Supplement
(To Prospectus Supplement dated October 21, 2005)

$384,221,000

FannieMae®

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2005-109

This is a supplement to the prospectus supplement dated October 21, 2005 (the "Prospectus Supplement"). If we use a capitalized term in this supplement without defining it, you will find the definition of that term in the Prospectus Supplement.

Notwithstanding anything set forth on the cover of the Prospectus Supplement, the original class balances of the Group 2 Classes are as follows:

EJ	$97,984,497
EI	2,226,920*
AG	15,994,715
HO	21,241,788
HI	21,241,788*

* Notional balances. These classes are interest only classes.

Notwithstanding anything set forth on page S-7 of the Prospectus Supplement under the heading "Reference Sheet — Assumed Characteristics of the Mortgage Loans Underlying the MBS (as of November 1, 2005)," the approximate principal balance of the Group 2 MBS is $135,221,000; and notwithstanding anything set forth in the first table on page S-15 of the Prospectus Supplement under the heading "Description of the Certificates —The MBS," the aggregate unpaid principal balance of the Group 2 MBS as of the Issue Date is expected to be $135,221,000.

Notwithstanding anything set forth on page S-8 of the Prospectus Supplement in the chart appearing under the heading "Reference Sheet — Notional Classes," the notional principal balance of the EI Class will equal 2.2727268784% of the outstanding principal balance of the EJ Class immediately before the current distribution date.

Finally, the information contained in Schedule 1 set forth on the following page replaces the information with respect to Recombinations 3, 4 and 5 appearing on page A-1 of the Prospectus Supplement.

Carefully consider the risk factors starting on page S-10 of the 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.

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

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

Barclays Capital

The date of this Supplement is November 23, 2005

Schedule 1

Available Recombinations (1) (2)

REMIC Certificates		RCR Certificates						
Classes	Original Principal or Notional Principal Balances	RCR Class	Original Principal Balance	Interest Rate	Interest Type (3)	Principal Type (3)	CUSIP Number	Final Distribution Date
Recombination 3								
EJ	$97,984,497	A	$113,979,212	5.50%	FIX	SEQ	31394UZG0	April 2024
EI	2,226,920 (4)							
AG	15,994,715							
Recombination 4								
HO	21,241,788	AH	21,241,788	5.50	FIX	SEQ	31394UZH8	December 2025
HI	21,241,788 (4)							
Recombination 5								
EJ	97,984,497	E	97,984,497	5.50	FIX	SEQ	31394UZJ4	November 2022
EI	2,226,920 (4)							

(1) REMIC Certificates and RCR Certificates in Recombinations 4 and 5 may be exchanged only in the proportions shown in this Schedule 1. In any exchange under Recombination 3, the relative proportions of the REMIC Certificates to be delivered (or if applicable, received) in such exchange will equal the proportions reflected by the outstanding principal or notional principal balances of the related REMIC Classes at the time of exchange.

(2) If, as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See "Description of the Certificates—General—*Authorized Denominations*" in this prospectus supplement.

(3) See "Description of Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus and "Description of the Certificates—Distributions of Interest" and "—Distributions of Principal" same proportionate relationship as that borne by the original balances of the related Classes.

(4) Notional principal balance.

Prospectus Supplement
(To REMIC Prospectus dated May 1, 2002)

$364,221,000

FannieMae®

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2005-109

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.

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

Class	Group	Original Class Balance	Principal Type	Interest Rate	Interest Type	CUSIP Number	Final Distribution Date
PA(1)	1	$38,500,000	PAC/AD	6.000%	FIX	31394UYE6	July 2029
PB(1)	1	20,000,000	PAC/AD	6.000	FIX	31394UYF3	January 2034
CO(1)	1	11,500,000	PAC/AD	(2)	PO	31394UYG1	December 2035
CI(1)	1	11,500,000(3)	NTL	6.000	FIX/IO	31394UYH9	December 2035
ZA	1	30,000,000	SUP	6.000	FIX/Z	31394UYJ5	December 2035
EJ(1)	2	83,492,000	SEQ	5.375	FIX	31394UYK2	November 2022
EI(1)	2	1,897,545(3)	NTL	5.500	FIX/IO	31394UYL0	November 2022
AG(1)	2	13,629,000	SEQ	5.500	FIX	31394UYM8	April 2024
HO(1)	2	18,100,000	SEQ	(2)	PO	31394UYN6	December 2025
HI(1)	2	18,100,000(3)	NTL	5.500	FIX/IO	31394UYP1	December 2025
VO(1)	3	91,830,000	PAC/AD	(2)	PO	31394UYQ9	October 2032
VI(1)	3	91,830,000(3)	NTL	6.000	FIX/IO	31394UYR7	October 2032
PZ	3	5,000,000	PAC	6.000	FIX/Z	31394UYS5	December 2035
YB	3	10,422,000	PAC	6.000	FIX	31394UYT3	June 2035
YC	3	1,660,000	PAC	6.000	FIX	31394UYU0	August 2035
YD	3	1,444,000	PAC	6.000	FIX	31394UYV8	October 2035
YE	3	2,482,000	PAC	6.000	FIX	31394UYW6	December 2035
GA	3	22,822,000	SUP	6.000	FIX	31394UYX4	December 2034
GB	3	4,690,000	SUP	6.000	FIX	31394UYY2	May 2035
GC	3	2,850,000	SUP	6.000	FIX	31394UYZ9	July 2035
GD	3	3,193,000	SUP	6.000	FIX	31394UZA3	October 2035
GE	3	2,607,000	SUP	6.000	FIX	31394UZB1	December 2035
R		0	NPR	0	NPR	31394UZC9	December 2035
RL		0	NPR	0	NPR	31394UZD7	December 2035

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

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 PC, PN, A, AH, E and PV Classes are the RCR classes, as further described in this prospectus supplement.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be November 30, 2005.

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

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

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

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

Barclays Capital

The date of this Prospectus Supplement is October 21, 2005.

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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 May 1, 2002 (the "REMIC Prospectus");
- our Prospectus for Fannie Mae Guaranteed Mortgage Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated July 1, 2004 (the "MBS Prospectus"); and
- any information incorporated by reference in this prospectus supplement as discussed below under the heading "Incorporation by Reference."

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).

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at www.fanniemae.com.

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

Barclays Capital Inc.
Attn: MBS Syndicate Operations
200 Cedar Knolls Road
Whippany, New Jersey 07981
(telephone 973-576-3006).

INCORPORATION BY REFERENCE

In this prospectus supplement, we are incorporating by reference the MBS Prospectus described above. In addition, we are incorporating by reference the documents listed below. This means that we are disclosing information to you by referring you to these documents. These documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with these documents.

You should rely only on the information provided or incorporated by reference in this prospectus supplement, the REMIC Prospectus and the MBS Prospectus and any applicable supplements or amendments.

We incorporate by reference the following documents we have filed, or may file, with the Securities and Exchange Commission ("SEC"):

- our Annual Report on Form 10-K for the fiscal year ended December 31, 2003 ("Form 10-K");
- all other reports we have filed pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 since the end of the fiscal year covered by the Form 10-K until the date of this prospectus supplement, excluding any information "furnished" to the SEC on Form 8-K; and
- all proxy statements that we file with the SEC and all documents that we file with the SEC pursuant to Section 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934 subsequent to the date of this prospectus supplement and prior to the completion of the offering of the certificates, excluding any information we "furnish" to the SEC on Form 8-K.

Any information incorporated by reference in this prospectus supplement is deemed to be modified or superseded for purposes of this prospectus supplement to the extent information contained or incorporated by reference in this prospectus supplement modifies or supersedes such information. In such case, the information will constitute a part of this prospectus supplement only as so modified or superseded.

We file annual, quarterly and current reports, proxy statements and other information with the SEC. You can obtain copies of the periodic reports we file with the SEC without charge by calling or writing our Office of Investor Relations, Fannie Mae, 3900 Wisconsin Avenue, NW, Washington, DC 20016, telephone: (202) 752-7115. The periodic and current reports that we file with the SEC are also available on our Web site. Information appearing on our Web site is not incorporated in this prospectus supplement except as specifically stated in this prospectus supplement.

In addition, you may read our SEC filings and other information about Fannie Mae at the offices of the New York Stock Exchange, the Chicago Stock Exchange and the Pacific Exchange. Our SEC filings are also available at the SEC's Web site at www.sec.gov. You also may read and copy any document we file with the SEC by visiting the SEC's Public Reference Room at 100 F Street, N.E., Washington, DC 20549. Please call the SEC at 1-800-SEC-0330 for further information about the operation of the Public Reference Room. We are providing the address of the SEC's Web site solely for the information of prospective investors. Information appearing on the SEC's Web site is not incorporated in this prospectus supplement except as specifically stated in this prospectus supplement.

RECENT DEVELOPMENTS

On December 21, 2004, our Board of Directors (the "Board") announced the retirement of Chairman and Chief Executive Officer Franklin D. Raines and the resignation of Vice Chairman and Chief Financial Officer J. Timothy Howard. The Board further announced that the Audit Committee of the Board dismissed KPMG LLP as our independent auditor. On January 4, 2005, the Audit Committee of the Board approved the engagement of Deloitte & Touche LLP ("Deloitte") as our independent auditor. Deloitte will serve as our auditor for each of the fiscal years 2001, 2002, 2003, 2004 and 2005.

Stephen B. Ashley, a member of the Board, currently is serving as the non-executive Chairman of the Board. On June 1, 2005, the Board announced that it had selected Daniel H. Mudd, the former Chief Operating Officer of Fannie Mae, to be the new President and Chief Executive Officer. Mr. Mudd had been serving as the interim Chief Executive Officer since the retirement of Mr. Raines. Executive Vice President Robert Levin currently is serving as the interim Chief Financial Officer.

On December 15, 2004, the Office of the Chief Accountant of the Securities and Exchange Commission (the "SEC") issued a statement (the "Statement") regarding certain accounting issues relating to Fannie Mae, including determinations by the SEC that we should (i) restate our financial statements to eliminate the use of hedge accounting under Financial Accounting Standard No. 133, Accounting for Derivative Instruments and Hedging Activities ("FAS 133"), (ii) evaluate the accounting under Financial Accounting Standard No. 91, Accounting for Nonrefundable Fees and Costs Associated with Originating or Acquiring Loans and Initial Direct Costs of Leases ("FAS 91") and restate our financial statements filed with the SEC if the amounts required for correction are material, and (iii) re-evaluate the information prepared under generally accepted accounting principles ("GAAP") and non-GAAP information that we previously provided to investors. On December 16, 2004, we filed a Current Report on Form 8-K with the SEC that includes a copy of the Statement.

As a result of the SEC's findings, we will restate our financial results from 2001 through June 30, 2004 to comply fully with the SEC's determination. In a Form 12b-25 filed with the SEC on November 15, 2004, we estimated that a loss of hedge accounting under FAS 133 for all derivatives could result in recording into earnings a net cumulative loss on derivative transactions of approximately $9.0 billion as of September 30, 2004. (We estimate that as of December 31, 2004, this net cumulative after-tax loss was approximately $8.4 billion.) We also stated that there would be a corresponding decrease to retained earnings and, accordingly, regulatory capital. In a Form 12b-25 filed with the SEC on March 17, 2005, we stated that if we do not qualify for hedge accounting for mortgage commitments accounted for as derivatives since our July 1, 2003 adoption of Financial Accounting Standard No. 149, Amendment of Statement 133 on Derivative Instruments and Hedging Activities ("FAS 149"), we estimate that we would be required to record in earnings a net cumulative after-tax loss related to these commitments of approximately $2.4 billion as of December 31, 2004.

