

\$933,014,387



Guaranteed REMIC Pass-Through Certificates  
Fannie Mae REMIC Trust 2002-2

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 own

- Fannie Mae MBS,
- Fannie Mae Stripped MBS and
- an underlying REMIC certificate backed by Fannie Mae MBS.

The mortgage loans underlying the Fannie Mae MBS and the Fannie Mae Stripped 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
QC(1)	1	\$194,431,000	SEQ	6.00%	FIX	31392BXX7	June 2026
QD(1)	1	75,106,000	SEQ	6.00	FIX	31392BXL5	November 2029
QE(1)	1	10,000,000	SEQ	6.00	FIX	31392BXM3	March 2030
QV	1	10,000,000	SEQ/AD	6.00	FIX	31392BXN1	December 2008
QM	1	24,463,000	SEQ/AD	6.00	FIX	31392BXP6	November 2018
QZ	1	20,000,000	SEQ	6.00	FIX/Z	31392BXQ4	February 2032
MA	2	81,331,000	PAC	5.00	FIX	31392BXR2	November 2010
MB	2	62,349,000	PAC	6.00	FIX	31392BXS0	September 2014
MG	2	50,817,000	PAC	6.00	FIX	31392BXT8	February 2017
MI	2	13,555,166(2)	NTL	6.00	FIX/IO	31392BXU5	November 2010
MF	2	32,560,941	SEG(TAC)/TAC/AD	(3)	FLT	31392BXV3	February 2017
MS	2	13,567,059	SEG(TAC)/TAC/AD	(3)	INV	31392BXW1	February 2017
MZ	2	5,625,000	SEG(TAC)/SUP/AD	6.00	FIX/Z	31392BXX9	February 2017
ZM	2	3,748,000	SUP/AD	6.00	FIX/Z	31392BXY7	February 2017
ZR	2	2,000	SUP	6.00	FIX/Z	31392BXZ4	February 2017
UA(1)	3	61,457,000	PAC	5.00	FIX	31392BYA8	January 2011
UB(1)	3	48,274,000	PAC	6.00	FIX	31392BYB6	January 2015
UC	3	32,682,000	PAC	6.00	FIX	31392BYC4	February 2017
UI(1)	3	10,242,833(2)	NTL	6.00	FIX/IO	31392BYD2	January 2011
FL	3	30,000,000	TAC/AD	(3)	FLT	31392BYE0	February 2017
SL	3	12,500,000	TAC/AD	(3)	INV	31392BYF7	February 2017
UZ	3	5,085,000	SUP/AD	6.00	FIX/Z	31392BYG5	February 2017
UW	3	2,000	SUP	6.00	FIX/Z	31392BYH3	February 2017
F	4	50,000,000	PT	(3)	FLT	31392BYJ9	February 2032
SX(1)	4	35,000,000(2)	NTL	(3)	INV/IO	31392BYK6	July 2028
SY(1)	4	15,000,000(2)	NTL	(3)	INV/IO	31392BYL4	February 2032
NA	5	48,727,930	SC/PT	5.00	FIX	31392BYM2	November 2026
NB	5	60,286,457	SC/PT	5.05	FIX	31392BYN0	November 2026
LA	5	17,666,677(2)	NTL	6.00	FIX/IO	31392BYP5	November 2026
R		0	NPR	0	NPR	31392BYQ3	February 2032
RL		0	NPR	0	NPR	31392BYR1	February 2032

(1) Exchangeable classes.

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

(3) 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 QA, QB, QG, UE and SW 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 January 30, 2002.

Carefully consider the risk factors starting on page S-9 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 "exempt securities" under the Securities Exchange Act of 1934.

LEHMAN BROTHERS

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## AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated September 18, 1998 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Mortgage Pass-Through Certificates dated October 1, 1999 (the “MBS Prospectus”);
- our Information Statement dated March 30, 2001 and its supplements (the “Information Statement”);
- if you are purchasing any Group 4 Class or the R or RL Class, our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated March 30, 2000 (the “SMBS Prospectus”); and
- if you are purchasing any Group 5 Class or the R or RL Class, the disclosure document relating to the underlying REMIC certificate (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:

Lehman Brothers Inc.  
Prospectus Department  
c/o ADP Services  
55 Mercedes Way  
Edgewood, New York 11717  
(telephone 631-254-7106).

## 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

Group	Assets
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 SMBS
5	Class 2001-50-NT REMIC Certificate

### Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS and the Group 4 SMBS (as of January 1, 2002)

	Approximate Principal Balance	Original Term to Maturity (in months)	Approximate Weighted Average Remaining Term to Maturity (in months)	Approximate Weighted Average Loan Age (in months)	Approximate Weighted Average Coupon
Group 1 MBS	\$334,000,000	360	339	17	6.70%
Group 2 MBS	\$250,000,000	180	178	1	6.60%
Group 3 MBS	\$190,000,000	180	178	2	6.60%
Group 4 SMBS*	\$ 50,000,000	360	358	2	6.98%

\* The Group 4 SMBS will represent ownership of (i) payments at a pass-through rate of 6.50% on an initial notional principal amount of \$65,384,616 and (ii) principal payments on an initial principal amount of \$50,000,000 of MBS. See "Description of the Certificates—The Group 4 SMBS" in this prospectus supplement.

The actual remaining terms to maturity, weighted average 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 5 Underlying REMIC Certificate

Exhibit A describes the Group 5 Underlying REMIC Certificate, including certain information about the related mortgage loans. To learn more about the Group 5 Underlying REMIC Certificate, you should obtain from us the current class factor and the disclosure document for the Group 5 Underlying REMIC Certificate 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 January 30, 2002.

## 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>
MF.....	2.330%	8.50%	0.40%	LIBOR + 40 basis points
MS.....	14.808%	19.44%	0.00%	19.44% – (2.4 × LIBOR)
FL.....	2.240%	8.50%	0.40%	LIBOR + 40 basis points
SL.....	15.024%	19.44%	0.00%	19.44% – (2.4 × LIBOR)
F.....	2.500%	8.50%	0.75%	LIBOR + 75 basis points
SX.....	6.000%	7.75%	0.00%	7.75% – LIBOR
SY.....	6.000%	7.75%	0.00%	7.75% – LIBOR
SW.....	6.000%	7.75%	0.00%	7.75% – 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>	
MI .....	16.666666667% of the MA Class
UI .....	16.666666667% of the UA Class
SX and SY(1) .....	100% of the F Class
SW .....	100% of the F Class
IA .....	16.666666667% of the NA Class
	15.833333333% of the NB Class

(1) The sum of these notional principal balances will equal the applicable percentage of the specified balance. On each distribution date, reductions in the principal balance of the Group 4 SMBS will be allocated, sequentially, in reduction of the notional principal balances of the SX and SY Classes, in that order, until their notional principal balances are reduced to zero.

**Distributions of Principal**

*Group 1 Principal Distribution Amount*

*QZ Accrual Amount*

To the QV and QM Classes, in that order, to zero, and thereafter to the QZ Class.

*Group 1 Cash Flow Distribution Amount*

To the QC, QD, QE, QV, QM and QZ Classes, in that order, to zero.

*Group 2 Principal Distribution Amount*

*Group 2 Cash Flow Distribution Amount*

To Aggregate Group I to its Planned Balance.

*MZ Accrual Amount, ZM Accrual Amount, ZR Accrual Amount and Remaining Group 2 Cash Flow Distribution Amount*

1. To Aggregate Group II to its Targeted Balance.
2. To the ZM Class to zero.
3. To Aggregate Group II to zero.
4. To the ZR Class to zero.
5. To Aggregate Group I to zero.

For a description of the Aggregate Groups, see “Description of the Certificates—Distributions of Principal” in this prospectus supplement.

*Group 3 Principal Distribution Amount*

*Group 3 Cash Flow Distribution Amount*

To Aggregate Group IV to its Planned Balance.

*UZ Accrual Amount, UW Accrual Amount and Remaining Group 3 Cash Flow Distribution Amount*

1. To Aggregate Group V to its Targeted Balance.

2. To the UZ Class to zero.
3. To Aggregate Group V to zero.
4. To the UW Class to zero.
5. To Aggregate Group IV to zero.

For a description of the Aggregate Groups, see “Description of the Certificates—Distributions of Principal” in this prospectus supplement.

*Group 4 Principal Distribution Amount*

To the F Class to zero.

*Group 5 Principal Distribution Amount*

To the NA and NB Classes, pro rata, 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)\*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>175%</u>	<u>400%</u>	<u>600%</u>
QC .....	16.0	5.0	3.2	1.5	1.0
QD .....	26.1	14.3	9.6	4.4	2.9
QE .....	27.9	18.7	13.2	6.2	4.0
QV .....	3.6	3.6	3.6	3.6	3.1
QM .....	12.3	12.3	11.9	7.3	5.0
QZ .....	29.1	23.4	19.5	11.5	7.8
QA .....	18.8	7.6	5.0	2.3	1.6
QB .....	26.3	14.8	10.0	4.7	3.0
QG .....	19.2	8.0	5.3	2.5	1.7

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>160%</u>	<u>200%</u>	<u>225%</u>	<u>250%</u>	<u>400%</u>	<u>600%</u>
MA and MI .....	4.3	2.5	2.5	2.5	2.5	2.5	2.3	2.0
MB .....	9.2	6.0	6.0	6.0	6.0	6.0	4.5	3.4
MG .....	12.2	10.5	10.5	10.5	10.5	10.5	8.3	6.2
MF and MS .....	11.0	8.4	4.4	3.9	2.8	2.6	1.6	1.2
MZ .....	14.4	13.2	11.6	1.6	1.2	1.2	0.9	0.6
ZM .....	14.9	14.4	13.8	12.9	11.4	1.7	0.5	0.3
ZR .....	15.0	14.8	14.8	14.8	14.8	8.7	2.6	1.9

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>225%</u>	<u>275%</u>	<u>400%</u>	<u>600%</u>
UA and UI .....	4.3	2.5	2.5	2.5	2.5	2.3	2.0
UB .....	9.2	6.0	6.0	6.0	6.0	4.7	3.6
UC .....	12.1	10.5	10.5	10.5	10.5	8.6	6.4
FL and SL .....	11.8	9.1	3.7	2.8	2.4	1.6	1.2
UZ .....	14.7	14.0	12.5	11.5	1.5	0.6	0.4
UW .....	15.0	14.8	14.8	14.8	6.8	2.7	1.9
UE .....	6.4	4.0	4.0	4.0	4.0	3.4	2.7

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>278%</u>	<u>400%</u>	<u>600%</u>
F and SW .....	21.1	11.5	6.0	4.5	3.2
SX .....	18.0	7.1	3.5	2.7	2.0
SY .....	28.3	21.6	11.9	8.7	5.9

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>175%</u>	<u>400%</u>	<u>600%</u>
NA, NB and IA .....	13.7	4.1	4.1	3.1	2.4

\* Determined as specified under "Description of the Certificates—Weighted Average Lives of the Certificates" in this prospectus supplement.



