	5,834,005.08
June 2012	47,327,976.22	November 2016	17,257,041.81	April 2021	5,705,006.75
July 2012	46,461,595.71	December 2016	16,919,465.30	May 2021	5,578,438.48
August 2012	45,610,275.50	January 2017	16,587,940.07	June 2021	5,454,257.43

DP Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
July 2021	\$ 5,332,421.53	August 2024	\$ 2,146,864.70	September 2027	\$ 639,661.12
August 2021	5,212,889.38	September 2024	2,089,068.49	October 2027	613,266.45
September 2021	5,095,620.34	October 2024	2,032,433.29	November 2027	587,454.73
October 2021	4,980,574.42	November 2024	1,976,938.06	December 2027	562,214.99
November 2021	4,867,712.33	December 2024	1,922,562.11	January 2028	537,536.45
December 2021	4,756,995.46	January 2025	1,869,285.11	February 2028	513,408.50
January 2022	4,648,385.84	February 2025	1,817,087.07	March 2028	489,820.74
February 2022	4,541,846.17	March 2025	1,765,948.37	April 2028	466,762.95
March 2022	4,437,339.76	April 2025	1,715,849.72	May 2028	444,225.08
April 2022	4,334,830.58	May 2025	1,666,772.15	June 2028	422,197.28
May 2022	4,234,283.20	June 2025	1,618,697.04	July 2028	400,669.85
June 2022	4,135,662.79	July 2025	1,571,606.09	August 2028	379,633.28
July 2022	4,038,935.13	August 2025	1,525,481.30	September 2028	359,078.20
August 2022	3,944,066.58	September 2025	1,480,305.00	October 2028	338,995.44
September 2022	3,851,024.07	October 2025	1,436,059.82	November 2028	319,375.98
October 2022	3,759,775.10	November 2025	1,392,728.71	December 2028	300,210.95
November 2022	3,670,287.73	December 2025	1,350,294.88	January 2029	281,491.64
December 2022	3,582,530.58	January 2026	1,308,741.86	February 2029	263,209.52
January 2023	3,496,472.78	February 2026	1,268,053.46	March 2029	245,356.17
February 2023	3,412,084.01	March 2026	1,228,213.77	April 2029	227,923.35
March 2023	3,329,334.47	April 2026	1,189,207.16	May 2029	210,902.96
April 2023	3,248,194.86	May 2026	1,151,018.28	June 2029	194,287.05
May 2023	3,168,636.40	June 2026	1,113,632.03	July 2029	178,067.78
June 2023	3,090,630.79	July 2026	1,077,033.58	August 2029	162,237.50
July 2023	3,014,150.21	August 2026	1,041,208.36	September 2029	146,788.65
August 2023	2,939,167.35	September 2026	1,006,142.07	October 2029	131,713.83
September 2023	2,865,655.34	October 2026	971,820.63	November 2029	117,005.77
October 2023	2,793,587.77	November 2026	938,230.23	December 2029	102,657.33
November 2023	2,722,938.72	December 2026	905,357.30	January 2030	88,661.49
December 2023	2,653,682.68	January 2027	873,188.49	February 2030	75,011.36
January 2024	2,585,794.59	February 2027	841,710.69	March 2030	61,700.18
February 2024	2,519,249.83	March 2027	810,911.05	April 2030	48,721.29
March 2024	2,454,024.19	April 2027	780,776.89	May 2030	36,068.18
April 2024	2,390,093.90	May 2027	751,295.80	June 2030	23,734.44
May 2024	2,327,435.58	June 2027	722,455.57	July 2030	11,713.77
June 2024	2,266,026.26	July 2027	694,244.20	August 2030 and thereafter	0.00
July 2024	2,205,843.36	August 2027	666,649.91		

CJ Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$23,794,910.00	October 2001	\$20,056,875.00	September 2002	\$17,099,607.11
December 2000	23,624,461.00	November 2001	19,851,254.40	October 2002	16,762,455.33
January 2001	23,419,563.35	December 2001	19,632,143.95	November 2002	16,415,645.21
February 2001	23,180,526.80	January 2002	19,399,737.54	December 2002	16,059,630.76
March 2001	22,907,443.43	February 2002	19,154,316.67	January 2003	15,694,879.79
April 2001	22,600,436.73	March 2002	18,896,182.39	February 2003	15,321,873.16
May 2001	22,259,661.64	April 2002	18,625,654.92	March 2003	14,941,104.01
June 2001	21,885,304.51	May 2002	18,343,073.16	April 2003	14,566,886.30
July 2001	21,477,582.98	June 2002	18,048,794.23	May 2003	14,199,144.95
August 2001	21,036,745.89	July 2002	17,743,192.90	June 2003	13,837,805.68
September 2001	20,563,073.04	August 2002	17,426,661.06	July 2003	13,482,794.97