We are working to determine the effect of the restatement, including the effect on each prior reporting period. We expect that the impact will be material to our reported GAAP and core business results for many, if not all, periods and will vary substantially from period to period based on the amount and types of derivatives held and fluctuations in interest rates and volatility. Our restated financial statements also will reflect corrections as a result of our misapplication of FAS 91 for each prior reporting period described above. We also will consider the impact, if any, of the SEC's decision on FAS 91 for periods prior to those described above.

Accordingly, on December 17, 2004, the Audit Committee of the Board concluded that our previously filed interim and audited financial statements and the independent auditor's reports thereon for the periods from January 2001 through the second quarter of 2004 should no longer be relied upon because such financial statements were prepared applying accounting practices that did not comply with GAAP. We have not yet filed our quarterly reports on Form 10-Q for the quarters ended September 30, 2004, March 31, 2005 and June 30, 2005, or our annual report on Form 10-K for the year ended December 31, 2004. The financial information regarding our anticipated results of operations for the quarter ended September 30, 2004 that was contained in our Form 12b-25 filed on November 15, 2004 and in a Form 8-K filed on November 16, 2004 was prepared applying the same policies and practices, and, accordingly, should not be relied upon. The Audit Committee has discussed the matters described above and in a Form 8-K filed with the SEC on December 22, 2004 with KPMG LLP, our independent auditor through December 21, 2004.

On September 20, 2004, the Office of Federal Housing Enterprise Oversight ("OFHEO") delivered its report to the Board of its findings to date of the agency's special examination. Among other matters, the OFHEO report raised a number of questions and concerns about our accounting policies and practices with respect to FAS 91 and FAS 133. On February 23, 2005, we announced that OFHEO notified our Board and management of several additional accounting and internal control issues and questions that OFHEO identified in its ongoing special examination, and directed that these matters be included in the internal reviews by the Board and management and reviewed by Deloitte. OFHEO indicated that it has not completed its review of all aspects of these issues, but has identified policies that it believes appear to be inconsistent with generally accepted accounting principles as well as internal control deficiencies that raise safety and soundness concerns. The issues and questions include the following areas: securities accounting, loan accounting, consolidations, accounting for commitments, and practices to smooth certain income and expense amounts. OFHEO also raised concerns regarding journal entry controls, systems limitations, and database modifications, as well as FAS 149 and new developments relating to FAS 91. A summary of the additional questions raised in OFHEO's ongoing special examination of Fannie Mae has been filed as an exhibit to a Form 8-K that we filed with the SEC on February 23, 2005.

Our Board and management are addressing the issues and questions raised by OFHEO. In addition, the Board designated its Special Review Committee to review the findings of OFHEO's September 2004 special examination report. This review, led by former Senator Warren Rudman of the law firm of Paul, Weiss, Rifkind, Wharton & Garrison ("Paul Weiss"), is focused on: accounting issues, including accounting policies, procedures and controls regarding FAS 91 and FAS 133; organization, structure and governance, including Board oversight and management responsibilities and resources; and executive compensation. Paul Weiss' work continues as it examines these areas and other issues that may arise in the course of its review, reporting regularly to the Board. We will report to OFHEO regarding each of these issues and will continue to work with OFHEO to resolve these matters as part of our ongoing internal reviews and restatement process. In light of the foregoing, management has initiated a comprehensive review of accounting routines and controls, the financial reporting process and the application of GAAP, which will include the issues OFHEO has identified, as well as issues identified by management and/or Deloitte. Management, working with accounting consultants, will develop a view on these issues, which then will be reviewed with the Audit Committee, Deloitte and OFHEO. Upon conclusion of this review, our financial statements will be restated where necessary and submitted to Deloitte for review as part of its audit. We are providing periodic updates to the SEC and the New York Stock Exchange on the restatement. In addition, the SEC and the U.S. Attorney's Office for the District of Columbia are conducting ongoing investigations into these matters.

OFHEO is required to review our capital classification quarterly, and as of September 30, 2004 and December 31, 2004, classified us as "significantly undercapitalized." As a result of this classification, we submitted a capital restoration plan to OFHEO in January 2005, and on February 23, 2005, we announced that OFHEO approved our proposed capital restoration plan. Under the plan, we detail how we expect to meet our minimum capital requirement on an ongoing basis, as well as achieve OFHEO's 30 percent surplus capital requirement by September 30, 2005. A summary of the capital restoration plan was filed as an exhibit to a Form 8-K that we filed with the SEC on February 23, 2005. On May 19, 2005, OFHEO classified us as "adequately capitalized" as of March 31, 2005. OFHEO has noted that this classification is subject to revision pending the outcome of ongoing accounting reviews, and that this classification does not amend any existing capital restoration plans currently in place between Fannie Mae and OFHEO.

In a Form 12b-25 filed with the SEC on August 9, 2005, we reported that, based on our current assessment, we are not likely to complete and file our Annual Report on Form 10-K for the year ended December 31, 2004, which will contain restated financial information, prior to the second half of 2006. We also reported in that Form 12b-25 that we are uncertain whether Deloitte will be able to opine on either the effectiveness of our internal control over financial reporting or management's process for assessing the effectiveness of internal control over financial reporting as of December 31, 2004 or December 31, 2005. We also reported in that Form 12b-25 that current NYSE listing standards allow the NYSE to continue to list the securities of a listed company for up to nine months after a company is delinquent in filing its Annual Report on Form 10-K (until December 16, 2005, in the case of Fannie Mae). The NYSE, in its sole discretion, also may extend the listing of a company's securities for another three months after that date, depending on the company's circumstances. Under the rules of the NYSE, Fannie Mae would have a right to a review of any decision to delist its securities by a committee of the NYSE Board of Directors.

Forms 8-K that we file with the SEC prior to the completion of the offering of the certificates are incorporated by reference in this prospectus supplement. This means that we are disclosing information to you by referring you to those documents. You should refer to "Incorporation by Reference" above for further details on the information that we incorporate by reference in this prospectus supplement and where to find it.

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

Assumed Characteristics of the Mortgage Loans Underlying the MBS (as of November 1, 2005)

	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	$ 57,000,000	360	339	17	6.470%
	43,000,000	360	315	37	6.468%
Group 2 MBS	$115,221,000	240	214	24	5.910%
Group 3 MBS	$114,000,000	360	323	32	6.510%
	35,000,000	360	350	5	6.510%

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.

Class Factors

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

Settlement Date

We expect to issue the certificates on November 30, 2005.

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:

Fed Book-Entry	Physical
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.

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 current distribution date:

Class	
CI	100% of the CO Class
EI	2.2727267283% of the EJ Class
HI	100% of the HO Class
VI	100% of the VO Class

Distributions of Principal

Group 1 Principal Distribution Amount

ZA Accrual Amount

To Aggregate Group I to its Planned Balance, and thereafter to the ZA Class.

Group 1 Cash Flow Distribution Amount

1. To Aggregate Group I to its Planned Balance.

2. To the ZA Class to zero.

3. To Aggregate Group I to zero.

For a description of Aggregate Group I, see "Description of the Certificates — Distributions of Principal — *Group 1 Principal Distribution Amount*" in this prospectus supplement.

Group 2 Principal Distribution Amount

To the EJ, AG and HO Classes, in that order, to zero.

Group 3 Principal Distribution Amount

PZ Accrual Amount

To the VO Class to zero, and thereafter to the PZ Class.

Group 3 Cash Flow Distribution Amount

1. To Aggregate Group II to its Planned Balance.
2. To the Aggregate Group III to its Planned Balance.
3. To the GA, GB, GC, GD and GE Classes, in that order, to zero.
4. To Aggregate Group III to zero.
5. To Aggregate Group II to zero.

For a description of Aggregate Group II and Aggregate Group III, see "Description of the Certificates — Distributions of Principal — *Group 3 Principal Distribution Amount*" in this prospectus supplement.

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)*

	PSA Prepayment Assumption							
Group 1 Classes	**0%**	**100%**	**166%**	**200%**	**300%**	**390%**	**500%**	**600%**
PA	5.9	2.3	2.0	2.0	2.0	2.0	1.8	1.5
PB	12.3	5.9	5.7	5.7	5.7	5.7	4.4	3.6
CO, CI and PC	15.1	11.0	11.0	11.0	11.0	11.0	8.5	7.0
ZA	24.3	16.7	14.6	11.5	5.1	1.6	0.9	0.7
PN	8.1	3.5	3.2	3.2	3.2	3.2	2.7	2.2

	PSA Prepayment Assumption						
Group 2 Classes	**0%**	**100%**	**200%**	**300%**	**400%**	**500%**	**600%**
EJ, EI and E	10.3	4.8	3.1	2.2	1.7	1.4	1.1
AG	17.6	12.0	8.7	6.4	5.0	4.0	3.3
HO, HI and AH	19.2	15.5	13.1	10.7	8.6	7.1	5.9
A	11.3	5.8	3.9	2.8	2.2	1.7	1.4

	PSA Prepayment Assumption							
Group 3 Classes	**0%**	**100%**	**128%**	**200%**	**250%**	**300%**	**450%**	**600%**
VO, VI and PV	14.9	5.1	5.1	5.1	5.1	5.1	3.7	2.8
PZ	24.3	16.0	16.0	16.0	16.0	16.0	11.7	8.8
YB	26.0	10.6	3.0	3.0	3.0	2.5	1.5	1.1
YC	26.6	13.0	9.0	9.0	9.0	4.6	2.1	1.4
YD	26.7	13.5	11.0	11.0	11.0	5.1	2.2	1.4
YE	26.9	14.3	13.7	13.7	13.7	5.9	2.3	1.5
GA	28.1	18.1	14.7	2.9	1.3	0.9	0.5	0.3
GB	29.2	22.8	20.9	13.0	3.4	2.2	1.1	0.7
GC	29.5	24.3	22.8	17.0	4.4	2.6	1.3	0.8
GD	29.7	25.6	24.5	20.0	8.2	3.0	1.4	0.9
GE	29.9	27.2	26.7	24.4	20.9	3.5	1.6	1.0

* 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.

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.

Recent hurricanes in the Gulf Coast region may present risk of increased mortgage loan prepayments. In August and September 2005, Hurricane Katrina and Hurricane Rita and related events caused catastrophic damage to extensive areas along the Gulf Coast of the United States, including portions of coastal and inland Alabama, Florida, Louisiana, Mississippi and Texas. The full extent of the physical damage resulting from severe flooding, high winds and environmental contamination remains uncertain. Hundreds of thousands of people have been displaced and interruptions in the regional economy have been significant. Although the long-term effects are unclear, these events could lead to a general economic downturn in the Gulf Coast region, including job losses and declines in real estate values. Accordingly, defaults on any mortgage loans in the affected areas may increase, in turn resulting in early payments of principal to holders of certificates backed by those mortgage loans. Additionally, casualty losses on mortgaged properties with hurricane or flood damage may result in early payment of principal to holders of the related certificates.

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 MBS have certain characteristics. However, the actual mortgage loans probably will have different characteristics from those we assumed. As a result, your yields could be lower than you expect, even if the mortgage loans prepay at the indicated constant prepayment rates. In addition, slight differences between the assumed mortgage loan characteristics and the actual mortgage loans could affect the weighted average lives of the classes of certificates.

Delay classes have lower yields and market values. Since the interest-bearing classes do not receive interest immediately following each interest accrual period, they 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 activities are subject to legal investment laws and regulations, or to review by regulatory authorities, may be unable to buy certain certificates. You should obtain legal advice to determine whether you may purchase the certificates.

