

\$305,825,000



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2006-31**

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	\$ 32,843,000	PAC	5.5%	FIX	31395DAA7	November 2026
PB	1	11,820,000	PAC	5.5	FIX	31395DAB5	December 2029
PC	1	12,838,000	PAC	5.5	FIX	31395DAC3	September 2032
PD	1	12,733,000	PAC	5.5	FIX	31395DAD1	November 2034
EO(1)	1	10,268,000	PAC	(2)	PO	31395DAE9	May 2036
EI(1)	1	10,268,000(3)	NTL	5.5	FIX/IO	31395DAF6	May 2036
TZ	1	100,000	NSJ/TAC/AD	5.5	FIX/Z	31395DAG4	May 2036
A	1	35,000,000	NSJ/TAC/AD	4.5	FIX	31395DAH2	May 2036
AI	1	6,363,636(3)	NTL	5.5	FIX/IO	31395DAJ8	May 2036
JZ	1	10,223,000	NSJ/SUP	5.5	FIX/Z	31395DAK5	May 2036
PZ	2	60,000	PAC	6.0	FIX/Z	31395DAL3	May 2036
FP(1)	2	99,998,571	PAC/AD	(4)	FLT	31395DAM1	May 2036
PO(1)	2	16,666,429	PAC/AD	(2)	PO	31395DAN9	May 2036
SX(1)	2	99,998,571(3)	NTL	(4)	INV/IO	31395DAP4	May 2036
FA	2	13,278,857	TAC/AD	(4)	FLT	31395DAQ2	February 2033
SA	2	2,213,143	TAC/AD	(4)	INV	31395DAR0	February 2033
FS	2	33,218,698	TAC/AD	(5)	T	31395DAS8	May 2036
FI(1)	2	33,218,698(3)	NTL	(5)	T/IO	31395DAT6	May 2036
TX(1)	2	13,564,302	TAC/AD	(4)	INV	31395DAU3	May 2036
SZ	2	1,000,000	SUP	6.0	FIX/Z	31395DAV1	May 2036
R		0	NPR	0	NPR	31395DAW9	May 2036
RL		0	NPR	0	NPR	31395DAX7	May 2036

- (1) Exchangeable classes. (4) Based on LIBOR.
(2) Principal only classes. (5) These classes are toggle classes. See page S-7 for a description of their interest rates.
(3) Notional balances. These classes are interest only classes. See page S-8 for a description of how their notional balances are calculated.

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 PE, PY and SF 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 April 28, 2006.

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

March 20, 2006

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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 January 1, 2006 (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. 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

Our safety and soundness regulator, the Office of Federal Housing Enterprise Oversight ("OFHEO"), announced in July 2003 that it was conducting a special examination of our accounting policies and practices, and in September 2004 issued a preliminary report of its findings to date. This report raised questions about Fannie Mae's application of certain accounting practices. OFHEO subsequently identified additional accounting and internal control issues in February 2005.

On December 22, 2004, we reported that the Audit Committee of our Board of Directors (the "Board") had determined that our previously filed interim and audited financial statements and the independent auditor's reports thereon for the period from January 2001 through the second quarter of 2004 should no longer be relied upon because such financial statements were prepared using accounting principles that did not comply with U.S. generally accepted accounting principles ("GAAP"). We have subsequently initiated an extensive restatement and re-audit of our financial statements with our new independent auditor, Deloitte & Touche LLP. We anticipate that the impact of the restatement will be material to Fannie Mae's financial statements for many, if not all, of the periods involved.

Our Board and management have initiated numerous internal and external reviews of our accounting processes and controls, our financial reporting processes, and our application of GAAP. Investigations into our accounting policies and practices and our financial reporting also continue to be ongoing with OFHEO, the U.S. Securities and Exchange Commission (the "SEC"), and the U.S. Attorney's Office for the District of Columbia. See "Risk Factors—There are numerous ongoing internal reviews and external investigations of Fannie Mae" in the MBS Prospectus. One of these external investigations was conducted by the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul Weiss"), under the direction of former U.S. Senator Warren Rudman. On February 23, 2006, the Paul Weiss report to the Special Committee of the Board was publicly released, and included numerous findings about Fannie Mae's accounting policies, practices and systems, compensation practices, corporate governance, and internal controls. On February 24, 2006, we filed a Form 8-K with the SEC that includes the Paul Weiss report.

We have not filed Quarterly Reports on Form 10-Q for the third quarter of 2004 or the first, second and third quarters of 2005, nor have we filed our Annual Report on Form 10-K for the years ended December 31, 2004 or December 31, 2005. As we most recently reported in a Current Report on Form 8-K filed with the SEC on March 13, 2006, we estimate that it is unlikely we will complete our

Annual Report on Form 10-K for the year ended December 31, 2004, which will include our restated results, prior to the second half of 2006. See “Risk Factors—There is a lack of financial information about us available in the market” in the MBS Prospectus.

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

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS

Assumed Characteristics of the Mortgage Loans Underlying the MBS (as of April 1, 2006)

	<u>Approximate Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Approximate Weighted Average Remaining Term to Maturity (in months)</u>	<u>Approximate Weighted Average Loan Age (in months)</u>	<u>Approximate Weighted Average Coupon</u>
Group 1 MBS	\$125,825,000	360	323	30	5.91%
Group 2 MBS	\$147,000,000	360	333	23	6.49%
	\$ 33,000,000	360	305	46	6.56%

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 April 28, 2006.

Distribution Dates

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

Book-Entry and Physical Certificates

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

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

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

Exchanging Certificates Through Combination and Recombination

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate (1)</u>
FP	5.16%	7.00000%	0.3%	LIBOR + 30 basis points
SX	1.84%	6.70000%	0.0%	6.7% – LIBOR
FA	5.06%	7.00000%	0.2%	LIBOR + 20 basis points
SA	11.64%	40.80000%	0.0%	$40.8\% - (5.99999955 \times \text{LIBOR})$
FS	5.51%	8.45000%	0.0%	(2)
FI	0.00%	8.45000%	0.0%	(3)
TX	7.20%	19.10204%	0.0%	$19.10204\% - (2.44897953 \times \text{LIBOR})$
SF	7.20%	20.69388%	0.0%	(4)

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

(2) For the first 60 interest accrual periods, the applicable formula for the FS Class will be LIBOR + 65 basis points. For each interest accrual period thereafter, the applicable interest rate for the FS Class will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Formula or Rate</u>
Less than or equal to 7.8%	LIBOR + 65 basis points
Greater than 7.8%	0.00%

(3) For the first 60 interest accrual periods, the applicable interest rate for the FI Class will be 0.0%. For each interest accrual period thereafter, the applicable interest rate for the FI Class will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Rate</u>
Less than or equal to 7.8%	0.00%
Greater than 7.8%	8.45%

(4) For the first 60 interest accrual periods, the applicable formula for the SF Class will be $19.10204\% - (2.44897953 \times \text{LIBOR})$. For each interest accrual period thereafter, the applicable interest rate for the SF Class will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Formula or Rate</u>
Less than or equal to 7.8%	$19.10204\% - (2.44897953 \times \text{LIBOR})$
Greater than 7.8%	20.69388%

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

Notional Classes

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

<u>Class</u>	
EI	100% of the EO Class
AI	18.1818171429% of the A Class
SX	100% of the FP Class
FI	100% of the FS Class

Distributions of Principal

Group 1 Principal Distribution Amount

JZ Accrual Amount

1. If and only if the aggregate principal balance of the Group 1 MBS on that Distribution Date is *less than or equal to* the Group 1 MBS Specified Balance, to the JZ Class.
2. To Aggregate Group II to its Targeted Balance.
3. Thereafter to the JZ Class.

TZ Accrual Amount

To the A Class to zero, and thereafter to the TZ Class.

Group 1 Cash Flow Distribution Amount

1. To Aggregate Group I to its Planned Balance.
2. If and only if the aggregate principal balance of the Group 1 MBS on that Distribution Date is *less than or equal to* the Group 1 MBS Specified Balance, to the JZ Class to zero.
3. To Aggregate Group II to its Targeted Balance.
4. To the JZ Class to zero.
5. To Aggregate Group II to zero.
6. To Aggregate Group I to zero.

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

Group 2 Principal Distribution Amount

PZ Accrual Amount

To the FP and PO Classes, pro rata, to zero, and thereafter to the PZ Class.

SZ Accrual Amount

To Aggregate Group IV to its Targeted Balance, and thereafter to the SZ Class.

Group 2 Cash Flow Distribution Amount

1. To Aggregate Group III to its Planned Balance.
2. To Aggregate Group IV to its Targeted Balance.
3. To the SZ Class to zero.
4. To Aggregate Group IV to zero.
5. To Aggregate Group III to zero.

For a description of Aggregate Group III and Aggregate Group IV, see "Description of the Certificates—Distributions of Principal—*Group 2 Principal Distribution Amount*" in this prospectus supplement.