CJ Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
August 2003	\$13,134,040.08	March 2006	\$ 5,061,715.52	September 2008	\$ 1,234,328.93
September 2003	12,791,469.01	April 2006	4,878,936.57	October 2008	1,164,221.93
October 2003	12,455,010.51	May 2006	4,700,395.71	November 2008	1,099,135.18
November 2003	12,124,594.08	June 2006	4,526,042.12	December 2008	1,038,982.38
December 2003	11,800,149.96	July 2006	4,355,825.53	January 2009	983,678.48
January 2004	11,481,609.11	August 2006	4,189,696.20	February 2009	933,139.71
February 2004	11,168,903.21	September 2006	4,027,604.91	March 2009	887,283.50
March 2004	10,861,964.66	October 2006	3,869,502.97	April 2009	846,028.51
April 2004	10,560,726.55	November 2006	3,715,342.21	May 2009	809,294.58
May 2004	10,265,122.68	December 2006	3,565,074.96	June 2009	772,906.16
June 2004	9,975,087.56	January 2007	3,418,654.08	July 2009	735,749.80
July 2004	9,690,556.35	February 2007	3,276,032.90	August 2009	697,857.92
August 2004	9,411,464.91	March 2007	3,137,165.28	September 2009	659,262.18
September 2004	9,137,749.77	April 2007	3,002,005.55	October 2009	619,993.41
October 2004	8,869,348.13	May 2007	2,870,508.53	November 2009	580,081.69
November 2004	8,606,197.83	June 2007	2,742,629.54	December 2009	539,556.34
December 2004	8,348,237.38	July 2007	2,618,324.35	January 2010	498,445.94
January 2005	8,095,405.92	August 2007	2,497,549.23	February 2010	456,778.35
February 2005	7,847,643.25	September 2007	2,380,260.89	March 2010	414,580.72
March 2005	7,604,889.78	October 2007	2,266,416.52	April 2010	371,879.50
April 2005	7,367,086.57	November 2007	2,155,973.77	May 2010	328,700.47
May 2005	7,134,175.27	December 2007	2,048,890.74	June 2010	285,068.75
June 2005	6,906,098.17	January 2008	1,945,125.98	July 2010	241,008.78
July 2005	6,682,798.15	February 2008	1,844,638.49	August 2010	196,544.41
August 2005	6,464,218.71	March 2008	1,747,387.69	September 2010	151,698.83
September 2005	6,250,303.94	April 2008	1,653,333.45	October 2010	106,494.63
October 2005	6,040,998.50	May 2008	1,562,436.09	November 2010	60,953.82
November 2005	5,836,247.65	June 2008	1,474,656.32	December 2010	15,097.80
December 2005	5,635,997.24	July 2008	1,389,955.31	January 2011 and thereafter	0.00
January 2006	5,440,193.67	August 2008	1,309,543.76		
February 2006	5,248,783.92				

CH Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$1,500,000.00	April 2002	\$1,174,136.92	September 2003	\$ 806,357.47
December 2000	1,489,255.12	May 2002	1,156,323.34	October 2003	785,147.57
January 2001	1,476,338.64	June 2002	1,137,772.38	November 2003	764,318.55
February 2001	1,461,270.09	July 2002	1,118,507.67	December 2003	743,866.02
March 2001	1,444,055.27	August 2002	1,098,553.92	January 2004	723,785.62
April 2001	1,424,701.97	September 2002	1,077,936.86	February 2004	704,073.05
May 2001	1,403,219.95	October 2002	1,056,683.26	March 2004	684,724.04
June 2001	1,379,620.97	November 2002	1,034,820.80	April 2004	665,734.39
July 2001	1,353,918.74	December 2002	1,012,378.12	May 2004	647,099.91
August 2001	1,326,128.94	January 2003	989,384.69	June 2004	628,816.47
September 2001	1,296,269.23	February 2003	965,870.84	July 2004	610,880.00
October 2001	1,264,359.16	March 2003	941,867.65	August 2004	593,286.44
November 2001	1,251,397.11	April 2003	918,277.46	September 2004	576,031.79
December 2001	1,237,584.67	May 2003	895,095.52	October 2004	559,112.10
January 2002	1,222,934.08	June 2003	872,317.17	November 2004	542,523.45
February 2002	1,207,463.07	July 2003	849,937.76	December 2004	526,261.96
March 2002	1,191,190.62	August 2003	827,952.71	January 2005	510,323.80

CH Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
February 2005	\$ 494,705.16	March 2007	\$ 197,762.80	March 2009	\$ 55,933.19
March 2005	479,402.30	April 2007	189,242.50	April 2009	53,332.53
April 2005	464,411.50	May 2007	180,953.10	May 2009	51,016.87
May 2005	449,729.08	June 2007	172,891.78	June 2009	48,722.99
June 2005	435,351.39	July 2007	165,055.74	July 2009	46,380.70
July 2005	421,274.85	August 2007	157,442.24	August 2009	43,992.05
August 2005	407,495.89	September 2007	150,048.53	September 2009	41,559.03
September 2005	394,010.98	October 2007	142,871.93	October 2009	39,083.57
October 2005	380,816.64	November 2007	135,909.77	November 2009	36,567.59
November 2005	367,909.42	December 2007	129,159.39	December 2009	34,012.93
December 2005	355,285.89	January 2008	122,618.20	January 2010	31,421.38
January 2006	342,942.69	February 2008	116,283.60	February 2010	28,794.71
February 2006	330,876.47	March 2008	110,153.03	March 2010	26,134.63
March 2006	319,083.93	April 2008	104,223.98	April 2010	23,442.80
April 2006	307,561.78	May 2008	98,493.93	May 2010	20,720.85
May 2006	296,306.80	June 2008	92,960.41	June 2010	17,970.36
June 2006	285,315.77	July 2008	87,620.96	July 2010	15,192.88
July 2006	274,585.54	August 2008	82,551.93	August 2010	12,389.90
August 2006	264,112.97	September 2008	77,810.48	September 2010	9,562.90
September 2006	253,894.94	October 2008	73,391.03	October 2010	6,713.28
October 2006	243,928.41	November 2008	69,288.04	November 2010	3,842.45
November 2006	234,210.31	December 2008	65,496.09	December 2010	951.75
December 2006	224,737.66	January 2009	62,009.80	January 2011 and thereafter	0.00
January 2007	215,507.48	February 2009	58,823.91		
February 2007	206,516.83				

F Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$30,919,910.00	October 2002	\$21,781,700.80	September 2004	\$11,873,900.79
December 2000	30,698,422.81	November 2002	21,331,044.01	October 2004	11,525,130.62
January 2001	30,432,171.88	December 2002	20,868,426.80	November 2004	11,183,184.23
February 2001	30,121,559.72	January 2003	20,394,457.07	December 2004	10,847,981.70
March 2001	29,766,705.96	February 2003	19,909,759.66	January 2005	10,519,443.97
April 2001	29,367,771.08	March 2003	19,414,975.36	February 2005	10,197,492.78
May 2001	28,924,956.42	April 2003	18,928,704.22	March 2005	9,882,050.72
June 2001	28,438,504.11	May 2003	18,450,848.69	April 2005	9,573,041.19
July 2001	27,908,696.98	June 2003	17,981,312.23	May 2005	9,270,388.38
August 2001	27,335,858.36	July 2003	17,519,999.32	June 2005	8,974,017.29
September 2001	26,720,351.86	August 2003	17,066,815.43	July 2005	8,683,853.71
October 2001	26,062,581.03	September 2003	16,621,667.00	August 2005	8,399,824.20
November 2001	25,795,390.68	October 2003	16,184,461.46	September 2005	8,121,856.11
December 2001	25,510,671.15	November 2003	15,755,107.20	October 2005	7,849,877.55
January 2002	25,208,674.41	December 2003	15,333,513.55	November 2005	7,583,817.38
February 2002	24,889,766.23	January 2004	14,919,590.80	December 2005	7,323,605.23
March 2002	24,554,337.83	February 2004	14,513,250.19	January 2006	7,069,171.46
April 2002	24,202,805.30	March 2004	14,114,403.86	February 2006	6,820,447.16
May 2002	23,835,609.02	April 2004	13,722,964.88	March 2006	6,577,364.16
June 2002	23,453,213.03	May 2004	13,338,847.24	April 2006	6,339,855.02
July 2002	23,056,104.33	June 2004	12,961,965.79	May 2006	6,107,852.99
August 2002	22,644,792.17	July 2004	12,592,236.33	June 2006	5,881,292.05
September 2002	22,219,807.22	August 2004	12,229,575.48	July 2006	5,660,106.86

F Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
August 2006	\$ 5,444,232.79	March 2008	\$ 2,270,614.60	September 2009	\$ 856,667.55
September 2006	5,233,605.89	April 2008	2,148,397.35	October 2009	805,640.38
October 2006	5,028,162.89	May 2008	2,030,282.24	November 2009	753,777.74
November 2006	4,827,841.19	June 2008	1,916,218.25	December 2009	701,117.73
December 2006	4,632,578.85	July 2008	1,806,154.89	January 2010	647,697.49
January 2007	4,442,314.61	August 2008	1,701,665.41	February 2010	593,553.22
February 2007	4,256,987.84	September 2008	1,603,928.72	March 2010	538,720.19
March 2007	4,076,538.56	October 2008	1,512,829.32	April 2010	483,232.79
April 2007	3,900,907.44	November 2008	1,428,253.39	May 2010	427,124.50
May 2007	3,730,035.77	December 2008	1,350,088.81	June 2010	370,427.96
June 2007	3,563,865.49	January 2009	1,278,225.06	July 2010	313,174.95
July 2007	3,402,339.13	February 2009	1,212,553.27	August 2010	255,396.44
August 2007	3,245,399.85	March 2009	1,152,966.16	September 2010	197,122.58
September 2007	3,092,991.42	April 2009	1,099,358.03	October 2010	138,382.72
October 2007	2,945,058.20	May 2009	1,051,624.72	November 2010	79,205.45
November 2007	2,801,545.16	June 2009	1,004,340.38	December 2010	19,618.59
December 2007	2,662,397.86	July 2009	956,058.15	January 2011 and thereafter	0.00
January 2008	2,527,562.42	August 2009	906,820.17		
February 2008	2,396,985.57				