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

Terrorist activities and related military and political actions by the U.S. government could cause reductions in investor confidence and substantial market volatility in real estate and securities markets. It is impossible to predict the extent to which terrorist activities may occur or, if they do occur, the extent of the effect on the certificates. Moreover, it is uncertain what effects any past or future terrorist activities or any related military or political actions on the part of the United States government and others will have on the United States and world financial markets, local, regional and national economies, real estate markets across the United States, or particular business sectors, including those affecting the performance of mortgage loan borrowers. Among other things, reduced investor confidence could result in substantial volatility in securities markets and a decline in real estate-related investments. In addition, defaults on the mortgage loans could increase, causing early payments of principal to you and, regardless of the performance of the underlying mortgage loans, the liquidity and market value of the certificates may be impaired.

DESCRIPTION OF THE CERTIFICATES

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

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the "Trust") and a separate trust (the "Lower Tier REMIC") pursuant to a trust agreement dated as of November 1, 2005 (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 "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 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, and "Description of the Certificates—Fannie Mae Guaranty" in the MBS Prospectus.

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. U.S. Bank National Association ("US Bank") in Boston, Massachusetts 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. US Bank will be the initial Paying Agent.

Authorized Denominations. We will issue the Certificates in the following denominations:

Classes	Denomination
The Principal Only and Interest Only Classes	$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	$1,000 minimum plus 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 applicable class 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).

No Optional Termination. We have no option to effect an early termination of the Lower Tier REMIC or the Trust. Further, we will not repurchase the Mortgage Loans underlying any MBS in a "clean-up call." See "Description of the Certificates—Termination" in the MBS Prospectus.

Combination and Recombination

General. You are permitted to exchange all or a portion of the PA, PB, CO and CI Classes, the Group 2 Classes and the VO and VI Classes of REMIC Certificates for a proportionate interest in the related 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 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.
- If, as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange.
- 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 MBS

The following table contains certain information about the MBS. The 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 MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing 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 and Group 3 MBS, and up to 20 years in the case of the Group 2 MBS.

See "The Mortgage Pools" and "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus.

We expect the characteristics of the MBS and the related Mortgage Loans as of the Issue Date to be as follows:

Group 1 MBS	
Aggregate Unpaid Principal Balance	$100,000,000
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	329 months
Approximate Weighted Average WALA (weighted average loan age)	26 months

Group 2 MBS

Aggregate Unpaid Principal Balance	$115,221,000
MBS Pass-Through Rate	5.50%
Range of WACs (annual percentages)	5.75% to 8.00%
Range of WAMs	181 months to 240 months
Approximate Weighted Average WAM	214 months
Approximate Weighted Average WALA	24 months

Group 3 MBS

Aggregate Unpaid Principal Balance	$149,000,000
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	329 months
Approximate Weighted Average WALA	26 months

Final Data Statement

After issuing the Certificates, we will prepare a Final Data Statement containing certain information, including 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 MBS as of the Issue Date. The Final Data Statement also will include the weighted averages of all the current or original WACs and the weighted averages of all the current or Adjusted WAMs, based on the current unpaid principal balances of the Mortgage Loans underlying each of the MBS as of the Issue Date. You may obtain the Final Data Statement by telephoning us at 1-800-237-8627. In addition, the Final Data Statement is available on our corporate Web site at www.fanniemae.com.

Distributions of Interest

Categories of Classes

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

Interest Type*	Classes
Group 1 Classes	
Fixed Rate	PA, PB, CI and ZA
Interest Only	CI
Principal Only	CO
Accrual	ZA
RCR**	PC and PN
Group 2 Classes	
Fixed Rate	EJ, EI, AG and HI
Interest Only	EI and HI
Principal Only	HO
RCR**	A, AH and E

Interest Type*	Classes
Group 3 Classes	
Fixed Rate	VI, PZ, YB, YC, YD, YE, GA, GB, GC, GD and GE
Interest Only	VI
Principal Only	VO
Accrual	PZ
RCR**	PV
No Payment Residual	R and RL

* See "Description of Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus.
** See "—Combination and Recombination" above and Schedule 1 for a further description of the RCR Classes.

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

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

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 one-month periods set forth below (each, an "Interest Accrual Period").

Classes	Interest Accrual Periods
All interest-bearing Classes (collectively, the "Delay Classes")	Calendar month preceding the month in which the Distribution Date occurs

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

The Dealer will treat the CO, HO and VO Classes as Delay Classes for the sole purpose of facilitating trading.

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

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

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

Distributions of Principal

Categories of Classes

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

Principal Type*	Classes
Group 1 Classes	
PAC	PA, PB and CO
Support	ZA
Accretion Directed	PA, PB and CO
Notional	CI
RCR**	PC and PN
Group 2 Classes	
Sequential Pay	EJ, AG and HO
Notional	EI and HI
RCR**	A, AH and E
Group 3 Classes	
PAC	VO, PZ, YB, YC, YD and YE
Support	GA, GB, GC, GD and GE
Accretion Directed	VO
Notional	VI
RCR**	PV
No Payment Residual	R and RL

* See "Description of Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus.
** See "—Combination and Recombination" above and Schedule 1 for a further description of the RCR Classes.

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 ZA Class (the "ZA 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 Principal Distribution Amount"), and

- 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 balance of the PZ Class (the "PZ Accrual Amount," and together with the Group 3 Cash Flow Distribution Amount, the "Group 3 Principal Distribution Amount").

Group 1 Principal Distribution Amount

ZA Accrual Amount

On each Distribution Date, we will pay the ZA Accrual Amount as principal of Aggregate Group I (described below), until the Aggregate I Balance (described below) is reduced to its Planned Balance for that Distribution Date. Thereafter, we will pay the ZA Accrual Amount as principal of the ZA Class.

Accretion Directed/ PAC Group and Accrual Class

Group 1 Cash Flow Distribution Amount

On each Distribution Date, we will pay the Group 1 Cash Flow Distribution Amount as principal of the Group 1 Classes in the following priority:

(i) to Aggregate Group I, until the Aggregate I Balance is reduced to its Planned Balance for that Distribution Date; **PAC Group**

(ii) to the ZA Class, until its principal balance is reduced to zero; and **Support Class**

(iii) 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 PA, PB and CO Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I, sequentially, to the PA, PB and CO Classes, in that order, until their principal balances are reduced to zero.

The "Aggregate I Balance" is equal to the aggregate of the principal balances of the Classes in Aggregate Group I.

Group 2 Principal Distribution Amount

On each Distribution Date, we will pay the Group 2 Principal Distribution Amount, sequentially, as principal of the EJ, AG and HO Classes, in that order, until their principal balances are reduced to zero. **Sequential Pay Classes**

Group 3 Principal Distribution Amount

PZ Accrual Amount

On each Distribution Date, we will pay the PZ Accrual Amount as principal of the VO Class, until its principal balance is reduced to zero. Thereafter, we will pay the PZ Accrual Amount as principal of the PZ Class. **Accretion Directed Class and Accrual Class**

Group 3 Cash Flow Distribution Amount

On each Distribution Date, we will pay the Group 3 Cash Flow Distribution Amount as principal of the Group 3 Classes in the following priority:

(i) to Aggregate Group II (described below), until the Aggregate II Balance (described below) is reduced to its Planned Balance for that Distribution Date;

(ii) to Aggregate Group III (described below), until the Aggregate III Balance (described below) is reduced to its Planned Balance for that Distribution Date; **PAC Groups**

(iii) sequentially, to the GA, GB, GC, GD and GE Classes, in that order, until their principal balances are reduced to zero; **Support Classes**

(iv) to Aggregate Group III, without regard to its Planned Balance and until the Aggregate III Balance is reduced to zero; and

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

"Aggregate Group II" consists of the VO and PZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II, sequentially, to the VO and PZ Classes, in that order, until their principal balances are reduced to zero.

The "Aggregate II Balance" is equal to the aggregate of the principal balances of the Classes included in Aggregate Group II. For determining principal payments on a Distribution Date, the Aggregate II Balance will include any increase in the principal balance of the PZ Class on that date.

"Aggregate Group III" consists of the YB, YC, YD and YE Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III, sequentially, to the YB, YC, YD and YE Classes, in that order, until their principal balances are reduced to zero.

The "Aggregate III Balance" is equal to the aggregate of the principal balances of the Classes included in Aggregate Group III.

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 following assumptions (the "Pricing Assumptions"):

- the Mortgage Loans underlying the MBS 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 MBS" in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related table;
- the settlement date for the sale of the Certificates is November 30, 2005; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. Prepayments of mortgage loans commonly are measured relative to a prepayment standard or model. The model used in this prospectus supplement is The Bond Market Association's standard prepayment model ("PSA"). To assume a specified rate of PSA is to assume a specified rate of prepayment each month of the then-outstanding principal balance of a pool of new mortgage loans computed as described under "Description of Certificates—Prepayment Models" in the REMIC Prospectus. It is highly unlikely that prepayments will occur at any *constant* PSA rate or at any other *constant* rate.

Structuring Ranges. The Principal Balance Schedules are found beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the related Mortgage Loans will prepay at a constant PSA rate within the applicable Structuring Ranges set forth below.

Principal Balance Schedule References	Related Groups(1)	Structuring Ranges
Planned Balances	Aggregate Group I	Between 166% and 390% PSA
Planned Balances	Aggregate Group II	Between 100% and 300% PSA
Planned Balances	Aggregate Group III	Between 128% and 250% PSA

(1) The Structuring Ranges 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 Ranges 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.

Groups	Initial Effective Ranges
Aggregate Group I	Between 166% and 390% PSA
Aggregate Group II	Between 100% and 300% PSA
Aggregate Group III	Between 128% and 250% PSA

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 this range. 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 Classes specified below will be supported by the corresponding supporting Classes as indicated in the follow table:

Classes	Supporting Classes
Group 1	
PAC	Support
Group 3	
Aggregate Group II	Aggregate Group III and Support
Aggregate Group III	Support

When the supporting Classes are retired, the Classes they support, 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. 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, 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, or

- all of the Mortgage Loans will prepay at the same rate.

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

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

Class	Price
CO	68.078125%
HO	61.125000%
VO	82.093750%

Sensitivity of the CO Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	166%	200%	300%	390%	500%	600%
Pre-Tax Yield to Maturity	3.4%	3.6%	3.6%	3.6%	3.6%	3.6%	4.6%	5.7%

Sensitivity of the HO Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	200%	300%	400%	500%	600%
Pre-Tax Yield to Maturity	3.0%	3.2%	3.8%	4.7%	5.9%	7.2%	8.8%

Sensitivity of the VO Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	128%	200%	250%	300%	450%	600%
Pre-Tax Yield to Maturity	2.8%	4.1%	4.1%	4.1%	4.1%	4.1%	5.6%	7.3%

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 applicable constant rate shown in the table below:**

Class	% PSA
CI	678% PSA
EI	271% PSA
HI	534% PSA
VI	499% PSA

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 original principal balance) are as follows:

Class	Price*
CI	35.796875%
EI	13.000000%
HI	36.125000%
VI	19.906250%

* 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 CI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	166%	200%	300%	390%	500%	600%
Pre-Tax Yield to Maturity	12.6%	12.0%	12.0%	12.0%	12.0%	12.0%	8.3%	3.9%

Sensitivity of the EI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	200%	300%	400%	500%	600%
Pre-Tax Yield to Maturity	32.2%	26.1%	11.8%	(5.0)%	(23.6)%	(43.1)%	(62.9)%

Sensitivity of the HI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	200%	300%	400%	500%	600%
Pre-Tax Yield to Maturity	13.7%	13.4%	12.0%	9.5%	6.1%	1.7%	(3.6)%

Sensitivity of the VI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	128%	200%	250%	300%	450%	600%
Pre-Tax Yield to Maturity	20.7%	13.0%	13.0%	13.0%	13.0%	13.0%	3.9%	(8.9)%

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 Classes, and
- in the case of the Group 1 and Group 3 Classes, the payment of principal of certain Classes in accordance with the Principal Balance Schedules.