Weighted Average Lives (years) *

PSA Prepayment Assumption									
Group 1 Classes	0%	100%	174%	175%	179%	180%	250%	350%	500%
PA	10.2	3.0	3.0	3.0	3.0	3.0	3.0	2.6	1.9
PB	17.8	6.0	6.0	6.0	6.0	6.0	6.0	4.4	3.0
PC	20.5	8.0	8.0	8.0	8.0	8.0	8.0	5.8	3.9
PD	22.8	11.0	11.0	11.0	11.0	11.0	11.0	8.0	5.5
EO, EI and PE	24.5	17.3	17.3	17.3	17.3	17.3	17.3	13.2	9.3
TZ	25.5	15.4	7.4	7.4	7.4	26.3	7.2	2.5	1.3
A and AI	15.9	7.8	2.2	2.2	2.2	7.8	2.3	1.2	0.7
JZ	27.9	20.9	16.1	16.1	16.1	0.4	0.3	0.2	0.1

PSA Prepayment Assumption								
Group 2 Classes	0%	100%	225%	300%	301%	400%	500%	
PZ	26.0	25.9	25.9	25.9	25.9	23.2	20.0	
FP, PO, SX and PY	16.9	6.0	6.0	6.0	6.0	4.7	3.8	
FA and SA	23.6	10.5	0.6	0.4	0.4	0.3	0.2	
FS, FI, TX and SF	28.1	19.0	6.7	2.5	2.5	1.5	1.0	
SZ	29.9	26.7	22.8	6.1	6.0	0.1	0.1	

* 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. 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 of the certificates backed by those mortgage loans. Additionally, casualty losses on mortgaged properties with hurricane or flood damage may result in early payment of principal 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 of the Non-Sticky Jump Classes are especially sensitive to prepayments under certain scenarios. The weighted average lives of the Non-Sticky Jump Classes are especially sensitive to the rate of principal payments, including prepayments, of the related mortgage loans. This sensitivity to prepayments is not necessarily proportional to the changes in prepayment rates. In some scenarios, small changes in prepayment rates of the related mortgage loans may have a dramatic effect on the weighted average lives of the Non-Sticky Jump Classes. For an illustration of the sensitivity, see the related decrement tables for these classes in this prospectus supplement.

Any change in principal priority of the Non-Sticky Jump Classes may remain in effect for an extended period. Once a change in principal priority of the Non-Sticky Jump Classes occurs, under many prepayment scenarios the new payment priority may continue in effect for subsequent periods. Moreover, it is possible that under various prepayment scenarios the change in payment priority of the Non-Sticky Jump Classes will remain in effect indefinitely.

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.

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

Slight changes in LIBOR may significantly affect the interest rates of the toggle classes. The toggle classes may be extremely sensitive to certain changes in monthly LIBOR values. In particular, they may experience dramatic declines in their interest rates and yields as a result of certain changes in LIBOR, even if those changes are slight. For an illustration of this sensitivity, see the related yield tables in this prospectus supplement. In addition, in the case of the FI Class, the interest rate for the first 60 interest accrual periods will be 0%.

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

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

Unpredictable timing of last payment affects yields on certificates. The actual final payment of your class is likely to occur earlier, and could occur much earlier, than the final distribution date listed on the cover page of this prospectus supplement. If you assume that the actual final payment will occur on the final distribution date specified, your yield could be lower than you expect.

Some investors may be unable to buy certain classes. Investors whose investment 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 April 1, 2006 (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 two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS” and “Group 2 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:

<u>Classes</u>	<u>Denomination</u>
The Principal Only, Interest Only Inverse Floating Rate, Toggle and Non-Sticky Jump 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 EO, EI, FP, PO, SX, TX and FI 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. 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	\$125,825,000
MBS Pass-Through Rate	5.50%
Range of WACs (annual percentages)	5.75% to 8.00%
Range of WAMs	241 months to 360 months
Approximate Weighted Average WAM	323 months
Approximate Weighted Average WALA (weighted average loan age)	30 months

Group 2 MBS

Aggregate Unpaid Principal Balance	\$180,000,000
MBS Pass-Through Rate	6.00%
Range of WACs (annual percentages)	6.25% to 8.50%
Range of WAMs	180 months to 360 months
Approximate Weighted Average WAM	328 months
Approximate Weighted Average WALA	27 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, PC, PD, EI, TZ, A, AI and JZ
Interest Only	EI and AI
Principal Only	EO
Accrual	TZ and JZ
RCR**	PE

<u>Interest Type*</u>	<u>Classes</u>
Group 2 Classes	
Fixed Rate	PZ and SZ
Floating Rate	FP, FA and FI
Inverse Floating Rate	SX, SA and TX
Toggle†	FS and FI
Interest Only	SX and FI
Principal Only	PO
Accrual	PZ and SZ
RCR**	PY and SF
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.

† The “Toggle” or “T” designation refers to a class whose interest rate changes significantly if the designated index meets one or more thresholds. For example, when the index meets a threshold, the interest rate may shift from a predetermined rate or formula to a different predetermined rate or formula. Accordingly, the change in interest rate may not be a continuous function of changes in the index.

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

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

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

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

<u>Classes</u>	<u>Interest Accrual Periods</u>
All Fixed Rate Classes (collectively, the “Delay Classes”)	Calendar month preceding the month in which the Distribution Date occurs
The Floating Rate, Inverse Floating Rate and Toggle Classes (collectively, the “No-Delay Classes”)	One-month period beginning on the 25th day of the month preceding the month in which the Distribution Date occurs

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

The Dealer will treat the EO Class as a Delay Class and the PO Class as a No-Delay Class for the sole purpose of facilitating trading.

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

Notional Classes. The Notional Classes will not have principal balances. During each Interest Accrual Period, the Notional Classes will bear interest on their notional principal balances at their

applicable interest rates. The notional principal balances of the Notional Classes will be calculated as specified under “Reference Sheet—Notional Classes” in this prospectus supplement.

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

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

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

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

Calculation of LIBOR

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

If we are unable to calculate LIBOR on the initial Index Determination Date, LIBOR for the following Interest Accrual Period will be equal to 4.86%.

Distributions of Principal

Categories of Classes

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

<u>Principal Type*</u>	<u>Classes</u>
Group 1 Classes	
PAC	PA, PB, PC, PD and EO
TAC	TZ and A
Support	JZ
Non-Sticky Jump	TZ, A and JZ
Accretion Directed	TZ and A
Notional	EI and AI
RCR**	PE
Group 2 Classes	
PAC	PZ, FP and PO
TAC	FA, SA, FS and TX
Support	SZ
Accretion Directed	FP, PO, FA, SA, FS and TX
Notional	SX and FI
RCR**	PY and SF

Principal Type*

Classes

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 balances of the JZ and TZ Classes (the “JZ Accrual Amount” and “TZ Accrual Amount,” respectively, and together with the Group 1 Cash Flow Distribution Amount, the “Group 1 Principal Distribution Amount”), and
- the principal then paid on the Group 2 MBS (the “Group 2 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balances of the PZ and SZ Classes (the “PZ Accrual Amount” and “SZ Accrual Amount,” respectively, and together with the Group 2 Cash Flow Distribution Amount, the “Group 2 Principal Distribution Amount”).

Group 1 Principal Distribution Amount

JZ Accrual Amount

On each Distribution Date, we will pay the JZ Accrual Amount as principal of the Group 1 Classes specified below in the following priority:

(i) if and only if the aggregate principal balance of the Group 1 MBS on that Distribution Date (after giving effect to distributions made on that date) is *less than* or *equal to* the Group 1 MBS Specified Balance for that Distribution Date, to the JZ Class;

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

(iii) thereafter to the JZ Class.

} TAC/
Accretion
Directed
Group

} Non Sticky
Jump
Class and
Group

} Accrual
Class

TZ Accrual Amount

On each Distribution Date, we will pay the TZ Accrual Amount as principal of the A Class, until its principal balance is reduced to zero. Thereafter, we will pay the TZ Accrual Amount as principal of the TZ Class.

} Accretion
Directed
Class 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 (described below), until the Aggregate I Balance (described below) is reduced to its Planned Balance for that Distribution Date; | } PAC Group | |
| (ii) if and only if the aggregate principal balance of the Group 1 MBS on that Distribution Date (after giving effect to distributions made on that date) is <i>less than</i> or <i>equal to</i> the Group 1 MBS Specified Balance for that Distribution Date, to the JZ Class, until its principal balance is reduced to zero; | } Support Class | } Non-Sticky Jump Class and Group |
| (iii) to Aggregate Group II, until the Aggregate II Balance is reduced to its Targeted Balance for that Distribution Date; | } TAC Group | |
| (iv) to the JZ Class, until its principal balance is reduced to zero; | } Support Class | |
| (v) to Aggregate Group II, without regard to its Targeted Balance and until the Aggregate II Balance is reduced to zero; and | } TAC Group | |
| (vi) 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, PC, PD and EO Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I, sequentially, to the PA, PB, PC, PD and EO classes, in that order, until their principal balances are reduced to zero.

The “Aggregate I Balance” is equal to the aggregate principal balance of the Classes included in Aggregate Group I.

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

The “Aggregate II Balance” is equal to the aggregate principal balance 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 TZ Class on that date.

Group 2 Principal Distribution Amount

PZ Accrual Amount

On each Distribution Date, we will pay the PZ Accrual Amount, concurrently, as principal of the FP and PO Classes, pro rata (or 85.7142853469% and 14.2857146531%, respectively), until their principal balances are reduced to zero. Thereafter, we will pay the PZ Accrual Amount as principal of the PZ Class.

SZ Accrual Amount

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

Group 2 Cash Flow Distribution Amount

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

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

“Aggregate Group III” consists of the FP, PO and PZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III as follows:

first, concurrently, to the FP and PO Classes, pro rata, until their principal balances are reduced to zero; and

second, to the PZ Class, until its principal balance is reduced to zero.

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

“Aggregate Group IV” consists of the FA, SA, FS and TX Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group IV as follows:

first, concurrently, to the FA and SA Classes, pro rata (or 85.7142847922% and 14.2857152078%, respectively), until their principal balances are reduced to zero; and

second, concurrently, to the FS and TX Classes, pro rata (or 71.0059166791% and 28.9940833209%, respectively), until their principal balances are reduced to zero.

The “Aggregate IV Balance” is equal to the aggregate of the principal balances of the Classes in Aggregate Group IV.