CG Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$12,000,000.00	April 2003	\$ 7,346,219.66	September 2005	\$ 3,152,087.87
December 2000	11,914,040.94	May 2003	7,160,764.19	October 2005	3,046,533.14
January 2001	11,810,709.10	June 2003	6,978,537.35	November 2005	2,943,275.34
February 2001	11,690,160.70	July 2003	6,799,502.07	December 2005	2,842,287.15
March 2001	11,552,442.15	August 2003	6,623,621.65	January 2006	2,743,541.54
April 2001	11,397,615.74	September 2003	6,450,859.79	February 2006	2,647,011.78
May 2001	11,225,759.62	October 2003	6,281,180.56	March 2006	2,552,671.40
June 2001	11,036,967.74	November 2003	6,114,548.40	April 2006	2,460,494.23
July 2001	10,831,349.89	December 2003	5,950,928.14	May 2006	2,370,454.37
August 2001	10,609,031.54	January 2004	5,790,284.95	June 2006	2,282,526.20
September 2001	10,370,153.80	February 2004	5,632,584.39	July 2006	2,196,684.35
October 2001	10,114,873.31	March 2004	5,477,792.35	August 2006	2,112,903.74
November 2001	10,011,176.88	April 2004	5,325,875.09	September 2006	2,031,159.56
December 2001	9,900,677.39	May 2004	5,176,799.25	October 2006	1,951,427.24
January 2002	9,783,472.62	June 2004	5,030,531.77	November 2006	1,873,682.50
February 2002	9,659,704.53	July 2004	4,887,039.97	December 2006	1,797,901.30
March 2002	9,529,524.96	August 2004	4,746,291.49	January 2007	1,724,059.85
April 2002	9,393,095.37	September 2004	4,608,254.34	February 2007	1,652,134.63
May 2002	9,250,586.70	October 2004	4,472,896.83	March 2007	1,582,102.36
June 2002	9,102,179.03	November 2004	4,340,187.63	April 2007	1,513,940.02
July 2002	8,948,061.36	December 2004	4,210,095.71	May 2007	1,447,624.82
August 2002	8,788,431.34	January 2005	4,082,590.40	June 2007	1,383,134.23
September 2002	8,623,494.91	February 2005	3,957,641.32	July 2007	1,320,445.94
October 2002	8,453,466.06	March 2005	3,835,218.43	August 2007	1,259,537.89
November 2002	8,278,566.40	April 2005	3,715,292.00	September 2007	1,200,388.26
December 2002	8,099,024.92	May 2005	3,597,832.61	October 2007	1,142,975.46
January 2003	7,915,077.53	June 2005	3,482,811.16	November 2007	1,087,278.13
February 2003	7,726,966.73	July 2005	3,370,198.83	December 2007	1,033,275.14
March 2003	7,534,941.22	August 2005	3,259,967.13	January 2008	980,945.58

CG Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
February 2008	\$ 930,268.78	March 2009	\$ 447,465.53	March 2010	\$ 209,077.01
March 2008	881,224.27	April 2009	426,660.24	April 2010	187,542.38
April 2008	833,791.82	May 2009	408,134.97	May 2010	165,766.78
May 2008	787,951.42	June 2009	389,783.95	June 2010	143,762.89
June 2008	743,683.24	July 2009	371,045.64	July 2010	121,543.03
July 2008	700,967.71	August 2009	351,936.41	August 2010	99,119.22
August 2008	660,415.41	September 2009	332,472.20	September 2010	76,503.16
September 2008	622,483.85	October 2009	312,668.59	October 2010	53,706.26
October 2008	587,128.22	November 2009	292,540.73	November 2010	30,739.59
November 2008	554,304.35	December 2009	272,103.41	December 2010	7,613.97
December 2008	523,968.72	January 2010	251,371.04	January 2011 and thereafter	0.00
January 2009	496,078.44	February 2010	230,357.68		
February 2009	470,591.25				

FK Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$30,000,000.00	October 2003	\$17,117,770.84	September 2006	\$ 7,494,100.06
December 2000	29,817,109.20	November 2003	16,736,105.99	October 2006	7,316,923.36
January 2001	29,596,760.00	December 2003	16,361,591.18	November 2006	7,144,372.31
February 2001	29,339,045.76	January 2004	15,994,139.89	December 2006	6,976,388.26
March 2001	29,044,069.26	February 2004	15,633,666.59	January 2007	6,812,913.21
April 2001	28,711,969.55	March 2004	15,280,086.65	February 2007	6,653,889.79
May 2001	28,342,922.04	April 2004	14,933,316.37	March 2007	6,499,261.30
June 2001	27,937,138.38	May 2004	14,593,272.97	April 2007	6,348,971.64
July 2001	27,494,866.43	June 2004	14,259,874.59	May 2007	6,202,965.36
August 2001	27,016,390.01	July 2004	13,933,040.26	June 2007	6,061,187.63
September 2001	26,502,028.77	August 2004	13,612,689.89	July 2007	5,923,584.21
October 2001	25,952,137.82	September 2004	13,298,744.28	August 2007	5,790,101.51
November 2001	25,712,255.62	October 2004	12,991,125.08	September 2007	5,660,686.49
December 2001	25,456,664.27	November 2004	12,689,754.84	October 2007	5,535,286.75
January 2002	25,185,608.40	December 2004	12,394,556.91	November 2007	5,413,850.46
February 2002	24,899,426.88	January 2005	12,105,455.53	December 2007	5,296,326.35
March 2002	24,598,482.15	February 2005	11,822,375.75	January 2008	5,182,663.77
April 2002	24,283,159.74	March 2005	11,545,243.44	February 2008	5,072,812.60
May 2002	23,953,867.65	April 2005	11,273,985.31	March 2008	4,966,723.32
June 2002	23,611,035.78	May 2005	11,008,528.85	April 2008	4,864,346.93
July 2002	23,255,115.23	June 2005	10,748,802.37	May 2008	4,765,729.31
August 2002	22,886,577.63	July 2005	10,494,734.96	June 2008	4,672,936.21
September 2002	22,505,914.34	August 2005	10,246,256.50	July 2008	4,585,866.78
October 2002	22,113,635.72	September 2005	10,003,297.65	August 2008	4,504,421.70
November 2002	21,710,270.27	October 2005	9,765,789.81	September 2008	4,428,503.11
December 2002	21,296,363.75	November 2005	9,533,665.17	October 2008	4,358,014.61
January 2003	20,872,478.31	December 2005	9,306,856.66	November 2008	4,292,861.24
February 2003	20,439,191.52	January 2006	9,085,297.93	December 2008	4,232,949.46
March 2003	19,997,095.40	February 2006	8,868,923.41	January 2009	4,178,187.14
April 2003	19,562,876.63	March 2006	8,657,668.22	February 2009	4,128,483.51
May 2003	19,136,440.75	April 2006	8,451,468.20	March 2009	4,083,749.16
June 2003	18,717,694.35	May 2006	8,250,259.93	April 2009	4,043,896.03
July 2003	18,306,545.05	June 2006	8,053,980.68	May 2009	4,008,837.38
August 2003	17,902,901.46	July 2006	7,862,568.40	June 2009	3,974,238.69
September 2003	17,506,673.19	August 2006	7,675,961.75	July 2009	3,938,941.59