## 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.

*Payments on the Group 5 Classes also will be affected by the payment priorities governing the Group 5 Underlying REMIC Certificate.* If you invest in any Group 5 Class, the rate at which you receive payments also will be affected by the priority sequence governing principal payments on the Group 5 Underlying REMIC Certificate.

As described in the related disclosure document, the Group 5 Underlying REMIC Certificate has a principal balance schedule. As a result, the Group 5 Underlying REMIC Certificate may receive principal payments at a rate faster or slower than would otherwise have been the case. In some cases, it 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 5 Underlying REMIC Certificate has adhered to its principal balance schedule,
- any related Support classes remain outstanding, or
- the Group 5 Underlying REMIC Certificate otherwise has performed as originally anticipated.

You may obtain additional information about the Group 5 Underlying REMIC Certificate by reviewing its current class factor in light of other information available in the underlying 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 Trust MBS and the Group 4 SMBS 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 prospectus 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 activ-

ities 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 January 1, 2002 (the “Issue Date”). 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 the Issue Date (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

- three groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS” and “Group 3 MBS” and, together, the “Trust MBS”),
- certain Fannie Mae Stripped Mortgage-Backed Securities (the “Group 4 SMBS”), and
- a previously issued REMIC Certificate (the “Group 5 Underlying REMIC Certificate”) evidencing a beneficial ownership interest in the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”) as further described in Exhibit A.

The Group 4 SMBS represent beneficial ownership interests in certain interest and principal distributions on certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates underlying the Group 5 Underlying REMIC Certificate, the “MBS”).

The assets of the Underlying REMIC Trust evidence beneficial ownership interests in certain MBS.

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

*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 Underlying REMIC Certificate 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, “The SMBS Certificates—Fannie Mae Obligations” in the SMBS 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 Certificates on the 25th day of each month (or, if the 25th 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 4 SMBS and the Group 5 Underlying REMIC Certificate.* Holders of the Group 4 SMBS and the Group 5 Underlying REMIC Certificate may be asked to vote on issues arising under the related trust agreements. If so, the Trustee will vote the related Group 4 SMBS or Group 5 Underlying REMIC Certificate, as applicable, as instructed by Holders of Certificates of the Classes backed by the Group 4 SMBS or Group 5 Underlying REMIC Certificate. The Trustee must receive instructions from Holders of Certificates having principal balances totaling at least 51% of the aggregate principal balance of the related Classes. In the absence of such instructions, the Trustee will vote in a manner consistent, in its sole judgment, with the best interests of Certificateholders.

## **Combination and Recombination**

*General.* You are permitted to exchange all or a portion of the QC, QD, QE, UA, UB, UI, SX and SY 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 (or notional principal balances) of these Classes, will depend upon any related distributions of principal, as well as any exchanges that occur. REMIC Certificates and RCR Certificates in any combination may be exchanged only in the proportions shown on Schedule 1.

*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 (exclusive of any notional 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 single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS,



and up to 15 years in the case of the Group 2 and Group 3 MBS. 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 the Issue Date to be as follows:

**Group 1 MBS**

Aggregate Unpaid Principal Balance .....	\$334,000,000
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	241 months to 360 months
Approximate Weighted Average WAM .....	339 months
Approximate Weighted Average WALA (Weighted Average Loan Age) .....	17 months

**Group 2 MBS**

Aggregate Unpaid Principal Balance .....	\$250,000,000
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	121 months to 180 months
Approximate Weighted Average WAM .....	178 months
Approximate Weighted Average WALA .....	1 month

**Group 3 MBS**

Aggregate Unpaid Principal Balance .....	\$190,000,000
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	121 months to 180 months
Approximate Weighted Average WAM .....	178 months
Approximate Weighted Average WALA .....	2 months

**The Group 4 SMBS**

The Group 4 SMBS represent ownership of:

- interest payments at a pass-through rate of 6.50% on an initial notional principal amount of \$65,384,616, and
- principal payments on an initial principal amount of \$50,000,000 of MBS.

The Group 4 SMBS provide that certain payments on the related MBS will be passed through monthly. We expect the characteristics of the Mortgage Loans underlying the Group 4 SMBS as of the Issue Date to be as follows:

Range of WACs (annual percentages) .....	6.75% to 9.00%
Range of WAMs .....	241 months to 360 months
Approximate Weighted Average WAM .....	358 months
Approximate Weighted Average WALA .....	2 months

The general characteristics of the Group 4 SMBS are described in the SMBS Prospectus. The general characteristics of the MBS are described 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. These Mortgage Loans have original maturities of up to 30 years. See “The Mortgage Pools” and “Yield Considerations” in the MBS Prospectus.

**The Group 5 Underlying REMIC Certificate**

The Group 5 Underlying REMIC Certificate represents a beneficial ownership interest in the Underlying REMIC Trust. The assets of that trust evidence beneficial ownership interests in certain MBS having the general characteristics set forth in the MBS Prospectus. Distributions on

the Group 5 Underlying REMIC Certificate will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 5 Underlying REMIC Certificate are described in the Underlying REMIC Disclosure Document. See Exhibit A for additional information about the Group 5 Underlying REMIC Certificate.

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.

For further information about the Group 5 Underlying REMIC Certificate, 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 balance of the Group 5 Underlying REMIC Certificate as of the Issue Date and, with respect to the Trust MBS and the Group 4 SMBS, 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 each of the Trust MBS and the Group 4 SMBS, 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 and the Group 4 SMBS, 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>
<b>Group 1 Classes</b>	
Fixed Rate	QC, QD, QE, QV, QM and QZ
Accrual	QZ
RCR**	QA, QB and QG
<b>Group 2 Classes</b>	
Fixed Rate	MA, MB, MG, MI, MZ, ZM and ZR
Floating Rate	MF
Inverse Floating Rate	MS
Accrual	MZ, ZM and ZR
Interest Only	MI
<b>Group 3 Classes</b>	
Fixed Rate	UA, UB, UC, UI, UZ and UW
Floating Rate	FL
Inverse Floating Rate	SL
Accrual	UZ and UW
Interest Only	UI
RCR**	UE

<u>Interest Type*</u>	<u>Classes</u>
<b>Group 4 Classes</b>	
Floating Rate	F
Inverse Floating Rate	SX and SY
Interest Only	SX and SY
RCR**	SW
<b>Group 5 Classes</b>	
Fixed Rate	NA, NB and IA
Interest Only	IA
<b>No Payment Residual</b>	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.

We will apply interest payments from exchanged REMIC Certificates 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 (collectively, the “Delay Classes”)	Calendar month preceding the month in which the Distribution Date occurs
All Floating Rate and Inverse Floating Rate 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.

*Accrual Classes.* The QZ, MZ, ZM, ZR, UZ and UW 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 respective 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 1.93% for the MF and MS Classes, 1.84% for the FL and SL Classes and 1.75% for the F, SX, SY and SW Classes.

### 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>
<b>Group 1 Classes</b>	
Sequential Pay	QC, QD, QE, QV, QM and QZ
Accretion Directed	QV and QM
RCR**	QA, QB and QG
<b>Group 2 Classes</b>	
PAC	MA, MB and MG
Segment (TAC)/TAC	MF and MS
Segment (TAC)/Support	MZ
Support	ZM and ZR
Accretion Directed	MF, MS, MZ and ZM
Notional	MI
<b>Group 3 Classes</b>	
PAC	UA, UB and UC
TAC	FL and SL
Support	UZ and UW
Accretion Directed	FL, SL and UZ
Notional	UI
RCR**	UE

<u>Principal Type*</u>	<u>Classes</u>
<b>Group 4 Classes</b>	
Pass-Through	F
Notional	SX and SY
RCR*	SW
<b>Group 5 Classes</b>	
Structured Collateral/Pass-Through	NA and NB
Notional	IA
<b>No Payment Residual</b>	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.

*Principal Distribution Amount*

On the Distribution Date in each month, we will pay principal on the Certificates in an aggregate amount (the “Principal Distribution Amount”) equal to the sum of

- the principal then paid on the Group 1 MBS (the “Group 1 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balance of the QZ Class (the “QZ Accrual Amount” and, together with the Group 1 Cash Flow Distribution Amount, the “Group 1 Principal Distribution Amount”),
- the principal then paid on the Group 2 MBS (the “Group 2 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balances of the MZ, ZM and ZR Classes (the “MZ Accrual Amount,” “ZM Accrual Amount” and “ZR Accrual Amount,” respectively, and together with the Group 2 Cash Flow Distribution Amount, the “Group 2 Principal Distribution Amount”),
- the principal then paid on the Group 3 MBS (the “Group 3 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balances of the UZ and UW Classes (the “UZ Accrual Amount” and “UW Accrual Amount,” respectively, and, together with the Group 3 Cash Flow Distribution Amount, the “Group 3 Principal Distribution Amount”),
- the principal then paid on the Group 4 SMBS (the “Group 4 Principal Distribution Amount”), and
- the principal then paid on the Group 5 Underlying REMIC Certificate (the “Group 5 Principal Distribution Amount”).

The portion of the Group 5 Underlying REMIC Certificate held by the Lower Tier REMIC is set forth in Exhibit A.