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 April 28, 2006; 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 and Rates. The Principal Balance Schedules are found beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules have been prepared on the basis of the Pricing Assumptions and the assumption that the related Mortgage Loans will prepay at a constant PSA rate within the applicable Structuring Ranges or at the applicable PSA rates set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Groups (1) and MBS</u>	<u>Structuring Ranges and Rates</u>
Planned Balances	Aggregate Group I	Between 100% and 250% PSA
Specified Balances	Group 1 MBS	180% PSA
Targeted Balances	Aggregate Group II	174% PSA
Planned Balances	Aggregate Group III	Between 100% and 300% PSA
Targeted Balances	Aggregate Group IV	301% PSA

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

We cannot assure you that the balance of any Group or MBS 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 or at the applicable PSA rates specified above.

Initial Effective Ranges. The Effective Range for a Group is the range of prepayment rates (measured by *constant* PSA rates) which would reduce that Group to its scheduled balance on each Distribution Date. The Initial Effective Ranges shown in the table below are based upon the assumed characteristics of the related Mortgage Loans specified in the Pricing Assumptions.

<u>Groups</u>	<u>Initial Effective Ranges</u>
Aggregate Group I	Between 100% and 250% PSA
Aggregate Group III	Between 100% and 300% 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:

<u>Classes</u>	<u>Supporting Classes</u>
Group 1	
PAC	TAC and Support
Group 2	
PAC	TAC and 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 and, where specified, to changes in the Index. We calculated the yields set forth in the tables by

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

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

We cannot assure you that

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

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is unlikely that

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

The Inverse Floating Rate and Toggle Classes. **The yields on the Inverse Floating Rate and Toggle Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The**

Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the SX, FI and SF Classes would lose money on their initial investments under certain Index and prepayment scenarios.

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

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

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

<u>Class</u>	<u>Price*</u>
SX	6.00000%
SA	100.00000%
FS	100.00000%
FI	4.25000%
TX	92.00000%
SF	102.40625%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
2.86%	61.9%	55.2%	55.2%	55.2%	55.2%	52.7%	47.5%
4.86%	23.3%	16.8%	16.8%	16.8%	16.7%	12.1%	5.5%
6.70%	*	*	*	*	*	*	*

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
2.86%	24.6%	24.6%	23.2%	22.3%	22.3%	21.6%	20.6%
4.86%	11.9%	11.9%	11.9%	11.9%	11.9%	11.9%	11.9%
6.80%	0.1%	0.1%	1.4%	2.2%	2.2%	2.8%	3.7%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
2.86%	3.5%	3.5%	3.6%	3.6%	3.6%	3.6%	3.7%
4.86%	5.6%	5.6%	5.6%	5.6%	5.6%	5.6%	5.6%
6.86%	7.6%	7.6%	7.6%	7.6%	7.6%	7.5%	7.5%
7.80%	8.6%	8.6%	8.5%	8.5%	8.5%	8.4%	8.4%
Above 7.80%	2.2%	2.7%	5.6%	8.5%	8.5%	8.4%	8.4%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
7.80% and below	*	*	*	*	*	*	*
Above 7.80%	37.8%	37.6%	21.1%	(56.9)%	(60.4)%	*	*

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
2.86%	13.5%	13.6%	14.6%	16.5%	16.6%	18.8%	21.2%
4.86%	8.1%	8.2%	9.2%	11.3%	11.3%	13.6%	16.1%
6.86%	2.8%	2.9%	3.9%	6.1%	6.1%	8.5%	11.1%
7.80%	0.4%	0.5%	1.4%	3.7%	3.7%	6.1%	8.7%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
2.86%	12.0%	12.0%	11.7%	11.0%	11.0%	10.3%	9.5%
4.86%	7.1%	7.1%	6.8%	6.2%	6.2%	5.6%	4.9%
6.86%	2.2%	2.2%	2.0%	1.5%	1.5%	0.9%	0.4%
7.80%	(0.1)%	(0.1)%	(0.3)%	(0.7)%	(0.7)%	(1.2)%	(1.8)%
Above 7.80%	11.2%	10.8%	6.5%	(0.6)%	(0.6)%	(1.2)%	(1.8)%

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

<u>Class</u>	<u>Price</u>
EO	50.0000%
PO	74.0625%

Sensitivity of the EO Class to Prepayments

		PSA Prepayment Assumption								
		<u>50%</u>	<u>100%</u>	<u>174%</u>	<u>175%</u>	<u>179%</u>	<u>180%</u>	<u>250%</u>	<u>350%</u>	<u>500%</u>
Pre-Tax Yields to										
Maturity		4.0%	4.1%	4.1%	4.1%	4.1%	4.1%	4.1%	5.4%	7.8%

Sensitivity of the PO Class to Prepayments

		PSA Prepayment Assumption						
		<u>50%</u>	<u>100%</u>	<u>225%</u>	<u>300%</u>	<u>301%</u>	<u>400%</u>	<u>500%</u>
Pre-Tax Yields to								
Maturity		3.9%	5.6%	5.6%	5.6%	5.6%	7.0%	8.7%

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 the Fixed Rate Interest Only Classes would be 0% if prepayments of the related Mortgage Loans were to occur at the constant rates shown in the tables below:

<u>Class</u>	<u>% PSA</u>
EI	539%
AI	217%*

* In addition, based on the assumptions described below, the yield to maturity on the AI Class would be 0% if prepayments on the Mortgage Loans were to occur at a constant rate of 133% PSA, and would turn negative if prepayments occur at a constant rate above 133% PSA up to and including 179% PSA.

For either 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 that Class would lose money on their initial investments.

The information shown in the yields 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 Class (expressed in each case as a percentage of the original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
EI	46.468750%
AI	24.500000%

* 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 EI Class to Prepayments

		PSA Prepayment Assumption								
		<u>50%</u>	<u>100%</u>	<u>174%</u>	<u>175%</u>	<u>179%</u>	<u>180%</u>	<u>250%</u>	<u>350%</u>	<u>500%</u>
Pre-Tax Yields to										
Maturity		9.7%	9.4%	9.4%	9.4%	9.4%	9.4%	9.4%	7.0%	1.7%

Sensitivity of the AI Class to Prepayments

	PSA Prepayment Assumption								
	<u>50%</u>	<u>100%</u>	<u>174%</u>	<u>175%</u>	<u>179%</u>	<u>180%</u>	<u>250%</u>	<u>350%</u>	<u>500%</u>
Pre-Tax Yields to Maturity	15.8%	10.8%	(27.8)%	(27.7)%	(27.7)%	9.4%	(30.7)%	(97.2)%	*

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

Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by

- multiplying the amount of the reduction, if any, of the principal balance of the Certificate from one Distribution Date to the next Distribution Date by the number of years from the Settlement Date to the second such Distribution Date,
- summing the results, and
- 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
- 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.

<u>Mortgage Loans Relating to Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	8.00%
Group 2 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

Date	PA Class										PB Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2008	97	73	73	73	73	73	73	73	37	100	100	100	100	100	100	100	100	100	100	100
April 2009	93	48	48	48	48	48	48	34	0	100	100	100	100	100	100	100	100	100	44	0
April 2010	89	24	24	24	24	24	24	0	0	100	100	100	100	100	100	100	100	83	0	0
April 2011	84	2	2	2	2	2	2	0	0	100	100	100	100	100	100	100	100	0	0	0
April 2012	80	0	0	0	0	0	0	0	0	100	47	47	47	47	47	47	47	0	0	0
April 2013	74	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2014	69	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2015	63	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2016	56	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2017	49	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2018	41	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2019	33	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2020	24	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2021	14	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2022	4	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2023	0	0	0	0	0	0	0	0	0	78	0	0	0	0	0	0	0	0	0	0
April 2024	0	0	0	0	0	0	0	0	0	44	0	0	0	0	0	0	0	0	0	0
April 2025	0	0	0	0	0	0	0	0	0	6	0	0	0	0	0	0	0	0	0	0
April 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.2	3.0	3.0	3.0	3.0	3.0	3.0	2.6	1.9	17.8	6.0	6.0	6.0	6.0	6.0	6.0	4.4	3.0		

Date	PC Class										PD Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2009	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2010	100	100	100	100	100	100	100	100	40	100	100	100	100	100	100	100	100	100	100	100
April 2011	100	100	100	100	100	100	100	96	0	100	100	100	100	100	100	100	100	100	71	0
April 2012	100	100	100	100	100	100	100	33	0	100	100	100	100	100	100	100	100	100	23	0
April 2013	100	93	93	93	93	93	93	0	0	100	100	100	100	100	100	100	84	0	0	0
April 2014	100	47	47	47	47	47	47	0	0	100	100	100	100	100	100	100	46	0	0	0
April 2015	100	7	7	7	7	7	7	0	0	100	100	100	100	100	100	100	16	0	0	0
April 2016	100	0	0	0	0	0	0	0	0	100	74	74	74	74	74	74	0	0	0	0
April 2017	100	0	0	0	0	0	0	0	0	100	46	46	46	46	46	46	0	0	0	0
April 2018	100	0	0	0	0	0	0	0	0	100	23	23	23	23	23	23	0	0	0	0
April 2019	100	0	0	0	0	0	0	0	0	100	3	3	3	3	3	3	0	0	0	0
April 2020	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2021	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2022	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2023	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2024	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2025	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2026	69	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2027	28	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0
April 2028	0	0	0	0	0	0	0	0	0	85	0	0	0	0	0	0	0	0	0	0
April 2029	0	0	0	0	0	0	0	0	0	37	0	0	0	0	0	0	0	0	0	0
April 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.5	8.0	8.0	8.0	8.0	8.0	8.0	5.8	3.9	22.8	11.0	11.0	11.0	11.0	11.0	11.0	8.0	5.5		