FK Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
August 2009	\$ 3,902,976.35	May 2012	\$ 2,500,089.23	January 2015	\$ 1,100,995.79
September 2009	3,866,372.48	June 2012	2,454,825.32	February 2015	1,060,123.87
October 2009	3,829,158.74	July 2012	2,409,571.87	March 2015	1,019,481.33
November 2009	3,791,363.16	August 2012	2,364,339.98	April 2015	979,071.52
December 2009	3,753,013.07	September 2012	2,319,140.40	May 2015	938,897.61
January 2010	3,714,135.08	October 2012	2,273,983.54	June 2015	898,962.62
February 2010	3,674,755.14	November 2012	2,228,879.50	July 2015	859,269.42
March 2010	3,634,898.50	December 2012	2,183,838.05	August 2015	819,820.76
April 2010	3,594,589.79	January 2013	2,138,868.66	September 2015	780,619.20
May 2010	3,553,852.98	February 2013	2,093,980.47	October 2015	741,667.21
June 2010	3,512,711.42	March 2013	2,049,182.34	November 2015	702,967.10
July 2010	3,471,187.83	April 2013	2,004,482.84	December 2015	664,521.05
August 2010	3,429,304.37	May 2013	1,959,890.25	January 2016	626,331.12
September 2010	3,387,082.56	June 2013	1,915,412.59	February 2016	588,399.23
October 2010	3,344,543.39	July 2013	1,871,057.57	March 2016	550,727.21
November 2010	3,301,707.27	August 2013	1,826,832.68	April 2016	513,316.74
December 2010	3,258,594.05	September 2013	1,782,745.13	May 2016	476,169.40
January 2011	3,215,223.07	October 2013	1,738,801.86	June 2016	439,286.67
February 2011	3,171,613.12	November 2013	1,695,009.61	July 2016	402,669.89
March 2011	3,127,782.49	December 2013	1,651,374.84	August 2016	366,320.32
April 2011	3,083,748.95	January 2014	1,607,903.78	September 2016	330,239.12
May 2011	3,039,529.80	February 2014	1,564,602.46	October 2016	294,427.34
June 2011	2,995,141.84	March 2014	1,521,476.65	November 2016	258,885.92
July 2011	2,950,601.41	April 2014	1,478,531.93	December 2016	223,615.73
August 2011	2,905,924.38	May 2014	1,435,773.65	January 2017	188,617.54
September 2011	2,861,126.20	June 2014	1,393,206.96	February 2017	153,892.03
October 2011	2,816,221.83	July 2014	1,350,836.80	March 2017	119,439.79
November 2011	2,771,225.84	August 2014	1,308,667.93	April 2017	85,261.32
December 2011	2,726,152.37	September 2014	1,266,704.90	May 2017	51,357.06
January 2012	2,681,015.14	October 2014	1,224,952.07	June 2017	17,727.36
February 2012	2,635,827.47	November 2014	1,183,413.63	July 2017 and thereafter	0.00
March 2012	2,590,602.29	December 2014	1,142,093.60		
April 2012	2,545,352.15				

SD Class Scheduled Balances

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance	\$1,875,000.00	February 2002	\$1,556,214.18	May 2003	\$1,196,027.55
December 2000	1,863,569.32	March 2002	1,537,405.13	June 2003	1,169,855.90
January 2001	1,849,797.50	April 2002	1,517,697.48	July 2003	1,144,159.07
February 2001	1,833,690.36	May 2002	1,497,116.73	August 2003	1,118,931.34
March 2001	1,815,254.33	June 2002	1,475,689.74	September 2003	1,094,167.07
April 2001	1,794,498.10	July 2002	1,453,444.70	October 2003	1,069,860.68
May 2001	1,771,432.63	August 2002	1,430,411.10	November 2003	1,046,006.62
June 2001	1,746,071.15	September 2002	1,406,619.65	December 2003	1,022,599.45
July 2001	1,718,429.15	October 2002	1,382,102.23	January 2004	999,633.74
August 2001	1,688,524.38	November 2002	1,356,891.89	February 2004	977,104.16
September 2001	1,656,376.80	December 2002	1,331,022.73	March 2004	955,005.42
October 2001	1,622,008.61	January 2003	1,304,529.89	April 2004	933,332.27
November 2001	1,607,015.98	February 2003	1,277,449.47	May 2004	912,079.56
December 2001	1,591,041.52	March 2003	1,249,818.46	June 2004	891,242.16
January 2002	1,574,100.52	April 2003	1,222,679.79	July 2004	870,815.02