*Group 1 Principal Distribution Amount*

*QZ Accrual Amount*

On each Distribution Date, we will pay the QZ Accrual Amount, sequentially, as principal of the QV and QM Classes, in that order, until their principal balances are reduced to zero. Thereafter, we will pay the QZ Accrual Amount as principal of the QZ Class. } **Accretion Directed Classes and Accrual Class**

*Group 1 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the Group 1 Cash Flow Distribution Amount, sequentially, as principal of the QC, QD, QE, QV, QM and QZ Classes, in that order, until their principal balances are reduced to zero. } **Sequential Pay Classes**

*Group 2 Principal Distribution Amount*

*Group 2 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the Group 2 Cash Flow Distribution Amount as principal of the Aggregate Group I (described below), until the Aggregate I Balance (described below) is reduced to its Planned Balance for such Distribution Date. } PAC Group

*MZ Accrual Amount, ZM Accrual Amount, ZR Accrual Amount and Remaining Group 2 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the MZ, ZM and ZR Accrual Amounts, together with the remaining Group 2 Cash Flow Distribution Amount, as principal of the Group 2 Classes in the following priority:

- (i) to Aggregate Group II (described below), until the Aggregate II Balance (described below) is reduced to its Targeted Balance for such Distribution Date; } TAC Group
- (ii) to the ZM Class, until its principal balance is reduced to zero; } Support Class
- (iii) to Aggregate Group II, without regard to its Targeted Balance and until the Aggregate II Balance is reduced to zero; } TAC Group
- (iv) to the ZR Class, until its principal balance is reduced to zero; and } Support Class
- (v) to Aggregate Group I, without regard to its Planned Balance and until the Aggregate I Balance is reduced to zero. } PAC Group

“Aggregate Group I” consists of the MA, MB and MG Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I, sequentially, to the MA, MB and MG Classes, in that order, until their principal balances are reduced to zero.

The “Aggregate I Balance” for any Distribution Date is equal to \$194,497,000 *minus* the sum of all amounts previously applied to it as specified above.

“Aggregate Group II” consists of Aggregate Group III (described below) and the MZ Class. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

- first*, to Aggregate Group III, until the Aggregate III Balance (described below) is reduced to its Targeted Balance for such Distribution Date;
- second*, to the MZ Class, until its principal balance is reduced to zero; and
- third*, to Aggregate Group III, without regard to its Targeted Balance and until the Aggregate III Balance is reduced to zero.

The “Aggregate II Balance” for any Distribution Date is equal to \$51,753,000 *minus* the sum of all amounts previously applied to it as specified above.

“Aggregate Group III” consists of the MF and MS Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III, concurrently, to the MF and MS Classes, pro rata (or 70.5882349116% and 29.4117650884%, respectively), until their principal balances are reduced to zero.

The “Aggregate III Balance” for any Distribution Date is equal to \$46,128,000 *minus* the sum of all amounts previously applied to it as specified above.

*Group 3 Principal Distribution Amount*

*Group 3 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the Group 3 Cash Flow Distribution Amount as principal of Aggregate Group IV (described below), until the Aggregate IV Balance (described below) is reduced to its Planned Balance for such Distribution Date. } PAC Group

*UZ Accrual Amount, UW Accrual Amount and Remaining Group 3 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the UZ and UW Accrual Amounts, together with the remaining Group 3 Cash Flow Distribution Amount, as principal of the Group 3 Classes in the following priority:

(i) to Aggregate Group V (described below), until the Aggregate V Balance (described below) is reduced to its Targeted Balance for such Distribution Date; } TAC Group

(ii) to the UZ Class, until its principal balance is reduced to zero; } Support Class

(iii) to Aggregate Group V, without regard to its Targeted Balance and until the Aggregate V Balance is reduced to zero; } TAC Group

(iv) to the UW Class, until its principal balance is reduced to zero; and } Support Class

(v) to Aggregate Group IV, without regard to its Planned Balance and until the Aggregate IV Balance is reduced to zero. } PAC Group

“Aggregate Group IV” consists of the UA, UB and UC Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group IV, sequentially, to the UA, UB and UC Classes, in that order, until their principal balances are reduced to zero.

The “Aggregate IV Balance” for any Distribution Date is equal to \$142,413,000 *minus* the sum of all amounts previously applied to it as specified above.

“Aggregate Group V” consists of the FL and SL Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group V, concurrently, to the FL and SL Classes, pro rata (or 70.5882352941% and 29.4117647059%, respectively), until their principal balances are reduced to zero.

The “Aggregate V Balance” for any Distribution Date is equal to \$42,500,000 *minus* the sum of all amounts previously applied to it as specified above.

*Group 4 Principal Distribution Amount*

On each Distribution Date, we will pay the Group 4 Principal Distribution Amount as principal of the F Class, until its principal balance is reduced to zero. } Pass-Through Class

*Group 5 Principal Distribution Amount*

On each Distribution Date, we will pay the Group 5 Principal Distribution Amount, concurrently, as principal of the NA and NB Classes, pro rata (or 44.6986231276% and 55.3013768724%, respectively), until their principal balances are reduced to zero. } Structured Collateral/Pass-Through Classes

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

## 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 5 Underlying REMIC Certificate, the priority sequence affecting principal payments on the Group 5 Underlying REMIC Certificate and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS and the Group 4 SMBS have the original terms to maturity, remaining terms to maturity, WALAs and interest rates specified under “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS and the Group 4 SMBS” 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 January 30, 2002;
- 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 and Rates.* 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 Range or at the applicable rate set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Groups(1)</u>	<u>Structuring Ranges and Rates</u>
Planned Balances	Aggregate Group I	Between 100% and 250%
Targeted Balances	Aggregate Group II and Aggregate Group V	225%
Targeted Balances	Aggregate Group III	160%
Planned Balances	Aggregate Group IV	Between 100% and 275%

(1) The Structuring Ranges and Rates for the Aggregate Groups are associated with the related Aggregate Balances but not with the individual balances of the related Classes.

**We cannot assure you that the balance of any Group 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 Group 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 Group to its scheduled balance on a Distribution Date. Accordingly, the ability to reduce a Group 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 Groups 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 Groups specified above may not be

reduced to their scheduled balances, even if prepayments occur at a *constant* rate within the applicable Structuring Range or at the applicable rate specified above.

*Initial Effective Ranges.* The Effective Range for a Group is the range of prepayment rates (measured by *constant* PSA rates) which would reduce that Group 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>Groups</u>	<u>Initial Effective Ranges</u>
Aggregate Group I	Between 100% and 250%
Aggregate Group IV	Between 100% and 275%

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 Groups 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 Groups 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 Groups will be supported in part by the related TAC Groups and Support Classes. When the related TAC Groups and Support Classes are retired, the PAC Groups, 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 the Mortgage Loans will prepay at the same rate, or
- the level of the Index will remain constant.

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

<u>Class</u>	<u>% PSA</u>
MI .....	648%
UI .....	683%
IA .....	440%

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

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

<u>Class</u>	<u>Price*</u>
MI .....	11.000000%
UI .....	10.828125%
IA .....	17.250000%

\* 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 MI Class to Prepayments

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>160%</u>	<u>200%</u>	<u>225%</u>	<u>250%</u>	<u>400%</u>	<u>600%</u>
Pre-Tax Yields to Maturity .....	29.9%	20.9%	20.9%	20.9%	20.9%	20.9%	15.3%	3.0%

#### Sensitivity of the UI Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>225%</u>	<u>275%</u>	<u>400%</u>	<u>600%</u>
Pre-Tax Yields to Maturity .....	30.6%	21.2%	21.2%	21.2%	21.2%	17.3%	5.2%

### Sensitivity of the IA Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	175%	400%	600%
Pre-Tax Yields to Maturity . . . . .	24.3%	14.2%	13.9%	3.7%	(15.1)%

*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 tables below, it is possible that investors in the SX, SY and SW 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>
MS . . . . .	95.25%
SL . . . . .	98.00%
SX . . . . .	16.50%
SY . . . . .	8.75%
SW . . . . .	14.00%

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

<u>LIBOR</u>	PSA Prepayment Assumption							
	50%	100%	160%	200%	225%	250%	400%	600%
0.93% . . . . .	19.0%	19.1%	19.8%	19.9%	20.3%	20.4%	21.6%	22.6%
1.93% . . . . .	16.4%	16.5%	17.2%	17.3%	17.7%	17.8%	19.0%	20.1%
3.93% . . . . .	11.2%	11.3%	12.0%	12.1%	12.6%	12.7%	14.0%	15.1%
5.93% . . . . .	6.0%	6.1%	6.8%	7.0%	7.6%	7.7%	9.0%	10.2%
8.10% . . . . .	0.6%	0.7%	1.4%	1.6%	2.2%	2.3%	3.7%	5.0%



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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>225%</u>	<u>275%</u>	<u>400%</u>	<u>600%</u>
0.84% .....	18.5%	18.5%	18.9%	19.1%	19.2%	19.5%	20.0%
1.84% .....	15.9%	16.0%	16.4%	16.5%	16.6%	17.0%	17.5%
3.84% .....	10.9%	10.9%	11.3%	11.5%	11.6%	12.1%	12.7%
5.84% .....	5.8%	5.9%	6.4%	6.6%	6.7%	7.3%	7.9%
8.10% .....	0.3%	0.3%	0.9%	1.1%	1.3%	1.9%	2.6%

**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>278%</u>	<u>400%</u>	<u>600%</u>
0.75% .....	40.3%	36.3%	19.8%	7.7%	(10.7)%
1.75% .....	33.2%	29.0%	11.3%	(1.4)%	(20.6)%
3.75% .....	19.0%	14.0%	(6.9)%	(21.4)%	(42.3)%
5.75% .....	3.7%	(2.7)%	(29.2)%	(46.2)%	(69.5)%
7.75% .....	*	*	*	*	*

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

**Sensitivity of the SY 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>278%</u>	<u>400%</u>	<u>600%</u>
0.75% .....	93.7%	93.7%	93.6%	93.2%	91.3%
1.75% .....	79.1%	79.1%	78.9%	78.3%	75.8%
3.75% .....	51.1%	51.1%	50.5%	48.9%	44.7%
5.75% .....	24.7%	24.5%	21.9%	18.5%	11.2%
7.75% .....	*	*	*	*	*

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

**Sensitivity of the SW 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>278%</u>	<u>400%</u>	<u>600%</u>
0.75% .....	51.4%	49.0%	40.5%	34.6%	24.7%
1.75% .....	43.0%	40.6%	31.8%	25.7%	15.5%
3.75% .....	26.5%	24.0%	14.6%	8.1%	(3.0)%
5.75% .....	10.1%	7.3%	(2.6)%	(9.7)%	(21.9)%
7.75% .....	*	*	*	*	*

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

## **Weighted Average Lives of the Certificates**

The weighted average life of a Certificate is determined by

- (a) multiplying the amount of the reduction, if any, of the principal balance of 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,
- (b) 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, Group 2 and Group 3 Classes,
- in the case of the Group 2 and Group 3 Classes, the payment of principal of certain Classes in accordance with the Principal Balance Schedules, and
- in the case of the Group 5 Classes, the priority sequence affecting principal payments on the Group 5 Underlying REMIC Certificate.