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

Date	EO, EI† and PE Classes									TZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%	174%	175%	179%	180%	250%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	100	100	100	100	100	100	100	100	100	106	106	106	106	106	106	106	106	106
April 2008	100	100	100	100	100	100	100	100	100	112	112	112	112	112	112	112	112	0
April 2009	100	100	100	100	100	100	100	100	100	118	118	118	118	118	118	118	0	0
April 2010	100	100	100	100	100	100	100	100	100	125	125	125	125	125	125	125	0	0
April 2011	100	100	100	100	100	100	100	100	100	132	132	132	132	132	132	132	0	0
April 2012	100	100	100	100	100	100	100	100	100	139	139	139	139	139	139	139	0	0
April 2013	100	100	100	100	100	100	100	100	88	147	147	147	147	147	147	89	0	0
April 2014	100	100	100	100	100	100	100	100	60	155	155	0	0	0	155	1	0	0
April 2015	100	100	100	100	100	100	100	100	41	164	164	0	0	0	164	1	0	0
April 2016	100	100	100	100	100	100	100	92	27	173	173	0	0	0	173	1	0	0
April 2017	100	100	100	100	100	100	100	70	19	183	183	0	0	0	183	1	0	0
April 2018	100	100	100	100	100	100	100	53	12	193	193	0	0	0	193	1	0	0
April 2019	100	100	100	100	100	100	100	40	8	204	204	0	0	0	204	1	0	0
April 2020	100	84	84	84	84	84	84	30	6	216	216	0	0	0	216	1	0	0
April 2021	100	68	68	68	68	68	68	23	4	228	228	0	0	0	228	1	0	0
April 2022	100	54	54	54	54	54	54	17	2	241	0	0	0	0	241	1	0	0
April 2023	100	43	43	43	43	43	43	12	2	254	0	0	0	0	254	1	0	0
April 2024	100	34	34	34	34	34	34	9	1	269	0	0	0	0	269	1	0	0
April 2025	100	26	26	26	26	26	26	7	1	284	0	0	0	0	284	1	0	0
April 2026	100	20	20	20	20	20	20	5	*	300	0	0	0	0	300	1	0	0
April 2027	100	15	15	15	15	15	15	3	*	317	0	0	0	0	317	1	0	0
April 2028	100	11	11	11	11	11	11	2	*	334	0	0	0	0	334	1	0	0
April 2029	100	8	8	8	8	8	8	1	*	353	0	0	0	0	353	1	0	0
April 2030	82	5	5	5	5	5	5	1	*	373	0	0	0	0	373	1	0	0
April 2031	12	3	3	3	3	3	3	*	*	394	0	0	0	0	394	1	0	0
April 2032	1	1	1	1	1	1	1	*	*	0	0	0	0	0	305	1	0	0
April 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.5	17.3	17.3	17.3	17.3	17.3	17.3	13.2	9.3	25.5	15.4	7.4	7.4	7.4	26.3	7.2	2.5	1.3

Date	A and AI† Classes									JZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	174%	175%	179%	180%	250%	350%	500%	0%	100%	174%	175%	179%	180%	250%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	95	71	56	56	56	85	70	49	17	106	106	106	105	102	0	0	0	0
April 2008	94	70	41	41	41	72	46	12	0	112	112	112	110	105	0	0	0	0
April 2009	92	68	30	30	30	61	28	0	0	118	118	118	116	109	0	0	0	0
April 2010	90	66	20	20	20	53	16	0	0	125	125	125	123	115	0	0	0	0
April 2011	88	64	12	12	12	47	7	0	0	132	132	132	129	121	0	0	0	0
April 2012	85	62	6	6	6	43	2	0	0	139	139	139	137	128	0	0	0	0
April 2013	83	59	1	1	1	40	0	0	0	147	147	147	144	135	0	0	0	0
April 2014	81	57	0	0	0	39	0	0	0	155	155	147	145	136	0	0	0	0
April 2015	78	52	0	0	0	37	0	0	0	164	164	140	138	129	0	0	0	0
April 2016	75	46	0	0	0	34	0	0	0	173	173	132	130	121	0	0	0	0
April 2017	73	39	0	0	0	32	0	0	0	183	183	122	120	112	0	0	0	0
April 2018	70	31	0	0	0	29	0	0	0	193	193	112	110	103	0	0	0	0
April 2019	66	22	0	0	0	26	0	0	0	204	204	102	100	93	0	0	0	0
April 2020	63	13	0	0	0	23	0	0	0	216	216	91	90	83	0	0	0	0
April 2021	59	3	0	0	0	21	0	0	0	228	228	81	80	74	0	0	0	0
April 2022	56	0	0	0	0	18	0	0	0	241	218	71	70	65	0	0	0	0
April 2023	52	0	0	0	0	15	0	0	0	254	196	62	61	56	0	0	0	0
April 2024	47	0	0	0	0	13	0	0	0	269	174	53	52	48	0	0	0	0
April 2025	43	0	0	0	0	11	0	0	0	284	152	45	44	40	0	0	0	0
April 2026	38	0	0	0	0	9	0	0	0	300	130	37	36	33	0	0	0	0
April 2027	33	0	0	0	0	7	0	0	0	317	109	30	29	27	0	0	0	0
April 2028	28	0	0	0	0	5	0	0	0	334	89	24	23	21	0	0	0	0
April 2029	22	0	0	0	0	4	0	0	0	353	69	18	17	16	0	0	0	0
April 2030	16	0	0	0	0	2	0	0	0	373	50	12	12	11	0	0	0	0
April 2031	10	0	0	0	0	1	0	0	0	394	32	8	7	7	0	0	0	0
April 2032	0	0	0	0	0	0	0	0	0	369	15	3	3	3	0	0	0	0
April 2033	0	0	0	0	0	0	0	0	0	288	0	0	0	0	0	0	0	0
April 2034	0	0	0	0	0	0	0	0	0	200	0	0	0	0	0	0	0	0
April 2035	0	0	0	0	0	0	0	0	0	104	0	0	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.9	7.8	2.2	2.2	2.2	7.8	2.3	1.2	0.7	27.9	20.9	16.1	16.1	16.1	0.4	0.3	0.2	0.1

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

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

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

Date	PZ Class							FP, PO, SX† and PY Classes							FA and SA Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	225%	300%	301%	400%	500%	0%	100%	225%	300%	301%	400%	500%	0%	100%	225%	300%	301%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	106	106	106	106	106	106	106	99	89	89	89	89	89	89	100	100	18	0	0	0	0
April 2008	113	113	113	113	113	113	113	98	79	79	79	79	79	75	99	99	0	0	0	0	0
April 2009	120	120	120	120	120	120	120	96	69	69	69	69	66	52	99	99	0	0	0	0	0
April 2010	127	127	127	127	127	127	127	95	59	59	59	59	49	35	98	98	0	0	0	0	0
April 2011	135	135	135	135	135	135	135	93	50	50	50	50	37	24	98	98	0	0	0	0	0
April 2012	143	143	143	143	143	143	143	91	42	42	42	42	27	17	97	97	0	0	0	0	0
April 2013	152	152	152	152	152	152	152	89	34	34	34	34	20	11	97	97	0	0	0	0	0
April 2014	161	161	161	161	161	161	161	87	27	27	27	27	15	8	96	92	0	0	0	0	0
April 2015	171	171	171	171	171	171	171	85	22	22	22	22	11	5	95	81	0	0	0	0	0
April 2016	182	182	182	182	182	182	182	82	17	17	17	17	8	4	95	65	0	0	0	0	0
April 2017	193	193	193	193	193	193	193	80	14	14	14	14	6	2	94	45	0	0	0	0	0
April 2018	205	205	205	205	205	205	205	77	11	11	11	11	4	2	93	23	0	0	0	0	0
April 2019	218	218	218	218	218	218	218	73	8	8	8	8	3	1	92	0	0	0	0	0	0
April 2020	231	231	231	231	231	231	231	70	7	7	7	7	2	1	92	0	0	0	0	0	0
April 2021	245	245	245	245	245	245	245	66	5	5	5	5	2	*	91	0	0	0	0	0	0
April 2022	261	261	261	261	261	261	261	62	4	4	4	4	1	*	90	0	0	0	0	0	0
April 2023	277	277	277	277	277	277	277	57	3	3	3	3	1	*	89	0	0	0	0	0	0
April 2024	294	294	294	294	294	294	272	52	2	2	2	2	*	0	87	0	0	0	0	0	0
April 2025	312	312	312	312	312	312	175	47	2	2	2	2	*	0	86	0	0	0	0	0	0
April 2026	331	331	331	331	331	331	111	41	1	1	1	1	*	0	85	0	0	0	0	0	0
April 2027	351	351	351	351	351	351	69	35	1	1	1	1	*	0	84	0	0	0	0	0	0
April 2028	373	373	373	373	373	254	42	28	1	1	1	*	0	0	82	0	0	0	0	0	0
April 2029	396	396	396	396	396	162	25	20	*	*	*	*	0	0	81	0	0	0	0	0	0
April 2030	421	421	421	421	421	97	14	12	*	*	*	*	0	0	79	0	0	0	0	0	0
April 2031	446	352	352	352	346	53	7	3	0	0	0	0	0	0	78	0	0	0	0	0	0
April 2032	182	182	182	182	180	26	3	0	0	0	0	0	0	0	29	0	0	0	0	0	0
April 2033	66	66	66	66	65	9	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.0	25.9	25.9	25.9	25.9	23.2	20.0	16.9	6.0	6.0	6.0	6.0	4.7	3.8	23.6	10.5	0.6	0.4	0.4	0.3	0.2