SD Class (Continued)

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
August 2004	\$ 850,793.12	January 2009	\$ 261,136.70	May 2013	\$ 122,493.14
September 2004	831,171.52	February 2009	258,030.22	June 2013	119,713.29
October 2004	811,945.32	March 2009	255,234.32	July 2013	116,941.10
November 2004	793,109.68	April 2009	252,743.50	August 2013	114,177.04
December 2004	774,659.81	May 2009	250,552.34	September 2013	111,421.57
January 2005	756,590.97	June 2009	248,389.92	October 2013	108,675.12
February 2005	738,898.48	July 2009	246,183.85	November 2013	105,938.10
March 2005	721,577.72	August 2009	243,936.02	December 2013	103,210.93
April 2005	704,624.08	September 2009	241,648.28	January 2014	100,493.99
May 2005	688,033.05	October 2009	239,322.42	February 2014	97,787.65
June 2005	671,800.15	November 2009	236,960.20	March 2014	95,092.29
July 2005	655,920.93	December 2009	234,563.32	April 2014	92,408.25
August 2005	640,391.03	January 2010	232,133.44	May 2014	89,735.85
September 2005	625,206.10	February 2010	229,672.20	June 2014	87,075.44
October 2005	610,361.86	March 2010	227,181.16	July 2014	84,427.30
November 2005	595,854.07	April 2010	224,661.86	August 2014	81,791.75
December 2005	581,678.54	May 2010	222,115.81	September 2014	79,169.06
January 2006	567,831.12	June 2010	219,544.46	October 2014	76,559.50
February 2006	554,307.71	July 2010	216,949.24	November 2014	73,963.35
March 2006	541,104.26	August 2010	214,331.52	December 2014	71,380.85
April 2006	528,216.76	September 2010	211,692.66	January 2015	68,812.24
May 2006	515,641.25	October 2010	209,033.96	February 2015	66,257.74
June 2006	503,373.79	November 2010	206,356.70	March 2015	63,717.58
July 2006	491,410.52	December 2010	203,662.13	April 2015	61,191.97
August 2006	479,747.61	January 2011	200,951.44	May 2015	58,681.10
September 2006	468,381.25	February 2011	198,225.82	June 2015	56,185.16
October 2006	457,307.71	March 2011	195,486.41	July 2015	53,704.34
November 2006	446,523.27	April 2011	192,734.31	August 2015	51,238.80
December 2006	436,024.27	May 2011	189,970.61	September 2015	48,788.70
January 2007	425,807.08	June 2011	187,196.36	October 2015	46,354.20
February 2007	415,868.11	July 2011	184,412.59	November 2015	43,935.44
March 2007	406,203.83	August 2011	181,620.27	December 2015	41,532.57
April 2007	396,810.73	September 2011	178,820.39	January 2016	39,145.69
May 2007	387,685.34	October 2011	176,013.86	February 2016	36,774.95
June 2007	378,824.23	November 2011	173,201.62	March 2016	34,420.45
July 2007	370,224.01	December 2011	170,384.52	April 2016	32,082.30
August 2007	361,881.34	January 2012	167,563.45	May 2016	29,760.59
September 2007	353,792.91	February 2012	164,739.22	June 2016	27,455.42
October 2007	345,955.42	March 2012	161,912.64	July 2016	25,166.87
November 2007	338,365.65	April 2012	159,084.51	August 2016	22,895.02
December 2007	331,020.40	May 2012	156,255.58	September 2016	20,639.95
January 2008	323,916.49	June 2012	153,426.58	October 2016	18,401.71
February 2008	317,050.79	July 2012	150,598.24	November 2016	16,180.37
March 2008	310,420.21	August 2012	147,771.25	December 2016	13,975.98
April 2008	304,021.68	September 2012	144,946.27	January 2017	11,788.60
May 2008	297,858.08	October 2012	142,123.97	February 2017	9,618.25
June 2008	292,058.51	November 2012	139,304.97	March 2017	7,464.99
July 2008	286,616.67	December 2012	136,489.88	April 2017	5,328.83
August 2008	281,526.36	January 2013	133,679.29	May 2017	3,209.82
September 2008	276,781.44	February 2013	130,873.78	June 2017	1,107.96
October 2008	272,375.91	March 2013	128,073.90	July 2017 and thereafter	0.00
November 2008	268,303.83	April 2013	125,280.18		
December 2008	264,559.34				