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 those 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	8.50%
Group 2 MBS	180 months	180 months	8.50%
Group 3 MBS	180 months	180 months	8.50%
Group 4 SMBS	360 months	360 months	9.00%
Group 5 Underlying REMIC Certificate	360 months	357 months	8.50%

It is unlikely

- that all of the underlying Mortgage Loans will have the interest rates, WALAs 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 WALAs of the Mortgage Loans are identical to the dispersion specified in the Pricing Assumptions.

## Percent of Original Principal Balances Outstanding

Date	QC Class					QD Class					QE Class					QV Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	99	90	84	66	50	100	100	100	100	100	100	100	100	100	100	88	88	88	88	88
January 2004	97	78	66	31	5	100	100	100	100	100	100	100	100	100	100	75	75	75	75	75
January 2005	96	67	49	6	0	100	100	100	100	40	100	100	100	100	100	61	61	61	61	61
January 2006	94	57	35	0	0	100	100	100	64	0	100	100	100	100	49	46	46	46	46	
January 2007	92	47	22	0	0	100	100	100	26	0	100	100	100	100	0	30	30	30	30	0
January 2008	90	38	11	0	0	100	100	100	0	0	100	100	100	82	0	14	14	14	14	0
January 2009	88	29	1	0	0	100	100	100	0	0	100	100	100	0	0	0	0	0	0	0
January 2010	86	21	0	0	0	100	100	78	0	0	100	100	100	0	0	0	0	0	0	0
January 2011	83	13	0	0	0	100	100	57	0	0	100	100	100	0	0	0	0	0	0	0
January 2012	80	6	0	0	0	100	100	39	0	0	100	100	100	0	0	0	0	0	0	0
January 2013	77	0	0	0	0	100	98	23	0	0	100	100	100	0	0	0	0	0	0	0
January 2014	74	0	0	0	0	100	82	8	0	0	100	100	100	0	0	0	0	0	0	0
January 2015	71	0	0	0	0	100	66	0	0	0	100	100	65	0	0	0	0	0	0	0
January 2016	67	0	0	0	0	100	51	0	0	0	100	100	0	0	0	0	0	0	0	0
January 2017	62	0	0	0	0	100	38	0	0	0	100	100	0	0	0	0	0	0	0	0
January 2018	58	0	0	0	0	100	25	0	0	0	100	100	0	0	0	0	0	0	0	0
January 2019	53	0	0	0	0	100	12	0	0	0	100	100	0	0	0	0	0	0	0	0
January 2020	47	0	0	0	0	100	1	0	0	0	100	100	0	0	0	0	0	0	0	0
January 2021	41	0	0	0	0	100	0	0	0	0	100	23	0	0	0	0	0	0	0	0
January 2022	35	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2023	28	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2024	20	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2025	12	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2026	3	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	81	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	53	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	22	0	0	0	0	100	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	20	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	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	5.0	3.2	1.5	1.0	26.1	14.3	9.6	4.4	2.9	27.9	18.7	13.2	6.2	4.0	3.6	3.6	3.6	3.6	3.1

\*\* Determined as specified under “—Weighted Average Lives of the Certificates” above.

Date	QM Class					QZ Class					QA Class					QB Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%	0%	100%	175%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	100	100	100	100	100	106	106	106	106	106	99	93	88	75	64	100	100	100	100	100
January 2004	100	100	100	100	100	113	113	113	113	113	98	84	75	51	31	100	100	100	100	100
January 2005	100	100	100	100	100	120	120	120	120	120	97	76	64	32	11	100	100	100	100	47
January 2006	100	100	100	100	100	127	127	127	127	127	96	69	53	18	0	100	100	100	68	6
January 2007	100	100	100	100	42	135	135	135	135	135	94	62	44	7	0	100	100	100	35	0
January 2008	100	100	100	100	0	143	143	143	143	117	93	55	36	0	0	100	100	100	10	0
January 2009	98	98	98	66	0	152	152	152	152	74	91	49	28	0	0	100	100	100	0	0
January 2010	91	91	91	10	0	161	161	161	161	46	90	43	22	0	0	100	100	81	0	0
January 2011	83	83	83	0	0	171	171	171	129	29	88	37	16	0	0	100	100	62	0	0
January 2012	74	74	74	0	0	182	182	182	95	18	86	32	11	0	0	100	100	46	0	0
January 2013	65	65	65	0	0	193	193	193	70	11	84	27	6	0	0	100	98	32	0	0
January 2014	55	55	55	0	0	205	205	205	52	7	81	23	2	0	0	100	84	19	0	0
January 2015	45	45	45	0	0	218	218	218	38	4	79	18	0	0	0	100	70	8	0	0
January 2016	34	34	25	0	0	231	231	231	28	3	76	14	0	0	0	100	57	0	0	0
January 2017	22	22	0	0	0	245	245	224	20	2	73	10	0	0	0	100	45	0	0	0
January 2018	10	10	0	0	0	261	261	191	15	1	70	7	0	0	0	100	33	0	0	0
January 2019	0	0	0	0	0	272	272	162	10	1	66	3	0	0	0	100	23	0	0	0
January 2020	0	0	0	0	0	272	272	136	7	*	62	*	0	0	0	100	12	0	0	0
January 2021	0	0	0	0	0	272	272	113	5	*	58	0	0	0	0	100	3	0	0	0
January 2022	0	0	0	0	0	272	245	93	4	*	53	0	0	0	0	100	0	0	0	0
January 2023	0	0	0	0	0	272	209	75	3	*	48	0	0	0	0	100	0	0	0	0
January 2024	0	0	0	0	0	272	175	60	2	*	42	0	0	0	0	100	0	0	0	0
January 2025	0	0	0	0	0	272	142	47	1	*	36	0	0	0	0	100	0	0	0	0
January 2026	0	0	0	0	0	272	112	35	1	*	30	0	0	0	0	100	0	0	0	0
January 2027	0	0	0	0	0	272	83	25	*	*	23	0	0	0	0	83	0	0	0	0
January 2028	0	0	0	0	0	272	56	16	*	*	15	0	0	0	0	58	0	0	0	0
January 2029	0	0	0	0	0	272	30	8	*	*	6	0	0	0	0	32	0	0	0	0
January 2030	0	0	0	0	0	272	6	1	*	*	0	0	0	0	0	2	0	0	0	0
January 2031	0	0	0	0	0	147	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.3	12.3	11.9	7.3	5.0	29.1	23.4	19.5	11.5	7.8	18.8	7.6	5.0	2.3	1.6	26.3	14.8	10.0	4.7	3.0

Date	QG Class					MA and MI† Classes								MB Class							
	PSA Prepayment Assumption					PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	175%	400%	600%	0%	100%	160%	200%	225%	250%	400%	600%	0%	100%	160%	200%	225%	250%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	99	93	89	76	65	94	89	89	89	89	89	89	89	100	100	100	100	100	100	100	100
January 2004	98	85	76	52	34	82	65	65	65	65	65	65	56	100	100	100	100	100	100	100	100
January 2005	97	77	65	34	14	70	37	37	37	37	37	23	0	100	100	100	100	100	100	100	76
January 2006	96	70	55	21	2	56	9	9	9	9	9	0	0	100	100	100	100	100	100	70	13
January 2007	95	63	46	11	0	41	0	0	0	0	0	0	0	100	79	79	79	79	79	26	0
January 2008	93	57	38	3	0	25	0	0	0	0	0	0	0	100	47	47	47	47	47	0	0
January 2009	92	51	31	0	0	7	0	0	0	0	0	0	0	100	19	19	19	19	19	0	0
January 2010	90	45	25	0	0	0	0	0	0	0	0	0	0	84	0	0	0	0	0	0	0
January 2011	88	40	19	0	0	0	0	0	0	0	0	0	0	57	0	0	0	0	0	0	0
January 2012	86	35	14	0	0	0	0	0	0	0	0	0	0	28	0	0	0	0	0	0	0
January 2013	84	30	10	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2014	82	26	6	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2015	79	21	2	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2016	77	17	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2017	74	14	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2018	71	10	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2019	67	7	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2020	63	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2021	59	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2022	55	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	50	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	44	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	39	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	32	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	25	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	18	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	10	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	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)**	19.2	8.0	5.3	2.5	1.7	4.3	2.5	2.5	2.5	2.5	2.5	2.3	2.0	9.2	6.0	6.0	6.0	6.0	6.0	4.5	3.4

\* 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” above.

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

Date	MG Class								MF and MS Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	160%	200%	225%	250%	400%	600%	0%	100%	160%	200%	225%	250%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	100	100	100	100	100	100	100	100	91	88	83	83	83	83	83	70
January 2004	100	100	100	100	100	100	100	100	90	87	71	71	68	68	33	0
January 2005	100	100	100	100	100	100	100	100	88	85	56	52	41	39	0	0
January 2006	100	100	100	100	100	100	100	100	87	84	45	36	21	17	0	0
January 2007	100	100	100	100	100	100	100	70	85	82	37	26	9	5	0	0
January 2008	100	100	100	100	100	100	93	41	84	80	31	20	4	*	0	0
January 2009	100	100	100	100	100	100	64	24	82	77	28	18	2	0	0	0
January 2010	100	94	94	94	94	94	44	14	80	70	21	15	0	0	0	0
January 2011	100	70	70	70	70	70	29	8	78	58	13	10	0	0	0	0
January 2012	100	51	51	51	51	51	19	4	76	44	4	5	0	0	0	0
January 2013	94	36	36	36	36	36	12	2	73	27	0	*	0	0	0	0
January 2014	51	23	23	23	23	23	7	1	71	8	0	0	0	0	0	0
January 2015	13	13	13	13	13	13	4	*	59	0	0	0	0	0	0	0
January 2016	5	5	5	5	5	5	1	*	8	0	0	0	0	0	0	0
January 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.2	10.5	10.5	10.5	10.5	10.5	8.3	6.2	11.0	8.4	4.4	3.9	2.8	2.6	1.6	1.2

Date	MZ Class							ZM Class								
	PSA Prepayment Assumption							PSA Prepayment Assumption								
	0%	100%	160%	200%	225%	250%	400%	0%	100%	160%	200%	225%	250%	400%	600%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
January 2003	106	106	106	80	64	64	22	0	106	106	106	106	106	82	0	0
January 2004	113	113	113	28	0	0	0	0	113	113	113	113	113	34	0	0
January 2005	120	120	120	0	0	0	0	0	120	120	120	120	120	0	0	0
January 2006	127	127	127	0	0	0	0	0	127	127	127	127	127	0	0	0
January 2007	135	135	135	0	0	0	0	0	135	135	135	135	135	0	0	0
January 2008	143	143	143	0	0	0	0	0	143	143	143	143	143	0	0	0
January 2009	152	152	152	0	0	0	0	0	152	152	152	152	152	0	0	0
January 2010	161	161	161	0	0	0	0	0	161	161	161	161	161	0	0	0
January 2011	171	171	171	0	0	0	0	0	171	171	171	171	140	0	0	0
January 2012	182	182	182	0	0	0	0	0	182	182	182	182	115	0	0	0
January 2013	193	193	138	0	0	0	0	0	193	193	193	193	90	0	0	0
January 2014	205	205	61	0	0	0	0	0	205	205	205	142	65	0	0	0
January 2015	218	126	0	0	0	0	0	0	218	218	190	90	41	0	0	0
January 2016	231	0	0	0	0	0	0	0	231	187	85	40	18	0	0	0
January 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.4	13.2	11.6	1.6	1.2	1.2	0.9	0.6	14.9	14.4	13.8	12.9	11.4	1.7	0.5	0.3

\* 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” above.