Date	FS, FI†, TX and SF Classes							SZ Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	225%	300%	301%	400%	500%	0%	100%	225%	300%	301%	400%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
April 2007	100	100	100	90	89	70	48	106	106	106	106	106	0	0
April 2008	100	100	83	55	55	23	0	113	113	113	113	113	0	0
April 2009	100	100	66	31	31	0	0	120	120	120	120	120	0	0
April 2010	100	100	53	15	14	0	0	127	127	127	127	127	0	0
April 2011	100	100	44	4	4	0	0	135	135	135	135	135	0	0
April 2012	100	100	38	0	0	0	0	143	143	143	78	56	0	0
April 2013	100	100	35	0	0	0	0	152	152	152	*	0	0	0
April 2014	100	100	33	0	0	0	0	161	161	161	*	0	0	0
April 2015	100	100	30	0	0	0	0	171	171	171	*	0	0	0
April 2016	100	100	27	0	0	0	0	182	182	182	*	0	0	0
April 2017	100	100	23	0	0	0	0	193	193	193	*	0	0	0
April 2018	100	100	20	0	0	0	0	205	205	205	*	0	0	0
April 2019	100	100	17	0	0	0	0	218	218	218	*	0	0	0
April 2020	100	91	14	0	0	0	0	231	231	231	*	0	0	0
April 2021	100	83	11	0	0	0	0	245	245	245	*	0	0	0
April 2022	100	74	8	0	0	0	0	261	261	261	*	0	0	0
April 2023	100	65	6	0	0	0	0	277	277	277	*	0	0	0
April 2024	100	57	3	0	0	0	0	294	294	294	*	0	0	0
April 2025	100	49	1	0	0	0	0	312	312	312	*	0	0	0
April 2026	100	40	0	0	0	0	0	331	331	297	*	0	0	0
April 2027	100	33	0	0	0	0	0	351	351	234	*	0	0	0
April 2028	100	25	0	0	0	0	0	373	373	180	*	0	0	0
April 2029	100	18	0	0	0	0	0	396	396	133	*	0	0	0
April 2030	100	10	0	0	0	0	0	421	421	93	*	0	0	0
April 2031	100	4	0	0	0	0	0	446	446	59	*	0	0	0
April 2032	100	0	0	0	0	0	0	474	368	33	*	0	0	0
April 2033	83	0	0	0	0	0	0	503	154	13	*	0	0	0
April 2034	54	0	0	0	0	0	0	534	0	0	0	0	0	0
April 2035	22	0	0	0	0	0	0	567	0	0	0	0	0	0
April 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.1	19.0	6.7	2.5	2.5	1.5	1.0	29.9	26.7	22.8	6.1	6.0	0.1	0.1

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

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

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

Characteristics of the R and RL Classes

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

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	175% PSA
2	225% 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 either 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 5.64% (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 or 2 Class bears to the aggregate original principal balance of all Group 1 or 2 Classes, respectively, will remain the same. In addition, the dollar amounts shown in the Principal Balance Schedules will be increased to correspond to the increase of the principal balances of the applicable Classes.

LEGAL MATTERS

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

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								
EO	\$10,268,000	PE	\$ 10,268,000	5.50%	FIX	PAC	31395DAY5	May 2036
EI	10,268,000 (4)							
Recombination 2								
FP	99,998,571	PY	116,665,000	6.00	FIX	PAC/AD	31395DAZ2	May 2036
PO	16,666,429							
SX	99,998,571 (4)							
Recombination 3								
TX	13,564,302	SF	13,564,302	(5)	T	TAC/AD	31395DBA6	May 2036
FI	33,218,698 (4)							

(1) REMIC Certificates and RCR Certificates may be exchanged only in the proportions shown in this Schedule 1.

(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” in this prospectus supplement.

(4) Notional principal balance.

(5) This Class is a Toggle Class. See page S-7 for a description of its interest rate.

Principal Balance Schedules

Aggregate Group I Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance through		November 2011	\$44,214,447.56	July 2016	\$18,707,907.33
April 2007	\$80,502,000.00	December 2011	43,646,299.10	August 2016	18,401,851.96
May 2007	79,745,122.26	January 2012	43,081,110.60	September 2016	18,100,381.00
June 2007	78,992,175.61	February 2012	42,518,866.82	October 2016	17,803,428.76
July 2007	78,243,139.84	March 2012	41,959,552.61	November 2016	17,510,930.47
August 2007	77,497,994.83	April 2012	41,403,152.88	December 2016	17,222,822.27
September 2007	76,756,720.54	May 2012	40,849,652.65	January 2017	16,939,041.19
October 2007	76,019,297.07	June 2012	40,299,036.99	February 2017	16,659,525.15
November 2007	75,285,704.59	July 2012	39,751,291.05	March 2017	16,384,212.92
December 2007	74,555,923.41	August 2012	39,206,400.07	April 2017	16,113,044.14
January 2008	73,829,933.90	September 2012	38,664,349.35	May 2017	15,845,959.29
February 2008	73,107,716.56	October 2012	38,125,124.29	June 2017	15,582,899.69
March 2008	72,389,251.98	November 2012	37,588,710.32	July 2017	15,323,807.48
April 2008	71,674,520.85	December 2012	37,055,093.00	August 2017	15,068,625.60
May 2008	70,963,503.95	January 2013	36,524,257.93	September 2017	14,817,297.79
June 2008	70,256,182.18	February 2013	35,996,190.78	October 2017	14,569,768.60
July 2008	69,552,536.52	March 2013	35,470,877.32	November 2017	14,325,983.32
August 2008	68,852,548.06	April 2013	34,948,303.37	December 2017	14,085,888.05
September 2008	68,156,197.97	May 2013	34,428,454.84	January 2018	13,849,429.61
October 2008	67,463,467.55	June 2013	33,911,317.70	February 2018	13,616,555.59
November 2008	66,774,338.15	July 2013	33,396,877.99	March 2018	13,387,214.29
December 2008	66,088,791.26	August 2013	32,885,121.83	April 2018	13,161,354.77
January 2009	65,406,808.43	September 2013	32,376,035.41	May 2018	12,938,926.76
February 2009	64,728,371.33	October 2013	31,869,604.99	June 2018	12,719,880.74
March 2009	64,053,461.72	November 2013	31,368,578.57	July 2018	12,504,167.85
April 2009	63,382,061.44	December 2013	30,874,913.29	August 2018	12,291,739.95
May 2009	62,714,152.43	January 2014	30,388,504.79	September 2018	12,082,549.54
June 2009	62,049,716.73	February 2014	29,909,250.15	October 2018	11,876,549.81
July 2009	61,388,736.47	March 2014	29,437,047.90	November 2018	11,673,694.61
August 2009	60,731,193.87	April 2014	28,971,797.97	December 2018	11,473,938.42
September 2009	60,077,071.23	May 2014	28,513,401.67	January 2019	11,277,236.37
October 2009	59,426,350.96	June 2014	28,061,761.70	February 2019	11,083,544.23
November 2009	58,779,015.55	July 2014	27,616,782.09	March 2019	10,892,818.39
December 2009	58,135,047.59	August 2014	27,178,368.24	April 2019	10,705,015.83
January 2010	57,494,429.74	September 2014	26,746,426.82	May 2019	10,520,094.16
February 2010	56,857,144.76	October 2014	26,320,865.85	June 2019	10,338,011.59
March 2010	56,223,175.52	November 2014	25,901,594.58	July 2019	10,158,726.89
April 2010	55,592,504.93	December 2014	25,488,523.55	August 2019	9,982,199.44
May 2010	54,965,116.04	January 2015	25,081,564.55	September 2019	9,808,389.18
June 2010	54,340,991.95	February 2015	24,680,630.59	October 2019	9,637,256.61
July 2010	53,720,115.86	March 2015	24,285,635.87	November 2019	9,468,762.79
August 2010	53,102,471.05	April 2015	23,896,495.82	December 2019	9,302,869.34
September 2010	52,488,040.91	May 2015	23,513,127.04	January 2020	9,139,538.40
October 2010	51,876,808.89	June 2015	23,135,447.26	February 2020	8,978,732.67
November 2010	51,268,758.53	July 2015	22,763,375.40	March 2020	8,820,415.35
December 2010	50,663,873.46	August 2015	22,396,831.49	April 2020	8,664,550.17
January 2011	50,062,137.38	September 2015	22,035,736.67	May 2020	8,511,101.38
February 2011	49,463,534.10	October 2015	21,680,013.18	June 2020	8,360,033.73
March 2011	48,868,047.50	November 2015	21,329,584.35	July 2020	8,211,312.46
April 2011	48,275,661.53	December 2015	20,984,374.59	August 2020	8,064,903.30
May 2011	47,686,360.25	January 2016	20,644,309.35	September 2020	7,920,772.48
June 2011	47,100,127.76	February 2016	20,309,315.11	October 2020	7,778,886.69
July 2011	46,516,948.30	March 2016	19,979,319.40	November 2020	7,639,213.11
August 2011	45,936,806.13	April 2016	19,654,250.75	December 2020	7,501,719.37
September 2011	45,359,685.64	May 2016	19,334,038.68	January 2021	7,366,373.55
October 2011	44,785,571.27	June 2016	19,018,613.71	February 2021	7,233,144.21