See "—Distributions of Principal" above.

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.

Mortgage Loans Relating to Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 MBS	360 months	360 months	8.50%
Group 2 MBS	240 months	240 months	8.00%
Group 3 MBS	360 months	360 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

PA Class — PSA Prepayment Assumption

Date	0%	100%	166%	200%	300%	390%	500%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	93	78	74	74	74	74	74	74
November 2007	86	55	47	47	47	47	47	29
November 2008	78	33	24	24	24	24	8	0
November 2009	70	11	2	2	2	2	0	0
November 2010	61	0	0	0	0	0	0	0
November 2011	52	0	0	0	0	0	0	0
November 2012	41	0	0	0	0	0	0	0
November 2013	31	0	0	0	0	0	0	0
November 2014	19	0	0	0	0	0	0	0
November 2015	7	0	0	0	0	0	0	0
November 2016	0	0	0	0	0	0	0	0
November 2017	0	0	0	0	0	0	0	0
November 2018	0	0	0	0	0	0	0	0
November 2019	0	0	0	0	0	0	0	0
November 2020	0	0	0	0	0	0	0	0
November 2021	0	0	0	0	0	0	0	0
November 2022	0	0	0	0	0	0	0	0
November 2023	0	0	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	5.9	2.3	2.0	2.0	2.0	2.0	1.8	1.5

PB Class — PSA Prepayment Assumption

Date	0%	100%	166%	200%	300%	390%	500%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100	100
November 2008	100	100	100	100	100	100	100	76
November 2009	100	100	100	100	100	100	61	27
November 2010	100	81	68	68	68	68	24	0
November 2011	100	41	37	37	37	37	0	0
November 2012	100	13	13	13	13	13	0	0
November 2013	100	0	0	0	0	0	0	0
November 2014	100	0	0	0	0	0	0	0
November 2015	100	0	0	0	0	0	0	0
November 2016	87	0	0	0	0	0	0	0
November 2017	59	0	0	0	0	0	0	0
November 2018	30	0	0	0	0	0	0	0
November 2019	0	0	0	0	0	0	0	0
November 2020	0	0	0	0	0	0	0	0
November 2021	0	0	0	0	0	0	0	0
November 2022	0	0	0	0	0	0	0	0
November 2023	0	0	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.3	5.9	5.7	5.7	5.7	5.7	4.4	3.6

CO, CI† and PC Classes — PSA Prepayment Assumption

Date	0%	100%	166%	200%	300%	390%	500%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100	100
November 2008	100	100	100	100	100	100	100	100
November 2009	100	100	100	100	100	100	100	100
November 2010	100	100	100	100	100	100	100	92
November 2011	100	100	100	100	100	100	97	58
November 2012	100	100	100	100	100	100	66	36
November 2013	100	92	92	92	92	92	45	23
November 2014	100	68	68	68	68	68	31	14
November 2015	100	51	51	51	51	51	21	9
November 2016	100	37	37	37	37	37	14	5
November 2017	100	28	28	28	28	28	10	3
November 2018	100	20	20	20	20	20	6	2
November 2019	97	15	15	15	15	15	4	1
November 2020	39	11	11	11	11	11	3	1
November 2021	8	8	8	8	8	8	2	*
November 2022	5	5	5	5	5	5	1	*
November 2023	4	4	4	4	4	4	1	*
November 2024	2	2	2	2	2	2	1	*
November 2025	2	2	2	2	2	2	*	*
November 2026	1	1	1	1	1	1	*	*
November 2027	*	*	*	*	*	*	*	*
November 2028	*	*	*	*	*	*	*	*
November 2029	0	0	0	0	0	0	*	*
November 2030	0	0	0	0	0	0	*	*
November 2031	0	0	0	0	0	0	*	*
November 2032	0	0	0	0	0	0	*	*
November 2033	0	0	0	0	0	0	*	*
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.1	11.0	11.0	11.0	11.0	11.0	8.5	7.0

ZA Class — PSA Prepayment Assumption

Date	0%	100%	166%	200%	300%	390%	500%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	106	106	100	95	77	62	43	25
November 2007	113	113	100	89	58	32	1	0
November 2008	120	120	100	86	45	13	0	0
November 2009	127	127	100	83	37	4	0	0
November 2010	135	135	100	81	33	*	0	0
November 2011	143	143	100	79	31	*	0	0
November 2012	152	145	96	75	28	*	0	0
November 2013	161	141	90	70	25	*	0	0
November 2014	171	135	84	64	22	*	0	0
November 2015	182	128	77	57	19	*	0	0
November 2016	193	119	69	51	16	*	0	0
November 2017	205	111	62	45	13	*	0	0
November 2018	218	102	55	39	11	*	0	0
November 2019	231	93	49	34	9	*	0	0
November 2020	245	84	42	29	8	*	0	0
November 2021	248	75	37	25	6	*	0	0
November 2022	239	67	31	21	5	*	0	0
November 2023	229	59	27	17	4	*	0	0
November 2024	218	51	22	14	3	*	0	0
November 2025	206	44	18	11	2	*	0	0
November 2026	193	37	15	9	2	*	0	0
November 2027	178	30	12	7	1	*	0	0
November 2028	162	24	9	5	1	*	0	0
November 2029	144	18	6	4	1	*	0	0
November 2030	125	12	4	2	*	*	0	0
November 2031	104	7	2	1	*	*	0	0
November 2032	81	3	1	1	*	*	0	0
November 2033	56	1	*	*	*	*	0	0
November 2034	29	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.3	16.7	14.6	11.5	5.1	1.6	0.9	0.7

* 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.

PN Class

Date	PSA Prepayment Assumption 0%	100%	166%	200%	300%	390%	500%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	96	86	83	83	83	83	83	83
November 2007	91	70	65	65	65	65	65	53
November 2008	86	56	50	50	50	50	39	26
November 2009	80	42	36	36	36	36	21	9
November 2010	74	28	23	23	23	23	8	0
November 2011	68	14	13	13	13	13	0	0
November 2012	61	4	4	4	4	4	0	0
November 2013	54	0	0	0	0	0	0	0
November 2014	47	0	0	0	0	0	0	0
November 2015	38	0	0	0	0	0	0	0
November 2016	30	0	0	0	0	0	0	0
November 2017	20	0	0	0	0	0	0	0
November 2018	10	0	0	0	0	0	0	0
November 2019	0	0	0	0	0	0	0	0
November 2020	0	0	0	0	0	0	0	0
November 2021	0	0	0	0	0	0	0	0
November 2022	0	0	0	0	0	0	0	0
November 2023	0	0	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.1	3.5	3.2	3.2	3.2	3.2	2.7	2.2

EJ, EI† and E Classes

Date	PSA Prepayment Assumption 0%	100%	200%	300%	400%	500%	600%
Initial Percent	100	100	100	100	100	100	100
November 2006	97	88	80	72	65	57	49
November 2007	94	76	62	49	37	26	16
November 2008	91	65	47	31	17	5	0
November 2009	87	55	33	16	2	0	0
November 2010	83	45	22	4	0	0	0
November 2011	78	36	12	0	0	0	0
November 2012	74	27	3	0	0	0	0
November 2013	69	19	0	0	0	0	0
November 2014	63	11	0	0	0	0	0
November 2015	57	4	0	0	0	0	0
November 2016	51	0	0	0	0	0	0
November 2017	44	0	0	0	0	0	0
November 2018	36	0	0	0	0	0	0
November 2019	28	0	0	0	0	0	0
November 2020	19	0	0	0	0	0	0
November 2021	9	0	0	0	0	0	0
November 2022	0	0	0	0	0	0	0
November 2023	0	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.3	4.8	3.1	2.2	1.7	1.4	1.1

AG Class

Date	PSA Prepayment Assumption 0%	100%	200%	300%	400%	500%	600%
Initial Percent	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100
November 2008	100	100	100	100	100	100	70
November 2009	100	100	100	100	100	44	0
November 2010	100	100	100	100	44	0	0
November 2011	100	100	100	67	0	0	0
November 2012	100	100	100	21	0	0	0
November 2013	100	100	74	0	0	0	0
November 2014	100	100	35	0	0	0	0
November 2015	100	100	2	0	0	0	0
November 2016	100	86	0	0	0	0	0
November 2017	100	48	0	0	0	0	0
November 2018	100	12	0	0	0	0	0
November 2019	100	0	0	0	0	0	0
November 2020	100	0	0	0	0	0	0
November 2021	100	0	0	0	0	0	0
November 2022	93	0	0	0	0	0	0
November 2023	24	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	12.0	8.7	6.4	5.0	4.0	3.3

HO, HI† and AH Classes

Date	PSA Prepayment Assumption 0%	100%	200%	300%	400%	500%	600%
Initial Percent	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100
November 2008	100	100	100	100	100	100	100
November 2009	100	100	100	100	100	100	94
November 2010	100	100	100	100	100	89	57
November 2011	100	100	100	100	96	59	35
November 2012	100	100	100	100	69	39	21
November 2013	100	100	100	89	49	25	12
November 2014	100	100	100	67	34	16	7
November 2015	100	100	100	50	24	10	4
November 2016	100	100	80	37	16	7	2
November 2017	100	100	62	27	11	4	1
November 2018	100	100	46	19	7	2	1
November 2019	100	83	33	12	4	1	*
November 2020	100	60	22	8	2	1	*
November 2021	100	37	13	4	1	*	*
November 2022	100	16	5	2	*	*	*
November 2023	100	0	0	0	0	0	0
November 2024	61	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.2	15.5	13.1	10.7	8.6	7.1	5.9

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

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

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

A Class

Date	PSA Prepayment Assumption						
	0%	100%	200%	300%	400%	500%	600%
Initial Percent	100	100	100	100	100	100	100
November 2006	97	90	83	76	70	63	56
November 2007	95	79	68	56	46	37	28
November 2008	92	70	54	41	29	18	10
November 2009	89	61	43	28	16	6	0
November 2010	85	53	33	18	6	0	0
November 2011	81	45	24	9	0	0	0
November 2012	77	37	17	3	0	0	0
November 2013	73	30	10	0	0	0	0
November 2014	68	24	5	0	0	0	0
November 2015	63	18	*	0	0	0	0
November 2016	58	12	0	0	0	0	0
November 2017	52	7	0	0	0	0	0
November 2018	45	2	0	0	0	0	0
November 2019	38	0	0	0	0	0	0
November 2020	30	0	0	0	0	0	0
November 2021	22	0	0	0	0	0	0
November 2022	13	0	0	0	0	0	0
November 2023	3	0	0	0	0	0	0
November 2024	0	0	0	0	0	0	0
November 2025	0	0	0	0	0	0	0
November 2026	0	0	0	0	0	0	0
November 2027	0	0	0	0	0	0	0
November 2028	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.3	5.8	3.9	2.8	2.2	1.7	1.4

VO, VI† and PV Classes

Date	PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	98	89	89	89	89	89	89	89
November 2007	97	78	78	78	78	78	78	66
November 2008	95	67	67	67	67	67	58	39
November 2009	93	57	57	57	57	57	40	22
November 2010	91	47	47	47	47	47	26	11
November 2011	88	38	38	38	38	38	16	3
November 2012	86	29	29	29	29	29	9	0
November 2013	83	21	21	21	21	21	3	0
November 2014	80	15	15	15	15	15	0	0
November 2015	77	9	9	9	9	9	0	0
November 2016	74	5	5	5	5	5	0	0
November 2017	70	1	1	1	1	1	0	0
November 2018	66	0	0	0	0	0	0	0
November 2019	61	0	0	0	0	0	0	0
November 2020	57	0	0	0	0	0	0	0
November 2021	51	0	0	0	0	0	0	0
November 2022	46	0	0	0	0	0	0	0
November 2023	40	0	0	0	0	0	0	0
November 2024	33	0	0	0	0	0	0	0
November 2025	26	0	0	0	0	0	0	0
November 2026	18	0	0	0	0	0	0	0
November 2027	10	0	0	0	0	0	0	0
November 2028	*	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.9	5.1	5.1	5.1	5.1	5.1	3.7	2.8