Date	ZR Class								UA and UI† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	160%	200%	225%	250%	400%	600%	0%	100%	200%	225%	275%	400%	600%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
January 2003	106	106	106	106	106	106	106	106	94	89	89	89	89	89	89	
January 2004	113	113	113	113	113	113	113	0	82	64	64	64	64	64	59	
January 2005	120	120	120	120	120	120	0	0	69	35	35	35	35	28	0	
January 2006	127	127	127	127	127	127	0	0	56	8	8	8	8	0	0	
January 2007	135	135	135	135	135	135	0	0	41	0	0	0	0	0	0	
January 2008	143	143	143	143	143	143	0	0	24	0	0	0	0	0	0	
January 2009	152	152	152	152	152	40	0	0	7	0	0	0	0	0	0	
January 2010	161	161	161	161	161	40	0	0	0	0	0	0	0	0	0	
January 2011	171	171	171	171	171	40	0	0	0	0	0	0	0	0	0	
January 2012	182	182	182	182	182	40	0	0	0	0	0	0	0	0	0	
January 2013	193	193	193	193	193	40	0	0	0	0	0	0	0	0	0	
January 2014	205	205	205	205	205	40	0	0	0	0	0	0	0	0	0	
January 2015	218	218	218	218	218	40	0	0	0	0	0	0	0	0	0	
January 2016	231	231	231	231	231	40	0	0	0	0	0	0	0	0	0	
January 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)**	15.0	14.8	14.8	14.8	14.8	8.7	2.6	1.9	4.3	2.5	2.5	2.5	2.5	2.3	2.0	

Date	UB Class							UC Class							FL and SL Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	200%	225%	275%	400%	600%	0%	100%	200%	225%	275%	400%	600%	0%	100%	200%	225%	275%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	100	100	100	100	100	100	100	100	100	100	100	100	100	100	93	90	83	81	81	81	66
January 2004	100	100	100	100	100	100	100	100	100	100	100	100	100	100	92	89	66	61	61	35	0
January 2005	100	100	100	100	100	100	81	100	100	100	100	100	100	100	91	88	48	38	33	0	0
January 2006	100	100	100	100	100	78	22	100	100	100	100	100	100	100	90	87	34	22	14	0	0
January 2007	100	78	78	78	78	36	0	100	100	100	100	100	100	79	90	86	26	12	4	0	0
January 2008	100	47	47	47	47	5	0	100	100	100	100	100	100	47	89	85	21	7	*	0	0
January 2009	100	20	20	20	20	0	0	100	100	100	100	100	75	27	88	82	18	5	0	0	0
January 2010	84	0	0	0	0	0	0	100	97	97	97	97	51	16	86	75	13	1	0	0	0
January 2011	57	0	0	0	0	0	0	100	71	71	71	34	9	85	65	8	0	0	0	0	0
January 2012	28	0	0	0	0	0	0	100	51	51	51	22	5	84	51	2	0	0	0	0	0
January 2013	0	0	0	0	0	0	0	95	35	35	35	14	3	83	37	0	0	0	0	0	0
January 2014	0	0	0	0	0	0	0	44	22	22	22	22	8	1	81	20	0	0	0	0	0
January 2015	0	0	0	0	0	0	0	12	12	12	12	4	1	61	3	0	0	0	0	0	0
January 2016	0	0	0	0	0	0	0	5	5	5	5	5	1	*	19	0	0	0	0	0	0
January 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	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)**	9.2	6.0	6.0	6.0	6.0	4.7	3.6	12.1	10.5	10.5	10.5	10.5	8.6	6.4	11.8	9.1	3.7	2.8	2.4	1.6	1.2

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

\*\* Determined as specified under “—Weighted Average Lives of the Certificates” above.

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

Date	UZ Class						UW Class						UE Class								
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption								
	0%	100%	200%	225%	275%	400%	600%	0%	100%	200%	225%	275%	400%	600%	0%	100%	200%	225%	275%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	106	106	106	106	75	0	0	106	106	106	106	106	106	106	96	94	94	94	94	94	94
January 2004	113	113	113	113	19	0	0	113	113	113	113	113	113	0	90	80	80	80	80	80	77
January 2005	120	120	120	120	0	0	0	120	120	120	120	120	0	0	83	64	64	64	64	60	36
January 2006	127	127	127	127	0	0	0	127	127	127	127	127	0	0	75	49	49	49	49	34	10
January 2007	135	135	135	135	0	0	0	135	135	135	135	135	0	0	67	34	34	34	34	16	0
January 2008	143	143	143	143	0	0	0	143	143	143	143	143	0	0	58	21	21	21	21	2	0
January 2009	152	152	152	152	0	0	0	152	152	152	152	12	0	0	48	9	9	9	9	0	0
January 2010	161	161	161	161	0	0	0	161	161	161	161	12	0	0	37	0	0	0	0	0	0
January 2011	171	171	171	147	0	0	0	171	171	171	171	12	0	0	25	0	0	0	0	0	0
January 2012	182	182	182	121	0	0	0	182	182	182	182	12	0	0	12	0	0	0	0	0	0
January 2013	193	193	152	93	0	0	0	193	193	193	193	12	0	0	0	0	0	0	0	0	0
January 2014	205	205	110	67	0	0	0	205	205	205	205	12	0	0	0	0	0	0	0	0	0
January 2015	218	218	69	41	0	0	0	218	218	218	218	12	0	0	0	0	0	0	0	0	0
January 2016	231	112	30	18	0	0	0	231	231	231	231	12	0	0	0	0	0	0	0	0	0
January 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	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)**	14.7	14.0	12.5	11.5	1.5	0.6	0.4	15.0	14.8	14.8	14.8	6.8	2.7	1.9	6.4	4.0	4.0	4.0	4.0	3.4	2.7

Date	F and SW† Classes					SX† Class					SY† Class					NA, NB and IA† Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	278%	400%	600%	0%	100%	278%	400%	600%	0%	100%	278%	400%	600%	0%	100%	175%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2003	99	97	94	92	89	99	96	92	89	84	100	100	100	100	100	98	92	92	92	92
January 2004	99	92	83	76	66	98	89	75	66	52	100	100	100	100	100	96	79	78	78	71
January 2005	98	86	68	57	42	97	80	55	39	17	100	100	100	100	100	94	64	64	58	22
January 2006	97	80	56	43	27	96	71	37	19	0	100	100	100	100	89	92	50	49	28	0
January 2007	96	74	46	32	17	94	62	23	3	0	100	100	100	100	56	90	37	36	6	0
January 2008	95	68	38	24	11	93	55	11	0	0	100	100	100	81	35	87	25	24	0	0
January 2009	94	63	31	18	7	91	47	1	0	0	100	100	100	60	22	84	13	12	0	0
January 2010	92	58	25	13	4	89	40	0	0	0	100	100	84	45	14	81	2	1	0	0
January 2011	91	54	21	10	3	87	34	0	0	0	100	100	69	33	9	77	0	0	0	0
January 2012	89	49	17	7	2	85	27	0	0	0	100	100	56	25	5	74	0	0	0	0
January 2013	88	45	14	6	1	83	22	0	0	0	100	100	46	18	3	70	0	0	0	0
January 2014	86	41	11	4	1	80	16	0	0	0	100	100	37	14	2	65	0	0	0	0
January 2015	84	38	9	3	*	77	11	0	0	0	100	100	30	10	1	60	0	0	0	0
January 2016	82	34	7	2	*	74	6	0	0	0	100	100	24	7	1	55	0	0	0	0
January 2017	79	31	6	2	*	70	2	0	0	0	100	100	19	5	1	49	0	0	0	0
January 2018	77	28	5	1	*	67	0	0	0	0	100	93	15	4	*	43	0	0	0	0
January 2019	74	25	4	1	*	63	0	0	0	0	100	84	12	3	*	36	0	0	0	0
January 2020	71	22	3	1	*	58	0	0	0	0	100	75	10	2	*	29	0	0	0	0
January 2021	67	20	2	*	*	53	0	0	0	0	100	67	8	1	*	21	0	0	0	0
January 2022	64	18	2	*	*	48	0	0	0	0	100	59	6	1	*	12	0	0	0	0
January 2023	59	15	1	*	*	42	0	0	0	0	100	51	5	1	*	3	0	0	0	0
January 2024	55	13	1	*	*	36	0	0	0	0	100	44	4	1	*	0	0	0	0	0
January 2025	50	11	1	*	*	29	0	0	0	0	100	37	3	*	*	0	0	0	0	0
January 2026	45	9	1	*	*	21	0	0	0	0	100	31	2	*	*	0	0	0	0	0
January 2027	39	7	*	*	*	13	0	0	0	0	100	25	1	*	*	0	0	0	0	0
January 2028	32	6	*	*	*	3	0	0	0	0	100	19	1	*	*	0	0	0	0	0
January 2029	25	4	*	*	*	0	0	0	0	0	84	14	1	*	*	0	0	0	0	0
January 2030	18	3	*	*	*	0	0	0	0	0	59	9	*	*	*	0	0	0	0	0
January 2031	9	1	*	*	*	0	0	0	0	0	31	4	*	*	*	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.1	11.5	6.0	4.5	3.2	18.0	7.1	3.5	2.7	2.0	28.3	21.6	11.9	8.7	5.9	13.7	4.1	4.1	3.1	2.4