PB Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance through		November 2008	\$102,912,192.19	February 2013	\$ 40,804,632.93
September 2004	\$200,000,000.00	December 2008	101,198,454.97	March 2013	40,051,827.50
October 2004	197,824,145.30	January 2009	99,492,862.35	April 2013	39,312,157.47
November 2004	195,653,552.74	February 2009	97,795,371.16	May 2013	38,585,399.96
December 2004	193,493,513.95	March 2009	96,105,938.47	June 2013	37,871,335.83
January 2005	191,343,973.49	April 2009	94,424,521.56	July 2013	37,169,749.57
February 2005	189,204,876.19	May 2009	92,751,077.90	August 2013	36,480,429.31
March 2005	187,076,167.18	June 2009	91,101,823.89	September 2013	35,803,166.70
April 2005	184,957,791.88	July 2009	89,480,827.76	October 2013	35,137,756.90
May 2005	182,849,695.95	August 2009	87,887,614.64	November 2013	34,483,998.46
June 2005	180,751,825.38	September 2009	86,321,717.58	December 2013	33,841,693.33
July 2005	178,664,126.38	October 2009	84,782,677.36	January 2014	33,210,646.77
August 2005	176,586,545.47	November 2009	83,270,042.41	February 2014	32,590,667.28
September 2005	174,519,029.45	December 2009	81,783,368.69	March 2014	31,981,566.59
October 2005	172,461,525.35	January 2010	80,322,219.51	April 2014	31,383,159.57
November 2005	170,413,980.52	February 2010	78,886,165.48	May 2014	30,795,264.18
December 2005	168,376,342.53	March 2010	77,474,784.33	June 2014	30,217,701.45
January 2006	166,348,559.26	April 2010	76,087,660.83	July 2014	29,650,295.39
February 2006	164,330,578.83	May 2010	74,724,386.66	August 2014	29,092,872.97
March 2006	162,322,349.63	June 2010	73,384,560.28	September 2014	28,545,264.04
April 2006	160,323,820.32	July 2010	72,067,786.85	October 2014	28,007,301.33
May 2006	158,334,939.81	August 2010	70,773,678.11	November 2014	27,478,820.34
June 2006	156,355,657.29	September 2010	69,501,852.23	December 2014	26,959,659.36
July 2006	154,385,922.18	October 2010	68,251,933.77	January 2015	26,449,659.37
August 2006	152,425,684.19	November 2010	67,023,553.53	February 2015	25,948,664.02
September 2006	150,474,893.26	December 2010	65,816,348.47	March 2015	25,456,519.58
October 2006	148,533,499.60	January 2011	64,629,961.57	April 2015	24,973,074.90
November 2006	146,601,453.67	February 2011	63,464,041.79	May 2015	24,498,181.38
December 2006	144,678,706.17	March 2011	62,318,243.91	June 2015	24,031,692.89
January 2007	142,765,208.08	April 2011	61,192,228.48	July 2015	23,573,465.76
February 2007	140,860,910.61	May 2011	60,085,661.70	August 2015	23,123,358.74
March 2007	138,965,765.21	June 2011	58,998,215.33	September 2015	22,681,232.94
April 2007	137,079,723.61	July 2011	57,929,566.62	October 2015	22,246,951.81
May 2007	135,202,737.74	August 2011	56,879,398.16	November 2015	21,820,381.09
June 2007	133,334,759.81	September 2011	55,847,397.87	December 2015	21,401,388.78
July 2007	131,475,742.27	October 2011	54,833,258.86	January 2016	20,989,845.07
August 2007	129,625,637.80	November 2011	53,836,679.36	February 2016	20,585,622.37
September 2007	127,784,399.33	December 2011	52,857,362.62	March 2016	20,188,595.22
October 2007	125,951,980.02	January 2012	51,895,016.86	April 2016	19,798,640.25
November 2007	124,128,333.27	February 2012	50,949,355.14	May 2016	19,415,636.19
December 2007	122,313,412.74	March 2012	50,020,095.34	June 2016	19,039,463.80
January 2008	120,507,172.29	April 2012	49,106,960.03	July 2016	18,670,005.83
February 2008	118,709,566.05	May 2012	48,209,676.41	August 2016	18,307,147.02
March 2008	116,920,548.35	June 2012	47,327,976.22	September 2016	17,950,774.05
April 2008	115,140,073.78	July 2012	46,461,595.71	October 2016	17,600,775.50
May 2008	113,368,097.14	August 2012	45,610,275.50	November 2016	17,257,041.81
June 2008	111,604,573.48	September 2012	44,773,760.57	December 2016	16,919,465.30
July 2008	109,849,458.07	October 2012	43,951,800.13	January 2017	16,587,940.07
August 2008	108,102,706.40	November 2012	43,144,147.59	February 2017	16,262,362.02
September 2008	106,364,274.19	December 2012	42,350,560.50	March 2017	15,942,628.80
October 2008	104,634,117.40	January 2013	41,570,800.42	April 2017	15,628,639.78