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
March 2021	\$ 7,102,000.32	April 2025	\$ 2,689,376.57	May 2029	\$ 750,647.75
April 2021	6,972,911.31	May 2025	2,631,213.27	June 2029	726,142.50
May 2021	6,845,847.05	June 2025	2,574,021.22	July 2029	702,090.61
June 2021	6,720,777.82	July 2025	2,517,785.74	August 2029	678,484.92
July 2021	6,597,674.32	August 2025	2,462,492.35	September 2029	655,318.38
August 2021	6,476,507.68	September 2025	2,408,126.78	October 2029	632,584.03
September 2021	6,357,249.44	October 2025	2,354,674.97	November 2029	610,275.03
October 2021	6,239,871.52	November 2025	2,302,123.06	December 2029	588,384.63
November 2021	6,124,346.26	December 2025	2,250,457.39	January 2030	566,906.17
December 2021	6,010,646.39	January 2026	2,199,664.49	February 2030	545,833.11
January 2022	5,898,745.02	February 2026	2,149,731.11	March 2030	525,158.99
February 2022	5,788,615.64	March 2026	2,100,644.16	April 2030	504,877.46
March 2022	5,680,232.13	April 2026	2,052,390.75	May 2030	484,982.24
April 2022	5,573,568.72	May 2026	2,004,958.19	June 2030	465,467.17
May 2022	5,468,600.04	June 2026	1,958,333.95	July 2030	446,326.16
June 2022	5,365,301.04	July 2026	1,912,505.70	August 2030	427,553.23
July 2022	5,263,647.05	August 2026	1,867,461.29	September 2030	409,142.48
August 2022	5,163,613.75	September 2026	1,823,188.72	October 2030	391,088.08
September 2022	5,065,177.16	October 2026	1,779,676.19	November 2030	373,384.31
October 2022	4,968,313.65	November 2026	1,736,912.07	December 2030	356,025.54
November 2022	4,872,999.91	December 2026	1,694,884.88	January 2031	339,006.19
December 2022	4,779,212.98	January 2027	1,653,583.32	February 2031	322,320.80
January 2023	4,686,930.21	February 2027	1,612,996.25	March 2031	305,963.97
February 2023	4,596,129.29	March 2027	1,573,112.70	April 2031	289,930.38
March 2023	4,506,788.22	April 2027	1,533,921.85	May 2031	274,214.80
April 2023	4,418,885.31	May 2027	1,495,413.04	June 2031	258,812.07
May 2023	4,332,399.18	June 2027	1,457,575.76	July 2031	243,717.12
June 2023	4,247,308.77	July 2027	1,420,399.66	August 2031	228,924.93
July 2023	4,163,593.30	August 2027	1,383,874.54	September 2031	214,430.58
August 2023	4,081,232.29	September 2027	1,347,990.34	October 2031	200,229.22
September 2023	4,000,205.56	October 2027	1,312,737.17	November 2031	186,316.05
October 2023	3,920,493.23	November 2027	1,278,105.24	December 2031	172,686.37
November 2023	3,842,075.67	December 2027	1,244,084.96	January 2032	159,335.54
December 2023	3,764,933.57	January 2028	1,210,666.82	February 2032	146,258.98
January 2024	3,689,047.86	February 2028	1,177,841.50	March 2032	133,452.19
February 2024	3,614,399.77	March 2028	1,145,599.78	April 2032	120,910.73
March 2024	3,540,970.79	April 2028	1,113,932.60	May 2032	108,630.25
April 2024	3,468,742.67	May 2028	1,082,831.02	June 2032	96,606.42
May 2024	3,397,697.42	June 2028	1,052,286.23	July 2032	84,835.02
June 2024	3,327,817.32	July 2028	1,022,289.54	August 2032	73,311.87
July 2024	3,259,084.90	August 2028	992,832.41	September 2032	62,032.86
August 2024	3,191,482.92	September 2028	963,906.41	October 2032	50,993.94
September 2024	3,124,994.42	October 2028	935,503.24	November 2032	40,191.11
October 2024	3,059,602.67	November 2028	907,614.71	December 2032	29,620.46
November 2024	2,995,291.16	December 2028	880,232.76	January 2033	19,278.11
December 2024	2,932,043.65	January 2029	853,349.45	February 2033	9,160.24
January 2025	2,869,844.12	February 2029	826,956.95	March 2033 and thereafter	0.00
February 2025	2,808,676.77	March 2029	801,047.55		
March 2025	2,748,526.03	April 2029	775,613.65		

Aggregate Group II Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$35,100,000.00	August 2006	\$29,751,672.93	December 2006	\$24,596,551.55
May 2006	33,744,393.56	September 2006	28,445,070.88	January 2007	23,337,093.54
June 2006	32,401,216.39	October 2006	27,150,426.60	February 2007	22,089,138.77
July 2006	31,070,348.99	November 2006	25,867,624.87	March 2007	20,852,576.18

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
April 2007	\$19,627,295.74	July 2009	\$ 9,546,813.81	September 2011	\$ 3,423,607.07
May 2007	19,170,066.16	August 2009	9,254,135.51	October 2011	3,242,994.91
June 2007	18,719,970.58	September 2009	8,966,529.64	November 2011	3,065,939.35
July 2007	18,276,922.15	October 2009	8,683,930.17	December 2011	2,892,389.77
August 2007	17,840,834.92	November 2009	8,406,271.72	January 2012	2,722,296.04
September 2007	17,411,623.82	December 2009	8,133,489.60	February 2012	2,555,608.54
October 2007	16,989,204.60	January 2010	7,865,519.77	March 2012	2,392,278.17
November 2007	16,573,493.90	February 2010	7,602,298.83	April 2012	2,232,256.32
December 2007	16,164,409.14	March 2010	7,343,764.00	May 2012	2,075,494.88
January 2008	15,761,868.64	April 2010	7,089,853.19	June 2012	1,921,946.23
February 2008	15,365,791.49	May 2010	6,840,504.89	July 2012	1,771,563.24
March 2008	14,976,097.61	June 2010	6,595,658.25	August 2012	1,624,299.25
April 2008	14,592,707.72	July 2010	6,355,253.02	September 2012	1,480,108.08
May 2008	14,215,543.38	August 2010	6,119,229.56	October 2012	1,338,944.02
June 2008	13,844,526.88	September 2010	5,887,528.84	November 2012	1,200,761.85
July 2008	13,479,581.34	October 2010	5,660,092.42	December 2012	1,065,516.76
August 2008	13,120,630.61	November 2010	5,436,862.46	January 2013	933,164.45
September 2008	12,767,599.37	December 2010	5,217,781.73	February 2013	803,661.05
October 2008	12,420,412.99	January 2011	5,002,793.56	March 2013	676,963.12
November 2008	12,078,997.66	February 2011	4,791,841.83	April 2013	553,027.71
December 2008	11,743,280.26	March 2011	4,584,871.04	May 2013	431,812.25
January 2009	11,413,188.44	April 2011	4,381,826.23	June 2013	313,274.65
February 2009	11,088,650.58	May 2011	4,182,652.98	July 2013	197,373.25
March 2009	10,769,595.75	June 2011	3,987,297.48	August 2013	84,066.78
April 2009	10,455,953.79	July 2011	3,795,706.40	September 2013 and thereafter	0.00
May 2009	10,147,655.22	August 2011	3,607,827.01		
June 2009	9,844,631.25				

Group 1 MBS Specified Balances

<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>
Initial Balance	\$125,825,000.00	June 2008	\$ 94,783,596.05	August 2010	\$ 70,939,950.64
May 2006	124,474,462.61	July 2008	93,745,131.63	September 2010	70,143,317.41
June 2006	123,137,453.04	August 2008	92,717,154.87	October 2010	69,354,806.77
July 2006	121,813,839.72	September 2008	91,699,563.40	November 2010	68,574,339.10
August 2006	120,503,492.34	October 2008	90,692,255.83	December 2010	67,801,835.55
September 2006	119,206,281.84	November 2008	89,695,131.75	January 2011	67,037,218.02
October 2006	117,922,080.42	December 2008	88,708,091.69	February 2011	66,280,409.17
November 2006	116,650,761.47	January 2009	87,731,037.17	March 2011	65,531,332.39
December 2006	115,392,199.61	February 2009	86,763,870.64	April 2011	64,789,911.84
January 2007	114,146,270.69	March 2009	85,806,495.48	May 2011	64,056,072.37
February 2007	112,912,851.71	April 2009	84,858,816.02	June 2011	63,329,739.59
March 2007	111,691,820.87	May 2009	83,920,737.50	July 2011	62,610,839.80
April 2007	110,483,057.55	June 2009	82,992,166.07	August 2011	61,899,300.02
May 2007	109,286,442.27	July 2009	82,073,008.78	September 2011	61,195,047.99
June 2007	108,101,856.71	August 2009	81,163,173.58	October 2011	60,498,012.12
July 2007	106,929,183.67	September 2009	80,262,569.29	November 2011	59,808,121.53
August 2007	105,768,307.09	October 2009	79,371,105.64	December 2011	59,125,306.01
September 2007	104,619,112.02	November 2009	78,488,693.20	January 2012	58,449,496.02
October 2007	103,481,484.63	December 2009	77,615,243.41	February 2012	57,780,622.72
November 2007	102,355,312.14	January 2010	76,750,668.56	March 2012	57,118,617.91
December 2007	101,240,482.90	February 2010	75,894,881.79	April 2012	56,463,414.06
January 2008	100,136,886.31	March 2010	75,047,797.06	May 2012	55,814,944.27
February 2008	99,044,412.84	April 2010	74,209,329.18	June 2012	55,173,142.31
March 2008	97,962,954.00	May 2010	73,379,393.76	July 2012	54,537,942.58
April 2008	96,892,402.36	June 2010	72,557,907.24	August 2012	53,909,280.11
May 2008	95,832,651.50	July 2010	71,744,786.86	September 2012	53,287,090.56

Group 1 MBS (Continued)