\* 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” above.  
† 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” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. Any transferee of an R or RL Certificate must execute and deliver an affidavit and an Internal Revenue Service Form W-9 (or, if applicable, a Form W-8ECI) 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. The affidavit must also state that the transferee is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate and that, if the transferee is a partnership for U.S. federal income tax purposes, each person or entity that holds an interest (directly, or indirectly through a pass-through entity) in the partnership is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. In addition, the transferee must receive an affidavit containing these same representations from any new transferee. 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” 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 IRS has since issued a Revenue Procedure creating a safe harbor that may be used for transfers of noneconomic residual interests pending the finalization of the proposed amendment. Under this safe harbor, a transferor of a noneconomic residual interest will be presumed not to have improper knowledge if, in addition to meeting the two conditions contained in the Regulations, either (i) the terms of the proposed amendment are complied with or (ii) the transferee’s gross assets exceed \$100 million and its net assets exceed \$10 million (in each case, at the time of



the transfer and at the close of each of the transferee's two fiscal years preceding the year of transfer), the transferee is an "eligible corporation" as defined in section 860L(a)(2) of the Code, the transferee agrees in writing that any subsequent transfer of the residual interest will be to an eligible corporation and will comply with the safe harbor, and the facts and circumstances known to the transferor do not reasonably indicate that the taxes associated with the residual interest will not be paid. The Revenue Procedure contains additional details regarding its application and you should consult your own tax advisor regarding the application of the Revenue Procedure to an actual 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 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	175%
2	200%
3	200%
4	278%
5	175%

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 December 20, 2001. 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 or more underlying REMIC Certificates.

*Combination RCR Classes.* 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. Except in the case of a beneficial owner that acquires a Combination RCR Certificate in an exchange described under “—*Exchanges*” below, 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 an owner should account for its ownership interest in each underlying REMIC Certificate as described under “—*Taxation of Beneficial Owners of Regular Certificates*” in this prospectus supplement 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 Lehman Brothers Inc. (the “Dealer”) in exchange for the Trust MBS, the Group 4 SMBS and the Group 5 Underlying REMIC Certificate. 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, 2, 3 or 4 Classes in addition to those contemplated as of the date of this prospectus supplement. In that event, we will increase the related Trust MBS or Group 4 SMBS, as applicable, in principal balance, but we expect that all these additional Trust MBS or Group 4 SMBS will have the same characteristics as described under “Description of the Certificates—The Trust MBS” and “—The Group 4 SMBS” in this prospectus supplement. The proportion that the original principal balance of each Group 1, 2, 3 or 4 Class bears to the aggregate original principal balance of all Group 1, 2, 3 or 4 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**

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

**Exhibit A**

**Group 5 Underlying REMIC Certificate**

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal Balance of Class	January 2002 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)	Underlying Security Type	Class Group
2001-50	NT	October 2001	31392ALM8	6.0%	FIX	November 2026	PAC	\$110,313,000	0.9882279	\$109,014,387	6.693%	352	6	MBS	5

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original or Notional Principal Balances	RCR Classes	Original or Notional Principal Balances	Interest Rate	Interest Type(2)	Principal Type(2)	CUSIP Number	Final Distribution Date
<b>Recombination 1</b>								
QC	\$194,431,000	QA	\$269,537,000	6.0%	FIX	SEQ	31392BYS9	November 2029
QD	75,106,000							
<b>Recombination 2</b>								
QD	75,106,000	QB	85,106,000	6.0	FIX	SEQ	31392BYT7	March 2030
QE	10,000,000							
<b>Recombination 3</b>								
QC	194,431,000	QG	279,537,000	6.0	FIX	SEQ	31392BYU4	March 2030
QD	75,106,000							
QE	10,000,000							
<b>Recombination 4</b>								
UA	61,457,000	UE	109,731,000	6.0	FIX	PAC	31392BYV2	January 2015
UB	48,274,000							
UI	10,242,833(3)							
<b>Recombination 5</b>								
SX	35,000,000(3)	SW	50,000,000(3)	(4)	INV/IO	NTL	31392BYW0	February 2032
SY	15,000,000(3)							

(1) REMIC Certificates and RCR Certificates in any Recombination may be exchanged only in the proportions shown above.  
(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" in this prospectus supplement.  
(3) Notional principal balance.  
(4) For a description of this interest rate, see "Description of the Certificates—Distributions of Interest" in this prospectus supplement.

## Principal Balance Schedules

### *Aggregate Group I 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		August 2006 .....	\$108,560,607.74	November 2010 .....	\$ 37,609,967.83
June 2002 .....	\$194,497,000.00	September 2006 .....	106,839,312.57	December 2010 .....	36,682,608.45
July 2002 .....	193,359,107.14	October 2006 .....	105,126,573.12	January 2011 .....	35,771,106.16
August 2002 .....	192,177,815.56	November 2006 .....	103,422,345.28	February 2011 .....	34,875,220.50
September 2002 .....	190,953,629.70	December 2006 .....	101,726,585.18	March 2011 .....	33,994,714.48
October 2002 .....	189,687,078.01	January 2007 .....	100,039,249.17	April 2011 .....	33,129,354.48
November 2002 .....	188,378,712.54	February 2007 .....	98,360,293.83	May 2011 .....	32,278,910.28
December 2002 .....	187,029,108.61	March 2007 .....	96,689,675.96	June 2011 .....	31,443,154.93
January 2003 .....	185,638,864.38	April 2007 .....	95,027,352.59	July 2011 .....	30,621,864.78
February 2003 .....	184,208,600.44	May 2007 .....	93,373,280.95	August 2011 .....	29,814,819.37
March 2003 .....	182,738,959.37	June 2007 .....	91,727,418.51	September 2011 .....	29,021,801.42
April 2003 .....	181,230,605.27	July 2007 .....	90,089,722.96	October 2011 .....	28,242,596.79
May 2003 .....	179,684,223.24	August 2007 .....	88,460,152.18	November 2011 .....	27,476,994.42
June 2003 .....	178,100,518.96	September 2007 .....	86,838,664.31	December 2011 .....	26,724,786.28
July 2003 .....	176,480,218.06	October 2007 .....	85,225,217.66	January 2012 .....	25,985,767.35
August 2003 .....	174,824,065.66	November 2007 .....	83,619,770.79	February 2012 .....	25,259,735.56
September 2003 .....	173,132,825.76	December 2007 .....	82,022,282.45	March 2012 .....	24,546,491.78
October 2003 .....	171,407,280.68	January 2008 .....	80,432,711.62	April 2012 .....	23,845,839.72
November 2003 .....	169,648,230.43	February 2008 .....	78,851,017.48	May 2012 .....	23,157,585.94
December 2003 .....	167,856,492.16	March 2008 .....	77,277,159.42	June 2012 .....	22,481,539.81
January 2004 .....	166,032,899.44	April 2008 .....	75,711,097.03	July 2012 .....	21,817,513.43
February 2004 .....	164,178,301.70	May 2008 .....	74,152,790.14	August 2012 .....	21,165,321.64
March 2004 .....	162,293,563.50	June 2008 .....	72,618,610.46	September 2012 .....	20,524,781.94
April 2004 .....	160,379,563.91	July 2008 .....	71,109,375.76	October 2012 .....	19,895,714.49
May 2004 .....	158,437,195.75	August 2008 .....	69,624,715.91	November 2012 .....	19,277,942.04
June 2004 .....	156,467,364.99	September 2008 .....	68,164,266.03	December 2012 .....	18,671,289.91
July 2004 .....	154,507,370.78	October 2008 .....	66,727,666.44	January 2013 .....	18,075,585.97
August 2004 .....	152,557,162.44	November 2008 .....	65,314,562.56	February 2013 .....	17,490,660.56
September 2004 .....	150,616,689.55	December 2008 .....	63,924,604.85	March 2013 .....	16,916,346.51
October 2004 .....	148,685,901.94	January 2009 .....	62,557,448.76	April 2013 .....	16,352,479.04
November 2004 .....	146,764,749.71	February 2009 .....	61,212,754.60	May 2013 .....	15,798,895.80
December 2004 .....	144,853,183.19	March 2009 .....	59,890,187.57	June 2013 .....	15,255,436.79
January 2005 .....	142,951,152.99	April 2009 .....	58,589,417.58	July 2013 .....	14,721,944.31
February 2005 .....	141,058,609.98	May 2009 .....	57,310,119.27	August 2013 .....	14,198,263.00
March 2005 .....	139,175,505.25	June 2009 .....	56,051,971.92	September 2013 .....	13,684,239.71
April 2005 .....	137,301,790.18	July 2009 .....	54,814,659.37	October 2013 .....	13,179,723.56
May 2005 .....	135,437,416.38	August 2009 .....	53,597,869.96	November 2013 .....	12,684,565.84
June 2005 .....	133,582,335.70	September 2009 .....	52,401,296.48	December 2013 .....	12,198,620.04
July 2005 .....	131,736,500.25	October 2009 .....	51,224,636.12	January 2014 .....	11,721,741.75
August 2005 .....	129,899,862.40	November 2009 .....	50,067,590.37	February 2014 .....	11,253,788.70
September 2005 .....	128,072,374.73	December 2009 .....	48,929,864.98	March 2014 .....	10,794,620.66
October 2005 .....	126,253,990.09	January 2010 .....	47,811,169.91	April 2014 .....	10,344,099.49
November 2005 .....	124,444,661.57	February 2010 .....	46,711,219.27	May 2014 .....	9,902,089.03
December 2005 .....	122,644,342.49	March 2010 .....	45,629,731.25	June 2014 .....	9,468,455.14
January 2006 .....	120,852,986.43	April 2010 .....	44,566,428.05	July 2014 .....	9,043,065.62
February 2006 .....	119,070,547.18	May 2010 .....	43,521,035.89	August 2014 .....	8,625,790.23
March 2006 .....	117,296,978.79	June 2010 .....	42,493,284.85	September 2014 .....	8,216,500.61
April 2006 .....	115,532,235.54	July 2010 .....	41,482,908.91	October 2014 .....	7,815,070.30
May 2006 .....	113,776,271.95	August 2010 .....	40,489,645.86	November 2014 .....	7,421,374.68
June 2006 .....	112,029,042.75	September 2010 .....	39,513,237.23	December 2014 .....	7,035,290.98
July 2006 .....	110,290,502.95	October 2010 .....	38,553,428.26	January 2015 .....	6,656,698.20