PZ Class

Date	PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	106	106	106	106	106	106	106	106
November 2007	113	113	113	113	113	113	113	113
November 2008	120	120	120	120	120	120	120	120
November 2009	127	127	127	127	127	127	127	127
November 2010	135	135	135	135	135	135	135	135
November 2011	143	143	143	143	143	143	143	143
November 2012	152	152	152	152	152	152	152	130
November 2013	161	161	161	161	161	161	161	81
November 2014	171	171	171	171	171	171	159	51
November 2015	182	182	182	182	182	182	112	31
November 2016	193	193	193	193	193	193	80	19
November 2017	205	205	205	205	205	205	56	12
November 2018	218	173	173	173	173	173	39	7
November 2019	231	136	136	136	136	136	27	5
November 2020	245	106	106	106	106	106	19	3
November 2021	261	82	82	82	82	82	13	2
November 2022	277	63	63	63	63	63	9	1
November 2023	294	48	48	48	48	48	6	1
November 2024	312	36	36	36	36	36	4	*
November 2025	331	27	27	27	27	27	3	*
November 2026	351	20	20	20	20	20	2	*
November 2027	373	14	14	14	14	14	1	*
November 2028	396	10	10	10	10	10	1	*
November 2029	245	6	6	6	6	6	*	*
November 2030	73	4	4	4	4	4	*	*
November 2031	2	2	2	2	2	2	*	*
November 2032	1	1	1	1	1	1	*	*
November 2033	*	*	*	*	*	*	*	*
November 2034	*	*	*	*	*	*	*	*
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.3	16.0	16.0	16.0	16.0	16.0	11.7	8.8

YB Class

Date	PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	80	80	80	80	80	80
November 2007	100	100	61	61	61	61	1	0
November 2008	100	100	44	44	44	44	0	0
November 2009	100	100	30	30	30	19	0	0
November 2010	100	100	19	19	19	0	0	0
November 2011	100	100	11	11	11	0	0	0
November 2012	100	100	4	4	4	0	0	0
November 2013	100	97	0	0	0	0	0	0
November 2014	100	85	0	0	0	0	0	0
November 2015	100	67	0	0	0	0	0	0
November 2016	100	45	0	0	0	0	0	0
November 2017	100	19	0	0	0	0	0	0
November 2018	100	0	0	0	0	0	0	0
November 2019	100	0	0	0	0	0	0	0
November 2020	100	0	0	0	0	0	0	0
November 2021	100	0	0	0	0	0	0	0
November 2022	100	0	0	0	0	0	0	0
November 2023	100	0	0	0	0	0	0	0
November 2024	100	0	0	0	0	0	0	0
November 2025	100	0	0	0	0	0	0	0
November 2026	100	0	0	0	0	0	0	0
November 2027	100	0	0	0	0	0	0	0
November 2028	100	0	0	0	0	0	0	0
November 2029	100	0	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	44	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.0	10.6	3.0	3.0	3.0	2.5	1.5	1.1

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

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

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

Date	YC Class PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100	0
November 2008	100	100	100	100	100	100	0	0
November 2009	100	100	100	100	100	100	0	0
November 2010	100	100	100	100	100	0	0	0
November 2011	100	100	100	100	100	0	0	0
November 2012	100	100	100	100	100	0	0	0
November 2013	100	100	92	92	92	0	0	0
November 2014	100	100	49	49	49	0	0	0
November 2015	100	100	2	2	2	0	0	0
November 2016	100	100	0	0	0	0	0	0
November 2017	100	100	0	0	0	0	0	0
November 2018	100	38	0	0	0	0	0	0
November 2019	100	0	0	0	0	0	0	0
November 2020	100	0	0	0	0	0	0	0
November 2021	100	0	0	0	0	0	0	0
November 2022	100	0	0	0	0	0	0	0
November 2023	100	0	0	0	0	0	0	0
November 2024	100	0	0	0	0	0	0	0
November 2025	100	0	0	0	0	0	0	0
November 2026	100	0	0	0	0	0	0	0
November 2027	100	0	0	0	0	0	0	0
November 2028	100	0	0	0	0	0	0	0
November 2029	100	0	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	100	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.6	13.0	9.0	9.0	9.0	4.6	2.1	1.4

Date	YD Class PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100	0
November 2008	100	100	100	100	100	100	0	0
November 2009	100	100	100	100	100	100	0	0
November 2010	100	100	100	100	100	54	0	0
November 2011	100	100	100	100	100	0	0	0
November 2012	100	100	100	100	100	0	0	0
November 2013	100	100	100	100	100	0	0	0
November 2014	100	100	100	100	100	0	0	0
November 2015	100	100	100	100	100	0	0	0
November 2016	100	100	48	48	48	0	0	0
November 2017	100	100	0	0	0	0	0	0
November 2018	100	100	0	0	0	0	0	0
November 2019	100	0	0	0	0	0	0	0
November 2020	100	0	0	0	0	0	0	0
November 2021	100	0	0	0	0	0	0	0
November 2022	100	0	0	0	0	0	0	0
November 2023	100	0	0	0	0	0	0	0
November 2024	100	0	0	0	0	0	0	0
November 2025	100	0	0	0	0	0	0	0
November 2026	100	0	0	0	0	0	0	0
November 2027	100	0	0	0	0	0	0	0
November 2028	100	0	0	0	0	0	0	0
November 2029	100	0	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	100	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.7	13.5	11.0	11.0	11.0	5.1	2.2	1.4

Date	YE Class PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	100
November 2007	100	100	100	100	100	100	100	0
November 2008	100	100	100	100	100	100	0	0
November 2009	100	100	100	100	100	100	0	0
November 2010	100	100	100	100	100	100	0	0
November 2011	100	100	100	100	100	36	0	0
November 2012	100	100	100	100	100	1	0	0
November 2013	100	100	100	100	100	*	0	0
November 2014	100	100	100	100	100	*	0	0
November 2015	100	100	100	100	100	*	0	0
November 2016	100	100	100	100	100	*	0	0
November 2017	100	100	97	97	97	*	0	0
November 2018	100	100	67	67	67	*	0	0
November 2019	100	59	39	39	39	*	0	0
November 2020	100	14	14	14	14	*	0	0
November 2021	100	0	0	0	0	*	0	0
November 2022	100	0	0	0	0	*	0	0
November 2023	100	0	0	0	0	*	0	0
November 2024	100	0	0	0	0	*	0	0
November 2025	100	0	0	0	0	*	0	0
November 2026	100	0	0	0	0	*	0	0
November 2027	100	0	0	0	0	*	0	0
November 2028	100	0	0	0	0	*	0	0
November 2029	100	0	0	0	0	*	0	0
November 2030	100	0	0	0	0	*	0	0
November 2031	100	0	0	0	0	*	0	0
November 2032	4	0	0	0	0	*	0	0
November 2033	0	0	0	0	0	*	0	0
November 2034	0	0	0	0	0	*	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.9	14.3	13.7	13.7	13.7	5.9	2.3	1.5

Date	GA Class PSA Prepayment Assumption							
	0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	76	60	43	0	0
November 2007	100	100	100	55	25	0	0	0
November 2008	100	100	100	38	0	0	0	0
November 2009	100	100	100	25	0	0	0	0
November 2010	100	100	100	16	0	0	0	0
November 2011	100	100	100	10	0	0	0	0
November 2012	100	100	100	7	0	0	0	0
November 2013	100	100	99	5	0	0	0	0
November 2014	100	100	96	3	0	0	0	0
November 2015	100	100	91	0	0	0	0	0
November 2016	100	100	84	0	0	0	0	0
November 2017	100	100	77	0	0	0	0	0
November 2018	100	100	68	0	0	0	0	0
November 2019	100	100	59	0	0	0	0	0
November 2020	100	91	50	0	0	0	0	0
November 2021	100	78	40	0	0	0	0	0
November 2022	100	64	29	0	0	0	0	0
November 2023	100	50	18	0	0	0	0	0
November 2024	100	37	7	0	0	0	0	0
November 2025	100	24	0	0	0	0	0	0
November 2026	100	11	0	0	0	0	0	0
November 2027	100	0	0	0	0	0	0	0
November 2028	100	0	0	0	0	0	0	0
November 2029	100	0	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	100	0	0	0	0	0	0	0
November 2032	100	0	0	0	0	0	0	0
November 2033	52	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.1	18.1	14.7	2.9	1.3	0.9	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	GB Class PSA Prepayment Assumption 0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	69	0
November 2007	100	100	100	100	100	80	0	0
November 2008	100	100	100	100	89	0	0	0
November 2009	100	100	100	100	0	0	0	0
November 2010	100	100	100	100	0	0	0	0
November 2011	100	100	100	100	0	0	0	0
November 2012	100	100	100	100	0	0	0	0
November 2013	100	100	100	100	0	0	0	0
November 2014	100	100	100	100	0	0	0	0
November 2015	100	100	100	100	0	0	0	0
November 2016	100	100	100	84	0	0	0	0
November 2017	100	100	100	67	0	0	0	0
November 2018	100	100	100	49	0	0	0	0
November 2019	100	100	100	32	0	0	0	0
November 2020	100	100	100	15	0	0	0	0
November 2021	100	100	100	0	0	0	0	0
November 2022	100	100	100	0	0	0	0	0
November 2023	100	100	100	0	0	0	0	0
November 2024	100	100	100	0	0	0	0	0
November 2025	100	100	87	0	0	0	0	0
November 2026	100	100	42	0	0	0	0	0
November 2027	100	95	0	0	0	0	0	0
November 2028	100	38	0	0	0	0	0	0
November 2029	100	0	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	100	0	0	0	0	0	0	0
November 2032	100	0	0	0	0	0	0	0
November 2033	100	0	0	0	0	0	0	0
November 2034	96	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.2	22.8	20.9	13.0	3.4	2.2	1.1	0.7

Date	GC Class PSA Prepayment Assumption 0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	0
November 2007	100	100	100	100	100	100	0	0
November 2008	100	100	100	100	100	0	0	0
November 2009	100	100	100	100	93	0	0	0
November 2010	100	100	100	100	0	0	0	0
November 2011	100	100	100	100	0	0	0	0
November 2012	100	100	100	100	0	0	0	0
November 2013	100	100	100	100	0	0	0	0
November 2014	100	100	100	100	0	0	0	0
November 2015	100	100	100	100	0	0	0	0
November 2016	100	100	100	100	0	0	0	0
November 2017	100	100	100	100	0	0	0	0
November 2018	100	100	100	100	0	0	0	0
November 2019	100	100	100	100	0	0	0	0
November 2020	100	100	100	100	0	0	0	0
November 2021	100	100	100	90	0	0	0	0
November 2022	100	100	100	48	0	0	0	0
November 2023	100	100	100	8	0	0	0	0
November 2024	100	100	100	0	0	0	0	0
November 2025	100	100	100	0	0	0	0	0
November 2026	100	100	100	0	0	0	0	0
November 2027	100	100	99	0	0	0	0	0
November 2028	100	100	34	0	0	0	0	0
November 2029	100	73	0	0	0	0	0	0
November 2030	100	0	0	0	0	0	0	0
November 2031	100	0	0	0	0	0	0	0
November 2032	100	0	0	0	0	0	0	0
November 2033	100	0	0	0	0	0	0	0
November 2034	100	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.5	24.3	22.8	17.0	4.4	2.6	1.3	0.8