<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>
October 2012	\$ 52,671,310.20	August 2017	\$ 26,030,473.69	June 2022	\$ 11,702,525.19
November 2012	52,061,875.95	September 2017	25,699,418.25	July 2022	11,527,069.09
December 2012	51,458,725.28	October 2017	25,371,888.74	August 2022	11,353,572.99
January 2013	50,861,796.33	November 2017	25,047,849.97	September 2022	11,182,016.95
February 2013	50,271,027.78	December 2017	24,727,267.06	October 2022	11,012,381.21
March 2013	49,686,358.93	January 2018	24,410,105.48	November 2022	10,844,646.22
April 2013	49,107,729.67	February 2018	24,096,331.06	December 2022	10,678,792.62
May 2013	48,535,080.46	March 2018	23,785,909.93	January 2023	10,514,801.23
June 2013	47,968,352.33	April 2018	23,478,808.56	February 2023	10,352,653.07
July 2013	47,407,486.90	May 2018	23,174,993.74	March 2023	10,192,329.33
August 2013	46,852,426.33	June 2018	22,874,432.61	April 2023	10,033,811.40
September 2013	46,303,113.35	July 2018	22,577,092.58	May 2023	9,877,080.85
October 2013	45,759,491.24	August 2018	22,282,941.43	June 2023	9,722,119.42
November 2013	45,221,503.84	September 2018	21,991,947.22	July 2023	9,568,909.04
December 2013	44,689,095.51	October 2018	21,704,078.33	August 2023	9,417,431.81
January 2014	44,162,211.17	November 2018	21,419,303.44	September 2023	9,267,670.02
February 2014	43,640,796.26	December 2018	21,137,591.55	October 2023	9,119,606.11
March 2014	43,124,796.75	January 2019	20,858,911.95	November 2023	8,973,222.72
April 2014	42,614,159.14	February 2019	20,583,234.24	December 2023	8,828,502.63
May 2014	42,108,830.42	March 2019	20,310,528.29	January 2024	8,685,428.82
June 2014	41,608,758.13	April 2019	20,040,764.30	February 2024	8,543,984.41
July 2014	41,113,890.29	May 2019	19,773,912.73	March 2024	8,404,152.71
August 2014	40,624,175.43	June 2019	19,509,944.34	April 2024	8,265,917.17
September 2014	40,139,562.58	July 2019	19,248,830.18	May 2024	8,129,261.42
October 2014	39,660,001.27	August 2019	18,990,541.56	June 2024	7,994,169.25
November 2014	39,185,441.50	September 2019	18,735,050.10	July 2024	7,860,624.59
December 2014	38,715,833.77	October 2019	18,482,327.68	August 2024	7,728,611.57
January 2015	38,251,129.06	November 2019	18,232,346.45	September 2024	7,598,114.42
February 2015	37,791,278.80	December 2019	17,985,078.83	October 2024	7,469,117.58
March 2015	37,336,234.92	January 2020	17,740,497.53	November 2024	7,341,605.59
April 2015	36,885,949.79	February 2020	17,498,575.50	December 2024	7,215,563.19
May 2015	36,440,376.26	March 2020	17,259,285.96	January 2025	7,090,975.25
June 2015	35,999,467.64	April 2020	17,022,602.41	February 2025	6,967,826.78
July 2015	35,563,177.66	May 2020	16,788,498.59	March 2025	6,846,102.94
August 2015	35,131,460.54	June 2020	16,556,948.50	April 2025	6,725,789.06
September 2015	34,704,270.91	July 2020	16,327,926.39	May 2025	6,606,870.58
October 2015	34,281,563.85	August 2020	16,101,406.76	June 2025	6,489,333.11
November 2015	33,863,294.88	September 2020	15,877,364.37	July 2025	6,373,162.39
December 2015	33,449,419.96	October 2020	15,655,774.23	August 2025	6,258,344.30
January 2016	33,039,895.44	November 2020	15,436,611.56	September 2025	6,144,864.86
February 2016	32,634,678.14	December 2020	15,219,851.87	October 2025	6,032,710.24
March 2016	32,233,725.26	January 2021	15,005,470.87	November 2025	5,921,866.72
April 2016	31,836,994.44	February 2021	14,793,444.53	December 2025	5,812,320.75
May 2016	31,444,443.72	March 2021	14,583,749.04	January 2026	5,704,058.88
June 2016	31,056,031.53	April 2021	14,376,360.83	February 2026	5,597,067.81
July 2016	30,671,716.75	May 2021	14,171,256.56	March 2026	5,491,334.38
August 2016	30,291,458.60	June 2021	13,968,413.12	April 2026	5,386,845.53
September 2016	29,915,216.74	July 2021	13,767,807.63	May 2026	5,283,588.37
October 2016	29,542,951.21	August 2021	13,569,417.40	June 2026	5,181,550.09
November 2016	29,174,622.42	September 2021	13,373,220.02	July 2026	5,080,718.06
December 2016	28,810,191.18	October 2021	13,179,193.25	August 2026	4,981,079.72
January 2017	28,449,618.68	November 2021	12,987,315.08	September 2026	4,882,622.68
February 2017	28,092,866.48	December 2021	12,797,563.74	October 2026	4,785,334.64
March 2017	27,739,896.51	January 2022	12,609,917.63	November 2026	4,689,203.44
April 2017	27,390,671.09	February 2022	12,424,355.40	December 2026	4,594,217.04
May 2017	27,045,152.89	March 2022	12,240,855.89	January 2027	4,500,363.50
June 2017	26,703,304.93	April 2022	12,059,398.15	February 2027	4,407,631.03
July 2017	26,365,090.62	May 2022	11,879,961.43	March 2027	4,316,007.92

Group 1 MBS (Continued)

<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>	<u>Distribution Date</u>	<u>Specified Balance</u>
April 2027	\$ 4,225,482.61	May 2029	\$ 2,287,516.14	May 2031	\$ 921,828.43
May 2027	4,136,043.63	June 2029	2,221,824.24	June 2031	873,692.28
June 2027	4,047,679.64	July 2029	2,156,957.48	July 2031	826,193.66
July 2027	3,960,379.40	August 2029	2,092,907.13	August 2031	779,325.69
August 2027	3,874,131.79	September 2029	2,029,664.50	September 2031	733,081.57
September 2027	3,788,925.79	October 2029	1,967,221.03	October 2031	687,454.56
October 2027	3,704,750.50	November 2029	1,905,568.22	November 2031	642,437.98
November 2027	3,621,595.12	December 2029	1,844,697.66	December 2031	598,025.24
December 2027	3,539,448.97	January 2030	1,784,601.03	January 2032	554,209.78
January 2028	3,458,301.46	February 2030	1,725,270.08	February 2032	510,985.14
February 2028	3,378,142.11	March 2030	1,666,696.65	March 2032	468,344.92
March 2028	3,298,960.56	April 2030	1,608,872.67	April 2032	426,282.76
April 2028	3,220,746.52	May 2030	1,551,790.14	May 2032	384,792.39
May 2028	3,143,489.83	June 2030	1,495,441.14	June 2032	343,867.59
June 2028	3,067,180.42	July 2030	1,439,817.83	July 2032	303,502.22
July 2028	2,991,808.32	August 2030	1,384,912.46	August 2032	263,690.16
August 2028	2,917,363.67	September 2030	1,330,717.33	September 2032	224,425.41
September 2028	2,843,836.69	October 2030	1,277,224.85	October 2032	185,701.98
October 2028	2,771,217.70	November 2030	1,224,427.48	November 2032	147,513.97
November 2028	2,699,497.14	December 2030	1,172,317.77	December 2032	109,855.53
December 2028	2,628,665.52	January 2031	1,120,888.34	January 2033	72,720.87
January 2029	2,558,713.45	February 2031	1,070,131.89	February 2033	36,104.25
February 2029	2,489,631.63	March 2031	1,020,041.19	March 2033 and thereafter	0.00
March 2029	2,421,410.86	April 2031	970,609.06		
April 2029	2,354,042.04				

Aggregate Group III Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$116,725,000.00	August 2008	\$ 87,754,241.19	December 2010	\$ 62,168,989.65
May 2006	115,754,413.99	September 2008	86,776,155.91	January 2011	61,321,077.11
June 2006	114,762,310.09	October 2008	85,803,050.66	February 2011	60,477,474.76
July 2006	113,749,026.45	November 2008	84,834,899.81	March 2011	59,638,160.42
August 2006	112,714,912.25	December 2008	83,871,677.88	April 2011	58,803,112.03
September 2006	111,660,327.41	January 2009	82,913,359.49	May 2011	57,972,307.63
October 2006	110,585,642.37	February 2009	81,959,919.42	June 2011	57,145,725.39
November 2006	109,491,237.79	March 2009	81,011,332.56	July 2011	56,323,343.57
December 2006	108,402,411.74	April 2009	80,067,573.94	August 2011	55,505,140.57
January 2007	107,319,135.53	May 2009	79,128,618.73	September 2011	54,691,094.87
February 2007	106,241,380.60	June 2009	78,194,442.19	October 2011	53,881,185.09
March 2007	105,169,118.54	July 2009	77,265,019.74	November 2011	53,075,389.93
April 2007	104,102,321.09	August 2009	76,340,326.93	December 2011	52,273,688.23
May 2007	103,040,960.13	September 2009	75,420,339.40	January 2012	51,476,058.92
June 2007	101,985,007.68	October 2009	74,505,032.95	February 2012	50,682,481.04
July 2007	100,934,435.93	November 2009	73,594,383.50	March 2012	49,892,933.74
August 2007	99,889,217.18	December 2009	72,688,367.07	April 2012	49,107,396.29
September 2007	98,849,323.90	January 2010	71,786,959.83	May 2012	48,325,848.04
October 2007	97,814,728.67	February 2010	70,890,138.05	June 2012	47,548,268.46
November 2007	96,785,404.24	March 2010	69,997,878.16	July 2012	46,774,637.14
December 2007	95,761,323.50	April 2010	69,110,156.66	August 2012	46,004,933.75
January 2008	94,742,459.45	May 2010	68,226,950.20	September 2012	45,239,138.08
February 2008	93,728,785.25	June 2010	67,348,235.56	October 2012	44,477,230.02
March 2008	92,720,274.21	July 2010	66,473,989.62	November 2012	43,719,189.56
April 2008	91,716,899.75	August 2010	65,604,189.38	December 2012	42,964,996.79
May 2008	90,718,635.44	September 2010	64,738,811.96	January 2013	42,214,631.93
June 2008	89,725,455.00	October 2010	63,877,834.61	February 2013	41,468,075.26
July 2008	88,737,332.26	November 2010	63,021,234.68	March 2013	40,725,307.19