**Aggregate Group I (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>
February 2015 .....	\$ 6,285,477.14	October 2015 .....	\$ 3,567,352.70	June 2016 .....	\$ 1,257,732.61
March 2015 .....	5,921,510.35	November 2015 .....	3,257,393.86	July 2016 .....	995,197.48
April 2015 .....	5,564,682.10	December 2015 .....	2,953,707.05	August 2016 .....	738,165.18
May 2015 .....	5,214,878.37	January 2016 .....	2,656,191.02	September 2016 .....	486,545.85
June 2015 .....	4,871,986.80	February 2016 .....	2,364,746.02	October 2016 .....	240,250.99
July 2015 .....	4,535,896.71	March 2016 .....	2,079,273.78	November 2016 and thereafter .....	0.00
August 2015 .....	4,206,499.03	April 2016 .....	1,799,677.49		
September 2015 .....	3,883,686.32	May 2016 .....	1,525,861.75		

**Aggregate Group II Targeted Balances**

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance .....	\$51,753,000.00	October 2004 .....	\$21,547,522.48	July 2007 .....	\$ 2,771,390.88
February 2002 .....	50,715,612.81	November 2004 .....	20,567,462.39	August 2007 .....	2,568,616.83
March 2002 .....	49,580,935.69	December 2004 .....	19,617,430.30	September 2007 .....	2,383,460.58
April 2002 .....	48,349,796.70	January 2005 .....	18,696,964.05	October 2007 .....	2,215,625.66
May 2002 .....	47,023,140.38	February 2005 .....	17,805,607.59	November 2007 .....	2,064,819.62
June 2002 .....	45,602,026.79	March 2005 .....	16,942,910.88	December 2007 .....	1,930,753.96
July 2002 .....	45,225,523.35	April 2005 .....	16,108,429.87	January 2008 .....	1,813,144.12
August 2002 .....	44,800,423.53	May 2005 .....	15,301,726.34	February 2008 .....	1,711,709.36
September 2002 .....	44,327,622.01	June 2005 .....	14,522,367.92	March 2008 .....	1,626,172.81
October 2002 .....	43,808,099.17	July 2005 .....	13,769,927.93	April 2008 .....	1,556,261.32
November 2002 .....	43,242,919.41	August 2005 .....	13,043,985.37	May 2008 .....	1,501,705.48
December 2002 .....	42,633,229.26	September 2005 .....	12,344,124.83	June 2008 .....	1,445,827.86
January 2003 .....	41,980,255.26	October 2005 .....	11,669,936.40	July 2008 .....	1,387,508.78
February 2003 .....	41,285,301.74	November 2005 .....	11,021,015.64	August 2008 .....	1,326,820.27
March 2003 .....	40,549,748.30	December 2005 .....	10,396,963.48	September 2008 .....	1,263,832.84
April 2003 .....	39,775,047.13	January 2006 .....	9,797,386.14	October 2008 .....	1,198,615.47
May 2003 .....	38,962,720.25	February 2006 .....	9,221,895.12	November 2008 .....	1,131,235.72
June 2003 .....	38,114,356.43	March 2006 .....	8,670,107.08	December 2008 .....	1,061,759.69
July 2003 .....	37,231,608.01	April 2006 .....	8,141,643.79	January 2009 .....	990,252.06
August 2003 .....	36,316,187.63	May 2006 .....	7,636,132.07	February 2009 .....	916,776.12
September 2003 .....	35,369,864.66	June 2006 .....	7,153,203.75	March 2009 .....	841,393.82
October 2003 .....	34,394,461.62	July 2006 .....	6,692,495.54	April 2009 .....	764,165.73
November 2003 .....	33,391,850.41	August 2006 .....	6,253,649.05	May 2009 .....	685,151.14
December 2003 .....	32,363,948.40	September 2006 .....	5,836,310.66	June 2009 .....	604,408.02
January 2004 .....	31,312,714.45	October 2006 .....	5,440,131.51	July 2009 .....	521,993.09
February 2004 .....	30,240,144.78	November 2006 .....	5,064,767.40	August 2009 .....	437,961.82
March 2004 .....	29,148,268.78	December 2006 .....	4,709,878.76	September 2009 .....	352,368.44
April 2004 .....	28,039,144.74	January 2007 .....	4,375,130.58	October 2009 .....	265,266.00
May 2004 .....	26,914,855.48	February 2007 .....	4,060,192.35	November 2009 .....	176,706.35
June 2004 .....	25,777,503.94	March 2007 .....	3,764,738.01	December 2009 .....	86,740.19
July 2004 .....	24,672,585.48	April 2007 .....	3,488,445.90	January 2010 and thereafter .....	0.00
August 2004 .....	23,599,606.25	May 2007 .....	3,230,998.67		
September 2004 .....	22,558,078.90	June 2007 .....	2,992,083.28		

**Aggregate Group III Targeted Balances**

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance .....	\$46,128,000.00	March 2002 .....	\$44,035,200.83	May 2002 .....	\$41,662,808.82
February 2002 .....	45,116,858.35	April 2002 .....	42,883,629.88	June 2002 .....	40,373,461.28

**Aggregate Group III (Continued)**

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
July 2002	\$40,154,263.52	December 2005	\$20,968,924.29	April 2009	\$12,082,483.52
August 2002	39,911,563.72	January 2006	20,592,530.75	May 2009	11,858,991.69
September 2002	39,645,757.98	February 2006	20,226,939.04	June 2009	11,628,063.19
October 2002	39,357,275.66	March 2006	19,872,019.11	July 2009	11,389,888.36
November 2002	39,046,578.79	April 2006	19,527,642.18	August 2009	11,144,654.09
December 2002	38,714,161.38	May 2006	19,193,680.66	September 2009	10,892,543.85
January 2003	38,360,548.66	June 2006	18,870,008.20	October 2009	10,633,737.75
February 2003	37,986,296.30	July 2006	18,556,499.65	November 2009	10,368,412.62
March 2003	37,591,989.49	August 2006	18,253,031.05	December 2009	10,096,742.03
April 2003	37,178,242.07	September 2006	17,959,479.62	January 2010	9,818,896.35
May 2003	36,745,695.52	October 2006	17,675,723.77	February 2010	9,535,042.81
June 2003	36,295,017.94	November 2006	17,401,643.04	March 2010	9,245,345.52
July 2003	35,826,902.96	December 2006	17,137,118.14	April 2010	8,949,965.57
August 2003	35,342,068.60	January 2007	16,882,030.92	May 2010	8,649,061.03
September 2003	34,841,256.12	February 2007	16,636,264.36	June 2010	8,342,787.00
October 2003	34,325,228.74	March 2007	16,399,702.55	July 2010	8,031,295.69
November 2003	33,794,770.42	April 2007	16,172,230.69	August 2010	7,714,736.44
December 2003	33,250,684.54	May 2007	15,953,735.09	September 2010	7,393,255.77
January 2004	32,693,792.52	June 2007	15,744,103.14	October 2010	7,066,997.44
February 2004	32,124,932.47	July 2007	15,543,223.31	November 2010	6,736,102.44
March 2004	31,544,957.77	August 2007	15,350,985.13	December 2010	6,400,709.11
April 2004	30,954,735.61	September 2007	15,167,279.20	January 2011	6,060,953.13
May 2004	30,355,145.55	October 2007	14,991,997.17	February 2011	5,716,967.57
June 2004	29,747,077.97	November 2007	14,825,031.72	March 2011	5,368,882.95
July 2004	29,152,533.87	December 2007	14,666,276.58	April 2011	5,016,827.26
August 2004	28,571,357.43	January 2008	14,515,626.47	May 2011	4,660,926.01
September 2004	28,003,394.26	February 2008	14,372,977.13	June 2011	4,301,302.26
October 2004	27,448,491.48	March 2008	14,238,225.33	July 2011	3,938,076.68
November 2004	26,906,497.60	April 2008	14,111,268.80	August 2011	3,571,367.56
December 2004	26,377,262.60	May 2008	13,992,006.27	September 2011	3,201,290.88
January 2005	25,860,637.88	June 2008	13,863,925.71	October 2011	2,827,960.30
February 2005	25,356,476.22	July 2008	13,726,070.26	November 2011	2,451,487.25
March 2005	24,864,631.82	August 2008	13,578,672.09	December 2011	2,071,980.93
April 2005	24,384,960.25	September 2008	13,421,959.26	January 2012	1,689,548.36
May 2005	23,917,318.45	October 2008	13,256,155.81	February 2012	1,304,294.42
June 2005	23,461,564.73	November 2008	13,081,481.77	March 2012	916,321.86
July 2005	23,017,558.71	December 2008	12,898,153.29	April 2012	525,731.37
August 2005	22,585,161.37	January 2009	12,706,382.61	May 2012	132,621.56
September 2005	22,164,235.02	February 2009	12,506,378.22	June 2012 and thereafter	0.00
October 2005	21,754,643.24	March 2009	12,298,344.84		
November 2005	21,356,250.94				

**Aggregate Group IV 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 June 2002	\$142,413,000.00	December 2002	\$136,558,228.50	July 2003	\$128,348,383.04
July 2002	141,517,600.64	January 2003	135,472,929.10	August 2003	127,063,897.74
August 2002	140,589,491.37	February 2003	134,357,585.38	September 2003	125,753,216.59
September 2002	139,629,072.44	March 2003	133,212,701.00	October 2003	124,416,946.96
October 2002	138,636,762.10	April 2003	132,038,795.63	November 2003	123,055,709.26
November 2002	137,612,996.32	May 2003	130,836,404.64	December 2003	121,670,136.50
		June 2003	129,606,078.62	January 2004	120,260,873.76