Date	GD Class PSA Prepayment Assumption 0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	0
November 2007	100	100	100	100	100	100	0	0
November 2008	100	100	100	100	100	52	0	0
November 2009	100	100	100	100	100	0	0	0
November 2010	100	100	100	100	95	0	0	0
November 2011	100	100	100	100	44	0	0	0
November 2012	100	100	100	100	25	0	0	0
November 2013	100	100	100	100	24	0	0	0
November 2014	100	100	100	100	24	0	0	0
November 2015	100	100	100	100	24	0	0	0
November 2016	100	100	100	100	24	0	0	0
November 2017	100	100	100	100	24	0	0	0
November 2018	100	100	100	100	24	0	0	0
November 2019	100	100	100	100	24	0	0	0
November 2020	100	100	100	100	24	0	0	0
November 2021	100	100	100	100	16	0	0	0
November 2022	100	100	100	100	*	0	0	0
November 2023	100	100	100	100	0	0	0	0
November 2024	100	100	100	76	0	0	0	0
November 2025	100	100	100	47	0	0	0	0
November 2026	100	100	100	22	0	0	0	0
November 2027	100	100	100	0	0	0	0	0
November 2028	100	100	100	0	0	0	0	0
November 2029	100	100	76	0	0	0	0	0
November 2030	100	89	25	0	0	0	0	0
November 2031	100	16	0	0	0	0	0	0
November 2032	100	0	0	0	0	0	0	0
November 2033	100	0	0	0	0	0	0	0
November 2034	100	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.7	25.6	24.5	20.0	8.2	3.0	1.4	0.9

Date	GE Class PSA Prepayment Assumption 0%	100%	128%	200%	250%	300%	450%	600%
Initial Percent	100	100	100	100	100	100	100	100
November 2006	100	100	100	100	100	100	100	21
November 2007	100	100	100	100	100	100	0	0
November 2008	100	100	100	100	100	100	0	0
November 2009	100	100	100	100	100	0	0	0
November 2010	100	100	100	100	100	0	0	0
November 2011	100	100	100	100	100	0	0	0
November 2012	100	100	100	100	100	0	0	0
November 2013	100	100	100	100	100	0	0	0
November 2014	100	100	100	100	100	0	0	0
November 2015	100	100	100	100	100	0	0	0
November 2016	100	100	100	100	100	0	0	0
November 2017	100	100	100	100	100	0	0	0
November 2018	100	100	100	100	100	0	0	0
November 2019	100	100	100	100	100	0	0	0
November 2020	100	100	100	100	100	0	0	0
November 2021	100	100	100	100	100	0	0	0
November 2022	100	100	100	100	100	0	0	0
November 2023	100	100	100	100	83	0	0	0
November 2024	100	100	100	100	67	0	0	0
November 2025	100	100	100	100	54	0	0	0
November 2026	100	100	100	100	42	0	0	0
November 2027	100	100	100	99	32	0	0	0
November 2028	100	100	100	75	24	0	0	0
November 2029	100	100	100	54	17	0	0	0
November 2030	100	100	100	35	11	0	0	0
November 2031	100	100	74	19	6	0	0	0
November 2032	100	40	25	6	2	0	0	0
November 2033	100	21	13	3	1	0	0	0
November 2034	100	3	2	*	*	0	0	0
November 2035	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.9	27.2	26.7	24.4	20.9	3.5	1.6	1.0

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

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

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.

A Residual Certificate will be subject to certain transfer restrictions. We will not permit transfer of record or beneficial ownership of a Residual Certificate to a "disqualified organization." In addition, we will not permit transfer of record or beneficial ownership of a Residual 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 a Residual 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 a Residual 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 amended the Regulations to provide additional requirements that a transferor must satisfy to avail itself of the safe harbor regarding the presumed lack of improper knowledge. For transfers occurring on or after August 19, 2002, a transferor of a Residual Certificate is presumed not to have improper knowledge if, in addition to meeting the two conditions discussed in the REMIC Prospectus, both (i) the transferee represents that it will not cause income from the Residual Certificate to be attributed to a foreign permanent establishment or fixed base of the transferee or another taxpayer and (ii) the transfer satisfies either the "asset test" or the "formula test." The representation described in (i) will be included in the affidavit discussed above. 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.

A transfer satisfies the asset test if (i) 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), (ii) the transferee is an "eligible corporation" and the transferee agrees in writing that any subsequent transfer of the Residual Certificate will be to an eligible corporation and will comply with the safe harbor and satisfy the asset test, and (iii) the facts and circumstances known to the transferor do not reasonably indicate that the taxes associated with the Residual Certificate will not be paid. A transfer satisfies the formula test 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 Regulations contain additional details regarding their application and you should consult your own tax advisor regarding the application of the Regulations to a 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.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled ''Certain Federal Income Tax Consequences'' and ''ERISA Considerations'') and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

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

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

Taxation of Beneficial Owners of Regular Certificates

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

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

Group	Prepayment Assumption
1	200% PSA
2	200% PSA
3	200% PSA

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 5.38% (which is 120% of the ''federal long-term rate''). 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.

The Treasury Department recently issued Regulations providing that, to clearly reflect income, an inducement fee paid to a transferee of a noneconomic residual interest in a REMIC must be included in income over a period that is reasonably related to the period during which the applicable REMIC is expected to generate taxable income or net loss allocable to the transferee. The Regulations set forth two safe harbor methods under which a taxpayer's accounting for the inducement fee will be considered to clearly reflect income for these purposes. In addition, under the Regulations an inducement fee shall be treated as income from sources within the United States. The Regulations, which are effective for taxable years ending on or after May 11, 2004, contain additional details regarding their application. You should consult your own tax advisor regarding the application of the Regulations to the transfer of a Residual Certificate.

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" above and "Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Regular Certificates*" in the REMIC Prospectus. When a beneficial owner sells a Combination RCR Certificate, the owner must allocate the sale proceeds among the underlying REMIC Certificates in proportion to their relative fair market values at the time of sale.

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

Tax Return Disclosure Requirements

Treasury Department Regulations that are directed at "tax shelters" could be read to apply to transactions generally not considered to be tax shelters. These Regulations require that taxpayers that participate in a "reportable transaction" disclose such transaction on their tax returns by attaching IRS Form 8886 and retain information related to the transaction. A transaction may be a "reportable transaction" based upon any of several indicia, one or more of which may be present with respect to the Certificates. You should consult your own tax advisor concerning any possible disclosure obligation with respect to your investment in the Certificates.

PLAN OF DISTRIBUTION

General. We are obligated to deliver the Certificates to Barclays Capital Inc. (the "Dealer") in exchange for the MBS. 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 Classes in addition to those contemplated as of the date of this prospectus supplement. In this event, we will increase the related MBS in principal balance, but we expect that all these additional MBS will have the same characteristics as described under "Description of the Certificates—The MBS" in this prospectus supplement. The proportion that the original principal balance of each Group 1, 2 or 3 Class bears to the aggregate original principal balance of all Group 1, 2 or 3 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 LLP will provide legal representation for the Dealer.

Schedule 1

Available Recombinations (1) (2)

REMIC Certificates		RCR Certificates						
Classes	Original Principal or Notional Principal Balances	RCR Class	Original Principal Balance	Interest Rate	Interest Type (3)	Principal Type (3)	CUSIP Number	Final Distribution Date
Recombination 1								
CO	$11,500,000	PC	$11,500,000	6.00%	FIX	PAC/AD	31394UZE5	December 2035
CI	11,500,000 (4)							
Recombination 2								
PA	38,500,000	PN	58,500,000	6.00	FIX	PAC/AD	31394UZF2	January 2034
PB	20,000,000							
Recombination 3								
EJ	83,492,000	A	97,121,000	5.50	FIX	SEQ	31394UZG0	April 2024
EI	1,897,545 (4)							
AG	13,629,000							
Recombination 4								
HO	18,100,000	AH	18,100,000	5.50	FIX	SEQ	31394UZH8	December 2025
HI	18,100,000 (4)							
Recombination 5								
EJ	83,492,000	E	83,492,000	5.50	FIX	SEQ	31394UZJ4	November 2022
EI	1,897,545 (4)							
Recombination 6								
VO	91,830,000	PV	91,830,000	6.00	FIX	PAC/AD	31394UZK1	October 2032
VI	91,830,000 (4)							

(1) REMIC Certificates and RCR Certificates in Recombinations 1, 4, 5 and 6 may be exchanged only in the proportions shown in this Schedule 1. In any exchange under Recombination 2 or 3, the relative proportions of the REMIC Certificates to be delivered (or if applicable, received) in such exchange will equal the proportions reflected by the outstanding principal or notional principal balances of the related REMIC Classes at the time of exchange.

(2) If, as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See "Description of the Certificates—General—*Authorized Denominations*" in this prospectus supplement.

(3) See "Description of Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus and "Description of the Certificates—Distributions of Interest" and "—Distributions of Principal" same proportionate relationship as that borne by the original balances of the related Classes.

(4) Notional principal balance.

Principal Balance Schedules

Aggregate Group I Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$70,000,000.00	February 2010	$30,518,400.12	May 2014	$ 9,091,902.71
December 2005	69,073,293.94	March 2010	29,896,057.30	June 2014	8,870,837.17
January 2006	68,285,416.88	April 2010...........	29,279,448.62	July 2014	8,654,966.46
February 2006	67,486,832.15	May 2010	28,668,523.11	August 2014	8,444,170.78
March 2006	66,677,771.96	June 2010	28,063,230.23	September 2014......	8,238,333.11
April 2006...........	65,858,480.80	July 2010	27,463,519.89	October 2014	8,037,339.05
May 2006	65,029,215.10	August 2010	26,869,342.44	November 2014	7,841,076.83
June 2006	64,190,242.90	September 2010......	26,280,648.68	December 2014	7,649,437.21
July 2006	63,341,843.47	October 2010	25,697,389.82	January 2015	7,462,313.44
August 2006	62,484,306.98	November 2010	25,119,517.50	February 2015	7,279,601.21
September 2006......	61,617,934.08	December 2010	24,546,983.79	March 2015	7,101,198.59
October 2006	60,743,035.50	January 2011	23,979,741.20	April 2015...........	6,927,005.96
November 2006	59,859,931.65	February 2011	23,417,742.62	May 2015	6,756,925.97
December 2006	58,968,952.15	March 2011	22,863,145.54	June 2015	6,590,863.51
January 2007	58,086,089.69	April 2011...........	22,321,384.70	July 2015	6,428,725.62
February 2007	57,211,272.40	May 2011	21,792,167.22	August 2015	6,270,421.46
March 2007	56,344,429.03	June 2011	21,275,206.81	September 2015......	6,115,862.28
April 2007...........	55,485,488.97	July 2011	20,770,223.66	October 2015	5,964,961.34
May 2007	54,634,382.21	August 2011	20,276,944.30	November 2015	5,817,633.88
June 2007	53,791,039.37	September 2011......	19,795,101.42	December 2015	5,673,797.08
July 2007	52,955,391.67	October 2011	19,324,433.75	January 2016	5,533,370.03
August 2007	52,127,370.95	November 2011	18,864,685.95	February 2016	5,396,273.62
September 2007......	51,306,909.61	December 2011	18,415,608.42	March 2016	5,262,430.61
October 2007	50,493,940.68	January 2012	17,976,957.24	April 2016...........	5,131,765.47
November 2007	49,688,397.75	February 2012	17,548,494.00	May 2016	5,004,204.42
December 2007	48,890,215.02	March 2012	17,129,985.65	June 2016	4,879,675.38
January 2008	48,099,327.23	April 2012...........	16,721,204.46	July 2016	4,758,107.90
February 2008	47,315,669.73	May 2012	16,321,927.83	August 2016	4,639,433.14
March 2008	46,539,178.41	June 2012	15,931,938.20	September 2016......	4,523,583.86
April 2008...........	45,769,789.74	July 2012	15,551,022.94	October 2016	4,410,494.32
May 2008	45,007,440.73	August 2012	15,178,974.23	November 2016	4,300,100.32
June 2008	44,252,068.95	September 2012......	14,815,588.97	December 2016	4,192,339.11
July 2008	43,503,612.52	October 2012	14,460,668.65	January 2017	4,087,149.39
August 2008	42,762,010.10	November 2012	14,114,019.25	February 2017	3,984,471.26
September 2008......	42,027,200.88	December 2012	13,775,451.16	March 2017	3,884,246.19
October 2008	41,299,124.61	January 2013	13,444,779.07	April 2017...........	3,786,416.99
November 2008	40,577,721.53	February 2013	13,121,821.85	May 2017	3,690,927.79
December 2008	39,862,932.44	March 2013	12,806,402.51	June 2017	3,597,723.99
January 2009	39,154,698.63	April 2013...........	12,498,348.04	July 2017	3,506,752.25
February 2009	38,452,961.92	May 2013	12,197,489.38	August 2017	3,417,960.47
March 2009	37,757,664.64	June 2013	11,903,661.29	September 2017......	3,331,297.71
April 2009...........	37,068,749.62	July 2013	11,616,702.29	October 2017	3,246,714.22
May 2009	36,386,160.20	August 2013	11,336,454.55	November 2017	3,164,161.40
June 2009	35,709,840.21	September 2013......	11,062,763.84	December 2017	3,083,591.76
July 2009	35,039,733.97	October 2013	10,795,479.42	January 2018	3,004,958.90
August 2009	34,375,786.30	November 2013	10,534,453.98	February 2018	2,928,217.47
September 2009......	33,717,942.49	December 2013	10,279,543.56	March 2018	2,853,323.20
October 2009	33,066,148.32	January 2014	10,030,607.46	April 2018...........	2,780,232.81
November 2009	32,420,350.04	February 2014	9,787,508.17	May 2018	2,708,904.02
December 2009	31,780,494.38	March 2014	9,550,111.33	June 2018	2,639,295.53
January 2010	31,146,528.52	April 2014...........	9,318,285.62	July 2018	2,571,366.98