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
April 2013	\$ 39,986,308.22	February 2018	\$ 13,254,356.29	December 2022	\$ 3,994,385.88
May 2013	39,252,316.01	March 2018	12,995,982.91	January 2023	3,907,381.25
June 2013	38,531,227.52	April 2018	12,742,300.85	February 2023	3,822,041.46
July 2013	37,822,821.53	May 2018	12,493,228.15	March 2023	3,738,336.58
August 2013	37,126,880.57	June 2018	12,248,684.23	April 2023	3,656,237.18
September 2013	36,443,190.82	July 2018	12,008,589.92	May 2023	3,575,714.37
October 2013	35,771,542.07	August 2018	11,772,867.36	June 2023	3,496,739.72
November 2013	35,111,727.68	September 2018	11,541,440.07	July 2023	3,419,285.34
December 2013	34,463,544.49	October 2018	11,314,232.83	August 2023	3,343,323.80
January 2014	33,826,792.76	November 2018	11,091,171.73	September 2023	3,268,828.15
February 2014	33,201,276.16	December 2018	10,872,184.14	October 2023	3,195,771.91
March 2014	32,586,801.63	January 2019	10,657,198.63	November 2023	3,124,129.07
April 2014	31,983,179.41	February 2019	10,446,145.04	December 2023	3,053,874.06
May 2014	31,390,222.95	March 2019	10,238,954.37	January 2024	2,984,981.76
June 2014	30,807,748.82	April 2019	10,035,558.83	February 2024	2,917,427.50
July 2014	30,235,576.72	May 2019	9,835,891.77	March 2024	2,851,187.02
August 2014	29,673,529.41	June 2019	9,639,887.71	April 2024	2,786,236.50
September 2014	29,121,432.61	July 2019	9,447,482.25	May 2024	2,722,552.53
October 2014	28,579,115.03	August 2019	9,258,612.14	June 2024	2,660,112.10
November 2014	28,046,408.25	September 2019	9,073,215.19	July 2024	2,598,892.62
December 2014	27,523,146.72	October 2019	8,891,230.26	August 2024	2,538,871.89
January 2015	27,009,167.68	November 2019	8,712,597.30	September 2024	2,480,028.08
February 2015	26,504,311.13	December 2019	8,537,257.26	October 2024	2,422,339.76
March 2015	26,008,419.79	January 2020	8,365,152.11	November 2024	2,365,785.88
April 2015	25,521,339.02	February 2020	8,196,224.83	December 2024	2,310,345.74
May 2015	25,042,916.84	March 2020	8,030,419.35	January 2025	2,255,999.02
June 2015	24,573,003.80	April 2020	7,867,680.58	February 2025	2,202,725.74
July 2015	24,111,453.02	May 2020	7,707,954.39	March 2025	2,150,506.28
August 2015	23,658,120.09	June 2020	7,551,187.57	April 2025	2,099,321.36
September 2015	23,212,863.05	July 2020	7,397,327.81	May 2025	2,049,152.05
October 2015	22,775,542.36	August 2020	7,246,323.71	June 2025	1,999,979.74
November 2015	22,346,020.84	September 2020	7,098,124.77	July 2025	1,951,786.14
December 2015	21,924,163.63	October 2020	6,952,681.34	August 2025	1,904,553.31
January 2016	21,509,838.16	November 2020	6,809,944.62	September 2025	1,858,263.59
February 2016	21,102,914.13	December 2020	6,669,866.68	October 2025	1,812,899.65
March 2016	20,703,263.44	January 2021	6,532,400.37	November 2025	1,768,444.46
April 2016	20,310,760.14	February 2021	6,397,499.39	December 2025	1,724,881.31
May 2016	19,925,280.47	March 2021	6,265,118.23	January 2026	1,682,193.74
June 2016	19,546,702.73	April 2021	6,135,212.16	February 2026	1,640,365.62
July 2016	19,174,907.31	May 2021	6,007,737.21	March 2026	1,599,381.09
August 2016	18,809,776.61	June 2021	5,882,650.19	April 2026	1,559,224.57
September 2016	18,451,195.06	July 2021	5,759,908.64	May 2026	1,519,880.76
October 2016	18,099,049.04	August 2021	5,639,470.84	June 2026	1,481,334.60
November 2016	17,753,226.86	September 2021	5,521,295.79	July 2026	1,443,571.35
December 2016	17,413,618.73	October 2021	5,405,343.19	August 2026	1,406,576.49
January 2017	17,080,116.72	November 2021	5,291,573.45	September 2026	1,370,335.76
February 2017	16,752,614.76	December 2021	5,179,947.65	October 2026	1,334,835.17
March 2017	16,431,008.57	January 2022	5,070,427.55	November 2026	1,300,060.96
April 2017	16,115,195.64	February 2022	4,962,975.57	December 2026	1,265,999.63
May 2017	15,805,075.22	March 2022	4,857,554.78	January 2027	1,232,637.90
June 2017	15,500,548.26	April 2022	4,754,128.90	February 2027	1,199,962.75
July 2017	15,201,517.42	May 2022	4,652,662.25	March 2027	1,167,961.35
August 2017	14,907,886.99	June 2022	4,553,119.80	April 2027	1,136,621.15
September 2017	14,619,562.91	July 2022	4,455,467.11	May 2027	1,105,929.78
October 2017	14,336,452.72	August 2022	4,359,670.33	June 2027	1,075,875.12
November 2017	14,058,465.54	September 2022	4,265,696.22	July 2027	1,046,445.23
December 2017	13,785,512.03	October 2022	4,173,512.09	August 2027	1,017,628.43
January 2018	13,517,504.39	November 2022	4,083,085.82	September 2027	989,413.20

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
October 2027	\$ 961,788.25	December 2029	\$ 418,118.51	February 2032	\$ 123,253.81
November 2027	934,742.49	January 2030	402,820.71	March 2032	116,247.50
December 2027	908,265.03	February 2030	387,867.18	April 2032	109,411.27
January 2028	882,345.16	March 2030	373,251.24	May 2032	102,741.73
February 2028	856,972.37	April 2030	358,966.34	June 2032	96,235.54
March 2028	832,136.35	May 2030	345,006.02	July 2032	89,889.42
April 2028	807,826.94	June 2030	331,363.98	August 2032	83,700.16
May 2028	784,034.20	July 2030	318,034.00	September 2032	77,664.60
June 2028	760,748.34	August 2030	305,009.98	October 2032	71,779.64
July 2028	737,959.75	September 2030	292,285.94	November 2032	66,042.23
August 2028	715,659.02	October 2030	279,856.00	December 2032	60,449.40
September 2028	693,836.86	November 2030	267,714.39	January 2033	54,998.20
October 2028	672,484.18	December 2030	255,855.46	February 2033	49,685.77
November 2028	651,592.06	January 2031	244,273.63	March 2033	44,509.28
December 2028	631,151.70	February 2031	232,963.45	April 2033	39,465.97
January 2029	611,154.50	March 2031	221,919.57	May 2033	34,553.10
February 2029	591,592.00	April 2031	211,136.71	June 2033	29,768.02
March 2029	572,455.87	May 2031	200,609.71	July 2033	25,108.11
April 2029	553,737.96	June 2031	190,333.50	August 2033	20,570.78
May 2029	535,430.26	July 2031	180,303.11	September 2033	16,153.53
June 2029	517,524.89	August 2031	170,513.64	October 2033	11,853.88
July 2029	500,014.13	September 2031	160,960.30	November 2033	7,669.39
August 2029	482,890.38	October 2031	153,050.25	December 2033	3,597.69
September 2029	466,146.20	November 2031	145,328.27	January 2034 and thereafter	0.00
October 2029	449,774.26	December 2031	137,790.64		
November 2029	433,767.38	January 2032	130,433.68		

Aggregate Group IV Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$62,275,000.00	March 2008	\$26,939,351.60	February 2010	\$ 7,694,942.63
May 2006	60,600,522.65	April 2008	25,794,984.22	March 2010	7,147,613.43
June 2006	58,901,285.43	May 2008	24,682,454.35	April 2010	6,620,632.82
July 2006	57,179,499.28	June 2008	23,601,160.38	May 2010	6,113,599.04
August 2006	55,437,440.86	July 2008	22,550,511.15	June 2010	5,626,117.40
September 2006	53,677,446.68	August 2008	21,529,925.72	July 2010	5,157,800.11
October 2006	51,901,906.96	September 2008	20,538,833.21	August 2010	4,708,266.19
November 2006	50,113,259.42	October 2008	19,576,672.61	September 2010	4,277,141.38
December 2006	48,368,454.14	November 2008	18,642,892.68	October 2010	3,864,057.93
January 2007	46,666,682.64	December 2008	17,736,951.69	November 2010	3,468,654.60
February 2007	45,007,150.36	January 2009	16,858,317.38	December 2010	3,090,576.48
March 2007	43,389,076.41	February 2009	16,006,466.67	January 2011	2,729,474.92
April 2007	41,811,693.27	March 2009	15,180,885.60	February 2011	2,385,007.41
May 2007	40,274,246.68	April 2009	14,381,069.13	March 2011	2,056,837.46
June 2007	38,775,995.33	May 2009	13,606,520.99	April 2011	1,744,634.52
July 2007	37,316,210.64	June 2009	12,856,753.59	May 2011	1,448,073.89
August 2007	35,894,176.63	July 2009	12,131,287.79	June 2011	1,166,836.56
September 2007	34,509,189.61	August 2009	11,429,652.80	July 2011	900,609.22
October 2007	33,160,558.06	September 2009	10,751,386.04	August 2011	649,084.04
November 2007	31,847,602.35	October 2009	10,096,033.01	September 2011	411,958.67
December 2007	30,569,654.56	November 2009	9,463,147.12	October 2011	188,936.10
January 2008	29,326,058.35	December 2009	8,852,289.58	November 2011 and thereafter	0.00
February 2008	28,116,168.66	January 2010	8,263,029.28		

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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\$305,825,000



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2006-31**

PROSPECTUS SUPPLEMENT

Barclays Capital

March 20, 2006