**Aggregate Group IV (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>
February 2004 .....	\$118,828,577.73	June 2008 .....	\$ 49,589,563.69	October 2012 .....	\$ 12,577,705.96
March 2004 .....	117,373,916.14	July 2008 .....	48,486,954.25	November 2012 .....	12,169,100.94
April 2004 .....	115,897,567.28	August 2008 .....	47,404,237.06	December 2012 .....	11,768,688.96
May 2004 .....	114,400,219.46	September 2008 .....	46,341,082.69	January 2013 .....	11,376,327.89
June 2004 .....	112,910,350.00	October 2008 .....	45,297,166.96	February 2013 .....	10,991,877.92
July 2004 .....	111,427,920.36	November 2008 .....	44,272,170.81	March 2013 .....	10,615,201.49
August 2004 .....	109,952,892.21	December 2008 .....	43,265,780.24	April 2013 .....	10,246,163.31
September 2004 .....	108,485,227.40	January 2009 .....	42,277,686.25	May 2013 .....	9,884,630.26
October 2004 .....	107,024,887.99	February 2009 .....	41,307,584.74	June 2013 .....	9,530,471.41
November 2004 .....	105,571,836.24	March 2009 .....	40,355,176.44	July 2013 .....	9,183,557.94
December 2004 .....	104,126,034.58	April 2009 .....	39,420,166.85	August 2013 .....	8,843,763.15
January 2005 .....	102,687,445.67	May 2009 .....	38,502,266.13	September 2013 .....	8,510,962.40
February 2005 .....	101,256,032.33	June 2009 .....	37,601,189.07	October 2013 .....	8,185,033.09
March 2005 .....	99,831,757.58	July 2009 .....	36,716,654.99	November 2013 .....	7,865,854.61
April 2005 .....	98,414,584.64	August 2009 .....	35,848,387.70	December 2013 .....	7,553,308.33
May 2005 .....	97,004,476.90	September 2009 .....	34,996,115.37	January 2014 .....	7,247,277.56
June 2005 .....	95,601,397.97	October 2009 .....	34,159,570.53	February 2014 .....	6,947,647.52
July 2005 .....	94,205,311.61	November 2009 .....	33,338,489.97	March 2014 .....	6,654,305.30
August 2005 .....	92,816,181.79	December 2009 .....	32,532,614.67	April 2014 .....	6,367,139.84
September 2005 .....	91,433,972.67	January 2010 .....	31,741,689.76	May 2014 .....	6,086,041.92
October 2005 .....	90,058,648.56	February 2010 .....	30,965,464.41	June 2014 .....	5,810,904.08
November 2005 .....	88,690,173.99	March 2010 .....	30,203,691.81	July 2014 .....	5,541,620.66
December 2005 .....	87,328,513.66	April 2010 .....	29,456,129.11	August 2014 .....	5,278,087.71
January 2006 .....	85,973,632.45	May 2010 .....	28,722,537.31	September 2014 .....	5,020,202.99
February 2006 .....	84,625,495.41	June 2010 .....	28,002,681.25	October 2014 .....	4,767,865.95
March 2006 .....	83,284,067.80	July 2010 .....	27,296,329.53	November 2014 .....	4,520,977.68
April 2006 .....	81,949,315.03	August 2010 .....	26,603,254.46	December 2014 .....	4,279,440.93
May 2006 .....	80,621,202.70	September 2010 .....	25,923,231.97	January 2015 .....	4,043,160.02
June 2006 .....	79,299,696.58	October 2010 .....	25,256,041.61	February 2015 .....	3,812,040.85
July 2006 .....	77,984,762.62	November 2010 .....	24,601,466.44	March 2015 .....	3,585,990.90
August 2006 .....	76,676,366.95	December 2010 .....	23,959,293.01	April 2015 .....	3,364,919.15
September 2006 .....	75,374,475.87	January 2011 .....	23,329,311.29	May 2015 .....	3,148,736.09
October 2006 .....	74,079,055.86	February 2011 .....	22,711,314.63	June 2015 .....	2,937,353.70
November 2006 .....	72,790,073.54	March 2011 .....	22,105,099.68	July 2015 .....	2,730,685.41
December 2006 .....	71,507,495.76	April 2011 .....	21,510,466.37	August 2015 .....	2,528,646.07
January 2007 .....	70,231,289.48	May 2011 .....	20,927,217.84	September 2015 .....	2,331,151.97
February 2007 .....	68,961,421.87	June 2011 .....	20,355,160.39	October 2015 .....	2,138,120.77
March 2007 .....	67,697,860.26	July 2011 .....	19,794,103.45	November 2015 .....	1,949,471.48
April 2007 .....	66,440,572.13	August 2011 .....	19,243,859.52	December 2015 .....	1,765,124.50
May 2007 .....	65,189,525.16	September 2011 .....	18,704,244.08	January 2016 .....	1,585,001.50
June 2007 .....	63,944,687.16	October 2011 .....	18,175,075.64	February 2016 .....	1,409,025.49
July 2007 .....	62,706,026.14	November 2011 .....	17,656,175.59	March 2016 .....	1,237,120.75
August 2007 .....	61,473,510.24	December 2011 .....	17,147,368.21	April 2016 .....	1,069,212.82
September 2007 .....	60,247,107.80	January 2012 .....	16,648,480.64	May 2016 .....	905,228.48
October 2007 .....	59,026,787.29	February 2012 .....	16,159,342.78	June 2016 .....	745,095.73
November 2007 .....	57,812,517.36	March 2012 .....	15,679,787.29	July 2016 .....	588,743.77
December 2007 .....	56,604,266.82	April 2012 .....	15,209,649.54	August 2016 .....	436,103.00
January 2008 .....	55,402,004.64	May 2012 .....	14,748,767.54	September 2016 .....	287,104.96
February 2008 .....	54,205,699.94	June 2012 .....	14,296,981.95	October 2016 .....	141,682.35
March 2008 .....	53,020,119.87	July 2012 .....	13,854,135.99	November 2016 and thereafter .....	0.00
April 2008 .....	51,855,803.65	August 2012 .....	13,420,075.42		
May 2008 .....	50,712,400.12	September 2012 .....	12,994,648.51		

**Aggregate Group V Targeted Balances**

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance . . . . .	\$42,500,000.00	November 2004 . . . . .	\$17,479,197.30	September 2007 . . . . .	\$ 3,612,342.50
February 2002 . . . . .	41,628,647.15	December 2004 . . . . .	16,761,247.82	October 2007 . . . . .	3,478,217.07
March 2002 . . . . .	40,683,641.86	January 2005 . . . . .	16,065,401.17	November 2007 . . . . .	3,356,768.87
April 2002 . . . . .	39,665,698.25	February 2005 . . . . .	15,391,314.56	December 2007 . . . . .	3,247,780.91
May 2002 . . . . .	38,575,618.59	March 2005 . . . . .	14,738,649.73	January 2008 . . . . .	3,151,039.15
June 2002 . . . . .	37,414,292.44	April 2005 . . . . .	14,107,072.88	February 2008 . . . . .	3,066,332.46
July 2002 . . . . .	37,078,094.96	May 2005 . . . . .	13,496,254.64	March 2008 . . . . .	2,988,654.69
August 2002 . . . . .	36,705,397.56	June 2005 . . . . .	12,905,869.98	April 2008 . . . . .	2,907,230.64
September 2002 . . . . .	36,296,944.55	July 2005 . . . . .	12,335,598.18	May 2008 . . . . .	2,822,178.39
October 2002 . . . . .	35,853,544.40	August 2005 . . . . .	11,785,122.78	June 2008 . . . . .	2,733,613.40
November 2002 . . . . .	35,376,068.26	September 2005 . . . . .	11,254,131.49	July 2008 . . . . .	2,641,648.52
December 2002 . . . . .	34,865,448.39	October 2005 . . . . .	10,742,316.19	August 2008 . . . . .	2,546,394.05
January 2003 . . . . .	34,322,676.47	November 2005 . . . . .	10,249,372.84	September 2008 . . . . .	2,447,957.80
February 2003 . . . . .	33,748,801.68	December 2005 . . . . .	9,775,001.43	October 2008 . . . . .	2,346,445.12
March 2003 . . . . .	33,144,928.67	January 2006 . . . . .	9,318,905.95	November 2008 . . . . .	2,241,958.96
April 2003 . . . . .	32,512,215.45	February 2006 . . . . .	8,880,794.32	December 2008 . . . . .	2,134,599.89
May 2003 . . . . .	31,851,871.08	March 2006 . . . . .	8,460,378.37	January 2009 . . . . .	2,024,466.19
June 2003 . . . . .	31,165,153.24	April 2006 . . . . .	8,057,373.74	February 2009 . . . . .	1,911,653.86
July 2003 . . . . .	30,453,365.71	May 2006 . . . . .	7,671,499.87	March 2009 . . . . .	1,796,256.66
August 2003 . . . . .	29,717,855.71	June 2006 . . . . .	7,302,479.95	April 2009 . . . . .	1,678,366.19
September 2003 . . . . .	28,960,011.16	July 2006 . . . . .	6,950,040.87	May 2009 . . . . .	1,558,071.89
October 2003 . . . . .	28,181,257.77	August 2006 . . . . .	6,613,913.15	June 2009 . . . . .	1,435,461.10
November 2003 . . . . .	27,383,056.14	September 2006 . . . . .	6,293,830.94	July 2009 . . . . .	1,310,619.10
December 2003 . . . . .	26,566,898.65	October 2006 . . . . .	5,989,531.92	August 2009 . . . . .	1,183,629.15
January 2004 . . . . .	25,734,306.41	November 2006 . . . . .	5,700,757.29	September 2009 . . . . .	1,054,572.53
February 2004 . . . . .	24,886,825.98	December 2006 . . . . .	5,427,251.74	October 2009 . . . . .	923,528.58
March 2004 . . . . .	24,026,026.17	January 2007 . . . . .	5,168,763.36	November 2009 . . . . .	790,574.71
April 2004 . . . . .	23,153,494.69	February 2007 . . . . .	4,925,043.64	December 2009 . . . . .	655,786.50
May 2004 . . . . .	22,270,834.80	March 2007 . . . . .	4,695,847.38	January 2010 . . . . .	519,237.66
June 2004 . . . . .	21,412,808.94	April 2007 . . . . .	4,480,932.70	February 2010 . . . . .	381,000.13
July 2004 . . . . .	20,579,040.98	May 2007 . . . . .	4,280,060.96	March 2010 . . . . .	241,144.08
August 2004 . . . . .	19,769,159.72	June 2007 . . . . .	4,092,996.76	April 2010 . . . . .	99,737.94
September 2004 . . . . .	18,982,798.88	July 2007 . . . . .	3,919,507.85	May 2010 and thereafter . . . . .	0.00
October 2004 . . . . .	18,219,596.98	August 2007 . . . . .	3,759,365.10		

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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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**\$933,014,387**



Guaranteed  
REMIC Pass-Through  
Certificates

Fannie Mae REMIC Trust  
2002-2

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**PROSPECTUS SUPPLEMENT**

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**LEHMAN BROTHERS**

December 7, 2001

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