Aggregate Group I (Continued)

Distribution Date	Planned Balance
August 2018	$ 2,505,078.96
September 2018	2,440,392.95
October 2018	2,377,271.31
November 2018	2,315,677.30
December 2018	2,255,574.98
January 2019	2,196,929.29
February 2019	2,139,705.95
March 2019	2,083,871.46
April 2019	2,029,393.13
May 2019	1,976,238.99
June 2019	1,924,377.82
July 2019	1,873,779.14
August 2019	1,824,413.14
September 2019	1,776,250.72
October 2019	1,729,263.46
November 2019	1,683,423.58
December 2019	1,638,703.96
January 2020	1,595,078.08
February 2020	1,552,520.08
March 2020	1,511,004.65
April 2020	1,470,507.09
May 2020	1,431,003.28
June 2020	1,392,469.66
July 2020	1,354,883.18
August 2020	1,318,221.38
September 2020	1,282,462.27
October 2020	1,247,584.41
November 2020	1,213,566.84
December 2020	1,180,389.09
January 2021	1,148,031.16
February 2021	1,116,473.53
March 2021	1,085,697.11
April 2021	1,055,683.28
May 2021	1,026,413.85
June 2021	997,871.03
July 2021	970,037.47
August 2021	942,896.22
September 2021	916,430.71
October 2021	890,624.78
November 2021	865,462.62
December 2021	840,928.82
January 2022	817,008.30
February 2022	793,686.35
March 2022	770,948.61
April 2022	748,781.03

Distribution Date	Planned Balance
May 2022	$ 727,169.91
June 2022	706,101.87
July 2022	685,563.84
August 2022	665,543.05
September 2022	646,027.03
October 2022	627,003.61
November 2022	608,460.91
December 2022	590,387.30
January 2023	572,771.47
February 2023	555,602.33
March 2023	538,869.08
April 2023	522,561.16
May 2023	506,668.26
June 2023	491,180.31
July 2023	476,087.50
August 2023	461,380.21
September 2023	447,049.09
October 2023	433,084.98
November 2023	419,478.94
December 2023	406,222.26
January 2024	393,306.42
February 2024	380,723.09
March 2024	368,464.17
April 2024	356,521.72
May 2024	344,888.00
June 2024	333,555.46
July 2024	322,516.72
August 2024	311,764.57
September 2024	301,291.99
October 2024	291,092.10
November 2024	281,158.21
December 2024	271,483.77
January 2025	262,062.40
February 2025	252,887.85
March 2025	243,954.04
April 2025	235,255.02
May 2025	226,785.00
June 2025	218,538.31
July 2025	210,509.42
August 2025	202,692.94
September 2025	195,083.60
October 2025	187,676.25
November 2025	180,465.88
December 2025	173,447.59

Distribution Date	Planned Balance
January 2026	$ 166,616.60
February 2026	159,968.23
March 2026	153,497.93
April 2026	147,201.26
May 2026	141,073.88
June 2026	135,111.54
July 2026	129,310.12
August 2026	123,665.58
September 2026	118,173.99
October 2026	112,831.49
November 2026	107,634.34
December 2026	102,578.88
January 2027	97,661.54
February 2027	92,878.83
March 2027	88,227.34
April 2027	83,703.77
May 2027	79,304.86
June 2027	75,027.46
July 2027	70,868.48
August 2027	66,824.92
September 2027	62,893.83
October 2027	59,072.36
November 2027	55,357.70
December 2027	51,747.12
January 2028	48,237.97
February 2028	44,827.65
March 2028	41,513.62
April 2028	38,293.40
May 2028	35,164.60
June 2028	32,124.85
July 2028	29,171.86
August 2028	26,303.39
September 2028	23,517.26
October 2028	20,811.33
November 2028	18,183.52
December 2028	15,631.81
January 2029	13,154.22
February 2029	10,748.82
March 2029	8,413.72
April 2029	6,147.09
May 2029	3,947.14
June 2029	1,812.12
July 2029 and thereafter	0.00

Aggregate Group II Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$96,830,000.00	February 2006	$94,468,358.24	May 2006	$92,086,042.38
December 2005	96,045,099.56	March 2006	93,676,533.81	June 2006	91,287,410.84
January 2006	95,257,883.43	April 2006	92,882,423.14	July 2006	90,486,550.91

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
August 2006	$89,683,488.13	January 2011	$48,570,668.07	June 2015	$19,182,580.52
September 2006	88,878,251.05	February 2011	47,884,876.35	July 2015	18,821,315.90
October 2006	88,070,871.30	March 2011	47,202,569.07	August 2015	18,466,492.62
November 2006	87,261,383.51	April 2011	46,523,728.28	September 2015	18,117,999.32
December 2006	86,449,825.25	May 2011	45,848,336.15	October 2015	17,775,726.52
January 2007	85,636,237.06	June 2011	45,176,374.93	November 2015	17,439,566.62
February 2007	84,820,662.36	July 2011	44,507,826.97	December 2015	17,109,413.84
March 2007	84,003,147.41	August 2011	43,842,674.70	January 2016	16,785,164.19
April 2007	83,183,741.30	September 2011	43,180,900.65	February 2016	16,466,715.44
May 2007	82,362,495.86	October 2011	42,522,487.43	March 2016	16,153,967.11
June 2007	81,539,465.64	November 2011	41,867,417.74	April 2016	15,846,820.42
July 2007	80,714,707.85	December 2011	41,215,674.38	May 2016	15,545,178.28
August 2007	79,888,282.29	January 2012	40,567,240.23	June 2016	15,248,945.23
September 2007	79,060,251.33	February 2012	39,922,098.27	July 2016	14,958,027.44
October 2007	78,230,679.80	March 2012	39,280,231.54	August 2016	14,672,332.69
November 2007	77,399,635.00	April 2012	38,641,623.19	September 2016	14,391,770.32
December 2007	76,567,186.54	May 2012	38,006,256.46	October 2016	14,116,251.19
January 2008	75,738,977.19	June 2012	37,374,114.66	November 2016	13,845,687.72
February 2008	74,914,985.12	July 2012	36,745,181.19	December 2016	13,579,993.78
March 2008	74,095,188.64	August 2012	36,119,439.55	January 2017	13,319,084.73
April 2008	73,279,566.15	September 2012	35,496,873.30	February 2017	13,062,877.37
May 2008	72,468,096.18	October 2012	34,877,466.11	March 2017	12,811,289.90
June 2008	71,660,757.36	November 2012	34,261,201.71	April 2017	12,564,241.93
July 2008	70,857,528.43	December 2012	33,648,063.93	May 2017	12,321,654.43
August 2008	70,058,388.25	January 2013	33,038,036.69	June 2017	12,083,449.73
September 2008	69,263,315.77	February 2013	32,431,760.94	July 2017	11,849,551.47
October 2008	68,472,290.07	March 2013	31,836,141.61	August 2017	11,619,884.60
November 2008	67,685,290.32	April 2013	31,250,996.05	September 2017	11,394,375.33
December 2008	66,902,295.81	May 2013	30,676,144.66	October 2017	11,172,951.17
January 2009	66,123,285.92	June 2013	30,111,410.90	November 2017	10,955,540.83
February 2009	65,348,240.15	July 2013	29,556,621.19	December 2017	10,742,074.24
March 2009	64,577,138.11	August 2013	29,011,604.90	January 2018	10,532,482.55
April 2009	63,809,959.50	September 2013	28,476,194.26	February 2018	10,326,698.07
May 2009	63,046,684.13	October 2013	27,950,224.36	March 2018	10,124,654.25
June 2009	62,287,291.92	November 2013	27,433,533.05	April 2018	9,926,285.71
July 2009	61,531,762.88	December 2013	26,925,960.95	May 2018	9,731,528.16
August 2009	60,780,077.14	January 2014	26,427,351.34	June 2018	9,540,318.43
September 2009	60,032,214.91	February 2014	25,937,550.17	July 2018	9,352,594.40
October 2009	59,288,156.53	March 2014	25,456,406.00	August 2018	9,168,295.05
November 2009	58,547,882.42	April 2014	24,983,769.94	September 2018	8,987,360.38
December 2009	57,811,373.10	May 2014	24,519,495.61	October 2018	8,809,731.41
January 2010	57,078,609.20	June 2014	24,063,439.13	November 2018	8,635,350.19
February 2010	56,349,571.46	July 2014	23,615,459.04	December 2018	8,464,159.74
March 2010	55,624,240.69	August 2014	23,175,416.26	January 2019	8,296,104.09
April 2010	54,902,597.81	September 2014	22,743,174.10	February 2019	8,131,128.19
May 2010	54,184,623.86	October 2014	22,318,598.16	March 2019	7,969,177.95
June 2010	53,470,299.95	November 2014	21,901,556.31	April 2019	7,810,200.20
July 2010	52,759,607.30	December 2014	21,491,918.67	May 2019	7,654,142.71
August 2010	52,052,527.22	January 2015	21,089,557.57	June 2019	7,500,954.09
September 2010	51,349,041.12	February 2015	20,694,347.47	July 2019	7,350,583.89
October 2010	50,649,130.51	March 2015	20,306,164.99	August 2019	7,202,982.49
November 2010	49,952,776.99	April 2015	19,924,888.84	September 2019	7,058,101.12
December 2010	49,259,962.24	May 2015	19,550,399.75	October 2019	6,915,891.87