PB Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
May 2017	\$ 15,320,296.03	October 2021	\$ 4,980,574.42	March 2026	\$ 1,228,213.77
June 2017	15,017,500.28	November 2021	4,867,712.33	April 2026	1,189,207.16
July 2017	14,720,156.91	December 2021	4,756,995.46	May 2026	1,151,018.28
August 2017	14,428,171.90	January 2022	4,648,385.84	June 2026	1,113,632.03
September 2017	14,141,452.84	February 2022	4,541,846.17	July 2026	1,077,033.58
October 2017	13,859,908.84	March 2022	4,437,339.76	August 2026	1,041,208.36
November 2017	13,583,450.57	April 2022	4,334,830.58	September 2026	1,006,142.07
December 2017	13,311,990.21	May 2022	4,234,283.20	October 2026	971,820.63
January 2018	13,045,441.40	June 2022	4,135,662.79	November 2026	938,230.23
February 2018	12,783,719.25	July 2022	4,038,935.13	December 2026	905,357.30
March 2018	12,526,740.32	August 2022	3,944,066.58	January 2027	873,188.49
April 2018	12,274,422.55	September 2022	3,851,024.07	February 2027	841,710.69
May 2018	12,026,685.29	October 2022	3,759,775.10	March 2027	810,911.05
June 2018	11,783,449.22	November 2022	3,670,287.73	April 2027	780,776.89
July 2018	11,544,636.41	December 2022	3,582,530.58	May 2027	751,295.80
August 2018	11,310,170.20	January 2023	3,496,472.78	June 2027	722,455.57
September 2018	11,079,975.24	February 2023	3,412,084.01	July 2027	694,244.20
October 2018	10,853,977.48	March 2023	3,329,334.47	August 2027	666,649.91
November 2018	10,632,104.09	April 2023	3,248,194.86	September 2027	639,661.12
December 2018	10,414,283.48	May 2023	3,168,636.40	October 2027	613,266.45
January 2019	10,200,445.28	June 2023	3,090,630.79	November 2027	587,454.73
February 2019	9,990,520.30	July 2023	3,014,150.21	December 2027	562,214.99
March 2019	9,784,440.54	August 2023	2,939,167.35	January 2028	537,536.45
April 2019	9,582,139.13	September 2023	2,865,655.34	February 2028	513,408.50
May 2019	9,383,550.33	October 2023	2,793,587.77	March 2028	489,820.74
June 2019	9,188,609.55	November 2023	2,722,938.72	April 2028	466,762.95
July 2019	8,997,253.25	December 2023	2,653,682.68	May 2028	444,225.08
August 2019	8,809,418.99	January 2024	2,585,794.59	June 2028	422,197.28
September 2019	8,625,045.39	February 2024	2,519,249.83	July 2028	400,669.85
October 2019	8,444,072.10	March 2024	2,454,024.19	August 2028	379,633.28
November 2019	8,266,439.80	April 2024	2,390,093.90	September 2028	359,078.20
December 2019	8,092,090.19	May 2024	2,327,435.58	October 2028	338,995.44
January 2020	7,920,965.92	June 2024	2,266,026.26	November 2028	319,375.98
February 2020	7,753,010.66	July 2024	2,205,843.36	December 2028	300,210.95
March 2020	7,588,169.00	August 2024	2,146,864.70	January 2029	281,491.64
April 2020	7,426,386.50	September 2024	2,089,068.49	February 2029	263,209.52
May 2020	7,267,609.62	October 2024	2,032,433.29	March 2029	245,356.17
June 2020	7,111,785.75	November 2024	1,976,938.06	April 2029	227,923.35
July 2020	6,958,863.16	December 2024	1,922,562.11	May 2029	210,902.96
August 2020	6,808,791.01	January 2025	1,869,285.11	June 2029	194,287.05
September 2020	6,661,519.30	February 2025	1,817,087.07	July 2029	178,067.78
October 2020	6,516,998.93	March 2025	1,765,948.37	August 2029	162,237.50
November 2020	6,375,181.58	April 2025	1,715,849.72	September 2029	146,788.65
December 2020	6,236,019.79	May 2025	1,666,772.15	October 2029	131,713.83
January 2021	6,099,466.89	June 2025	1,618,697.04	November 2029	117,005.77
February 2021	5,965,477.02	July 2025	1,571,606.09	December 2029	102,657.33
March 2021	5,834,005.08	August 2025	1,525,481.30	January 2030	88,661.49
April 2021	5,705,006.75	September 2025	1,480,305.00	February 2030	75,011.36
May 2021	5,578,438.48	October 2025	1,436,059.82	March 2030	61,700.18
June 2021	5,454,257.43	November 2025	1,392,728.71	April 2030	48,721.29
July 2021	5,332,421.53	December 2025	1,350,294.88	May 2030	36,068.18
August 2021	5,212,889.38	January 2026	1,308,741.86	June 2030	23,734.44
September 2021	5,095,620.34	February 2026	1,268,053.46		

PB Class (Continued)

<u>Distribution Date</u>		<u>Planned Balance</u>
July 2030	\$	11,713.77
August 2030 and thereafter		0.00

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in this Prospectus Supplement and the additional Disclosure Documents. You must not rely on any unauthorized information or representation. This Prospectus Supplement and the additional Disclosure Documents do not constitute an offer or solicitation with regard to the Certificates if it is illegal to make such an offer or solicitation to you under state law. By delivering this Prospectus Supplement and the additional Disclosure Documents at any time, no one implies that the information contained herein or therein is correct after the date hereof or thereof.

The Securities and Exchange Commission has not approved or disapproved the Certificates or determined if this Prospectus Supplement is truthful and complete. Any representation to the contrary is a criminal offense.

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\$626,252,843



**Guaranteed
REMIC
Pass-Through
Certificates**

**Fannie Mae REMIC Trust
2000-44**

PROSPECTUS SUPPLEMENT

PaineWebber Incorporated

October 17, 2000