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
November 2019	$ 6,776,307.64	April 2024	$ 2,150,526.14	September 2028	$ 523,510.83
December 2019	6,639,302.13	May 2024	2,100,910.75	October 2028	506,968.55
January 2020	6,504,829.85	June 2024	2,052,267.78	November 2028	490,785.55
February 2020	6,372,846.08	July 2024	2,004,579.52	December 2028	474,954.96
March 2020	6,243,306.87	August 2024	1,957,828.58	January 2029	459,470.06
April 2020	6,116,169.04	September 2024	1,911,997.86	February 2029	444,324.20
May 2020	5,991,390.13	October 2024	1,867,070.57	March 2029	429,510.90
June 2020	5,868,928.44	November 2024	1,823,030.23	April 2029	415,023.76
July 2020	5,748,742.94	December 2024	1,779,860.61	May 2029	400,856.51
August 2020	5,630,793.36	January 2025	1,737,545.80	June 2029	387,003.00
September 2020	5,515,040.09	February 2025	1,696,070.15	July 2029	373,457.19
October 2020	5,401,444.22	March 2025	1,655,418.30	August 2029	360,213.12
November 2020	5,289,967.48	April 2025	1,615,575.14	September 2029	347,264.98
December 2020	5,180,572.30	May 2025	1,576,525.84	October 2029	334,607.04
January 2021	5,073,221.72	June 2025	1,538,255.82	November 2029	322,233.68
February 2021	4,967,879.45	July 2025	1,500,750.77	December 2029	310,139.38
March 2021	4,864,509.81	August 2025	1,463,996.62	January 2030	298,318.72
April 2021	4,763,077.73	September 2025	1,427,979.56	February 2030	286,766.38
May 2021	4,663,548.75	October 2025	1,392,686.00	March 2030	275,477.13
June 2021	4,565,889.02	November 2025	1,358,102.62	April 2030	264,445.85
July 2021	4,470,065.24	December 2025	1,324,216.31	May 2030	253,667.50
August 2021	4,376,044.72	January 2026	1,291,014.20	June 2030	243,137.12
September 2021	4,283,795.32	February 2026	1,258,483.65	July 2030	232,849.88
October 2021	4,193,285.46	March 2026	1,226,612.24	August 2030	222,801.00
November 2021	4,104,484.09	April 2026	1,195,387.76	September 2030	212,985.79
December 2021	4,017,360.72	May 2026	1,164,798.24	October 2030	203,399.68
January 2022	3,931,885.37	June 2026	1,134,831.90	November 2030	194,038.14
February 2022	3,848,028.59	July 2026	1,105,477.18	December 2030	184,896.74
March 2022	3,765,761.43	August 2026	1,076,722.71	January 2031	175,971.15
April 2022	3,685,055.46	September 2026	1,048,557.33	February 2031	167,257.08
May 2022	3,605,882.72	October 2026	1,020,970.09	March 2031	158,750.36
June 2022	3,528,215.75	November 2026	993,950.21	April 2031	150,446.86
July 2022	3,452,027.55	December 2026	967,487.11	May 2031	142,342.55
August 2022	3,377,291.60	January 2027	941,570.42	June 2031	134,433.47
September 2022	3,303,981.85	February 2027	916,189.92	July 2031	126,715.72
October 2022	3,232,072.68	March 2027	891,335.59	August 2031	119,185.48
November 2022	3,161,538.93	April 2027	866,997.58	September 2031	111,839.00
December 2022	3,092,355.87	May 2027	843,166.22	October 2031	104,672.61
January 2023	3,024,499.20	June 2027	819,832.02	November 2031	97,682.69
February 2023	2,957,945.05	July 2027	796,985.64	December 2031	90,865.69
March 2023	2,892,669.95	August 2027	774,617.91	January 2032	84,218.13
April 2023	2,828,650.86	September 2027	752,719.85	February 2032	77,736.60
May 2023	2,765,865.11	October 2027	731,282.60	March 2032	71,417.74
June 2023	2,704,290.46	November 2027	710,297.49	April 2032	65,258.26
July 2023	2,643,905.03	December 2027	689,755.98	May 2032	59,254.93
August 2023	2,584,687.34	January 2028	669,649.70	June 2032	53,404.58
September 2023	2,526,616.26	February 2028	649,970.43	July 2032	47,704.09
October 2023	2,469,671.06	March 2028	630,710.08	August 2032	42,150.41
November 2023	2,413,831.34	April 2028	611,860.72	September 2032	36,740.55
December 2023	2,359,077.08	May 2028	593,414.56	October 2032	31,471.55
January 2024	2,305,388.60	June 2028	575,363.93	November 2032	29,867.54
February 2024	2,252,746.56	July 2028	557,701.34	December 2032	28,301.80
March 2024	2,201,131.96	August 2028	540,419.39	January 2033	26,773.57

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
February 2033	$ 25,282.11	November 2033	$ 13,396.92	July 2034	$ 4,892.25
March 2033	23,826.68	December 2033	12,234.98	August 2034	3,949.49
April 2033	22,406.57	January 2034	11,102.45	September 2034	3,031.66
May 2033	21,021.06	February 2034	9,998.74	October 2034	2,138.26
June 2033	19,669.48	March 2034	8,923.25	November 2034	1,268.77
July 2033	18,351.13	April 2034	7,875.42	December 2034	422.70
August 2033	17,065.35	May 2034	6,854.68	January 2035 and thereafter	0.00
September 2033	15,811.48	June 2034	5,860.47		
October 2033	14,588.88				

Aggregate Group III Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$16,008,000.00	February 2009	$ 9,744,396.58	May 2012	$ 6,344,598.73
December 2005	15,827,966.23	March 2009	9,619,599.62	June 2012	6,292,361.46
January 2006	15,648,696.39	April 2009	9,497,021.87	July 2012	6,241,645.30
February 2006	15,470,179.51	May 2009	9,376,642.50	August 2012	6,192,435.13
March 2006	15,292,406.73	June 2009	9,258,440.86	September 2012	6,144,715.97
April 2006	15,115,371.30	July 2009	9,142,396.46	October 2012	6,098,472.94
May 2006	14,939,068.52	August 2009	9,028,488.96	November 2012	6,053,691.33
June 2006	14,763,495.74	September 2009	8,916,698.24	December 2012	6,010,356.51
July 2006	14,588,652.40	October 2009	8,807,004.27	January 2013	5,968,453.98
August 2006	14,414,539.90	November 2009	8,699,387.23	February 2013	5,927,312.40
September 2006	14,241,161.70	December 2009	8,593,827.46	March 2013	5,879,996.66
October 2006	14,068,523.16	January 2010	8,490,305.44	April 2013	5,831,009.50
November 2006	13,896,631.61	February 2010	8,388,801.80	May 2013	5,780,919.39
December 2006	13,725,496.31	March 2010	8,289,297.38	June 2013	5,729,773.86
January 2007	13,555,128.34	April 2010	8,191,773.13	July 2013	5,677,619.28
February 2007	13,385,540.64	May 2010	8,096,210.15	August 2013	5,624,500.83
March 2007	13,216,747.95	June 2010	8,002,589.73	September 2013	5,570,462.55
April 2007	13,048,766.74	July 2010	7,910,893.29	October 2013	5,515,547.31
May 2007	12,881,615.17	August 2010	7,821,102.40	November 2013	5,459,796.94
June 2007	12,715,313.09	September 2010	7,733,198.79	December 2013	5,403,252.13
July 2007	12,549,881.92	October 2010	7,647,164.33	January 2014	5,345,952.56
August 2007	12,385,344.66	November 2010	7,562,981.05	February 2014	5,287,936.86
September 2007	12,221,725.77	December 2010	7,480,631.13	March 2014	5,229,242.62
October 2007	12,059,051.18	January 2011	7,400,096.87	April 2014	5,169,906.50
November 2007	11,897,348.18	February 2011	7,321,360.74	May 2014	5,109,964.14
December 2007	11,736,645.41	March 2011	7,244,405.33	June 2014	5,049,450.25
January 2008	11,578,495.34	April 2011	7,169,213.42	July 2014	4,988,398.61
February 2008	11,422,874.48	May 2011	7,095,767.87	August 2014	4,926,842.13
March 2008	11,269,759.50	June 2011	7,024,051.73	September 2014	4,864,812.76
April 2008	11,119,127.26	July 2011	6,954,048.16	October 2014	4,802,341.64
May 2008	10,970,954.81	August 2011	6,885,740.46	November 2014	4,739,459.05
June 2008	10,825,219.39	September 2011	6,819,112.09	December 2014	4,676,194.44
July 2008	10,681,898.40	October 2011	6,754,146.62	January 2015	4,612,576.42
August 2008	10,540,969.45	November 2011	6,690,827.78	February 2015	4,548,632.86
September 2008	10,402,410.32	December 2011	6,629,139.42	March 2015	4,484,390.80
October 2008	10,266,198.95	January 2012	6,569,065.51	April 2015	4,419,876.55
November 2008	10,132,313.50	February 2012	6,510,590.17	May 2015	4,355,115.69
December 2008	10,000,732.26	March 2012	6,453,697.65	June 2015	4,290,133.03
January 2009	9,871,433.73	April 2012	6,398,372.34	July 2015	4,224,952.72

Aggregate Group III (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
August 2015	$ 4,159,598.17	August 2017	$ 2,588,990.39	August 2019	$ 1,138,366.94
September 2015	4,094,092.16	September 2017	2,525,156.55	September 2019	1,082,236.63
October 2015	4,028,456.78	October 2017	2,461,559.30	October 2019	1,026,491.51
November 2015	3,962,713.47	November 2017	2,398,208.30	November 2019	971,134.70
December 2015	3,896,883.02	December 2017	2,335,112.88	December 2019	916,169.11
January 2016	3,830,985.65	January 2018	2,272,281.98	January 2020	861,597.48
February 2016	3,765,040.94	February 2018	2,209,724.20	February 2020	807,422.35
March 2016	3,699,067.88	March 2018	2,147,447.84	March 2020	753,646.09
April 2016	3,633,084.90	April 2018	2,085,460.83	April 2020	700,270.89
May 2016	3,567,109.83	May 2018	2,023,770.83	May 2020	647,298.79
June 2016	3,501,159.99	June 2018	1,962,385.13	June 2020	594,731.61
July 2016	3,435,252.14	July 2018	1,901,310.79	July 2020	542,571.11
August 2016	3,369,402.52	August 2018	1,840,554.52	August 2020	490,818.78
September 2016	3,303,626.83	September 2018	1,780,122.75	September 2020	439,476.05
October 2016	3,237,940.31	October 2018	1,720,021.67	October 2020	388,544.15
November 2016	3,172,357.68	November 2018	1,660,257.15	November 2020	338,024.20
December 2016	3,106,893.19	December 2018	1,600,834.82	December 2020	287,917.15
January 2017	3,041,560.62	January 2019	1,541,760.03	January 2021	238,223.85
February 2017	2,976,373.28	February 2019	1,483,037.90	February 2021	188,944.99
March 2017	2,911,344.06	March 2019	1,424,673.30	March 2021	140,081.15
April 2017	2,846,485.40	April 2019	1,366,670.85	April 2021	91,632.79
May 2017	2,781,809.31	May 2019	1,309,034.93	May 2021	43,600.23
June 2017	2,717,327.38	June 2019	1,251,769.72	June 2021 and thereafter	0.00
July 2017	2,653,050.81	July 2019	1,194,879.15		

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

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

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$364,221,000

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Guaranteed REMIC
Pass-Through Certificates

Fannie Mae REMIC Trust 2005-109

PROSPECTUS SUPPLEMENT

Barclays Capital

October 21, 2005