

**\$1,075,322,667**



**FannieMae®**

**Guaranteed REMIC Pass-Through Certificates  
Fannie Mae REMIC Trust 2007-63**

**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 will pay principal at rates that may 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 available for distribution to investors on time.

**The Trust and its Assets**

The trust will own

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

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

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type</i>	<i>Interest Rate</i>	<i>Interest Type</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
MA .....	1	\$ 89,994,000	SEQ	5.5%	FIX	31396WSX5	November 2033
VM(1) ....	1	15,060,000	SEQ/AD	5.5	FIX	31396WSY3	June 2018
VN(1) ....	1	8,436,000	SEQ/AD	5.5	FIX	31396WSZ0	July 2022
VZ(1) ....	1	18,510,000	SEQ	5.5	FIX/Z	31396WTA4	July 2037
AB .....	2	15,369,000	SC/SEQ	5.0	FIX	31396WTB2	July 2036
AC .....	2	27,571,000	SC/SEQ	4.5	FIX	31396WTC0	July 2036
AI .....	2	2,757,100(2)	NTL	5.0	FIX/IO	31396WTD8	July 2036
BA .....	3	50,000,000	TAC/AD	6.0	FIX	31396WTE6	July 2037
BC(1) ....	3	5,057,000	SEG(TAC)/SCH/AD	5.5	FIX	31396WTF3	July 2037
BD(1) ....	3	9,523,059	SEG(TAC)/SUP/AD	5.5	FIX	31396WTG1	July 2037
BI(1) ....	3	11,313,411(2)	NTL	5.5	FIX/IO	31396WTH9	July 2037
BO(1) ....	3	11,313,411	PAC	(3)	PO	31396WTJ5	July 2037
FM(1) ....	3	121,500,000	PT	(4)	FLT	31396V7M4	July 2037
MT(1) ....	3	4,500,000	PT	(5)	T	31396WXJ0	July 2037
MZ(1) ....	3	20,000	TAC/AD	5.5	FIX/Z	31396WTL0	July 2037
OB .....	3	4,545,455	TAC/AD	(3)	PO	31396WTM8	July 2037
PA .....	3	30,381,678	PAC	5.5	FIX	31396WTN6	November 2026
PB .....	3	43,866,601	PAC	5.5	FIX	31396WTP1	September 2033
PC .....	3	26,883,796	PAC	5.5	FIX	31396WTQ9	July 2036
SI .....	3	126,000,000(2)	NTL	(4)	INV/IO	31396WTR7	July 2037
ZB .....	3	7,409,000	SUP	5.5	FIX/Z	31396WTS5	July 2037
DS .....	4	15,749,000	PAC	(4)	INV	31396WTT3	July 2037
FC .....	4	400,000,000	PT	(4)	FLT	31396WTU0	July 2037
SB .....	4	241,198,314(2)	NTL	(4)	INV/IO	31396WTV8	July 2037
SD .....	4	2,000,000	SUP	(4)	INV	31396WTW6	July 2037
ST .....	4	2,000,000	SUP	(4)	INV	31396WTX4	July 2037
SV .....	4	4,717,948	SUP	(4)	INV	31396WTY2	July 2037
TS .....	4	2,000,000	SUP	(4)	INV	31396WTZ9	July 2037
XO .....	4	40,199,719	PT	(3)	PO	31396WUA2	July 2037
AZ(1) ....	5	6,160,000	SEQ	6.0	FIX/Z	31396WUB0	July 2037
BZ(1) ....	5	6,402,000	SEQ/AD	6.0	FIX/Z	31396WUC8	May 2034
D .....	5	12,000,000	SEQ/AD	6.0	FIX	31396WUD6	February 2035
DB(1) ....	5	93,598,000	SEQ/AD	6.0	FIX	31396WUE4	June 2031
DZ .....	5	556,000	SEQ	6.0	FIX/Z	31396WUF1	July 2037
R .....		0	NPR	0	NPR	31396WUG9	July 2037
RL .....		0	NPR	0	NPR	31396WUH7	July 2037

- (1) Exchangeable classes.
- (2) Notional balances. These classes are interest only classes. See page S-7 for a description of how their notional balances are calculated.
- (3) Principal only classes.
- (4) Based on LIBOR.
- (5) This class is a toggle class. See page S-6 for a description of its interest rate.

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 MB, BE, PD, CZ, DA and FB 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 June 29, 2007.

**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.

**Bear, Stearns & Co. Inc.**

May 17, 2007

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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 (for all MBS issued prior to June 1, 2007) or dated June 1, 2007 (for all MBS issued on or after June 1, 2007) (as applicable, the “MBS Prospectus”);
- if you are purchasing any Group 2 Class or the R or RL Class, the disclosure documents relating to the underlying REMIC certificate (the “Underlying REMIC Disclosure Documents”); 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](http://www.fanniemae.com).

You also can obtain copies of the REMIC Prospectus and the MBS Prospectus by writing or calling the dealer at:

Bear, Stearns & Co. Inc.  
c/o ADP Financial Services  
Prospectus Department  
1155 Long Island Avenue  
Edgewood, New York 11717  
(telephone 631-254-7106).

## 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, 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, 2005 (“2005 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 2005 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](http://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.

## 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	Class 2006-101 MB REMIC Certificate
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS

### Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS (as of June 1, 2007)

	<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>	<u>Approximate Weighted Average Remaining Term to Expiration of Interest Only Period (in months)</u>
Group 1 MBS*	\$132,000,000	360	351	9	6.15%	111
Group 3 MBS*	\$315,000,000	360	352	8	6.72%	112
Group 4 MBS*	\$466,666,667	360	355	5	6.50%	115
Group 5 MBS*	\$118,716,000	360	350	10	6.63%	110

\* As further described in this prospectus supplement, all of the mortgage loans underlying the Trust MBS provide for interest only periods that may range from at least 7 to no more than 10 years following origination. The approximate weighted average remaining terms to expiration of the interest only period for these mortgage loans are set forth above.

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

### Characteristics of the Group 2 Underlying REMIC Certificate

Exhibit A describes the Group 2 Underlying REMIC Certificate, including certain information about the related mortgage loans. To learn more about the Group 2 Underlying REMIC Certificate, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

### Class Factors

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

### Settlement Date

We expect to issue the certificates on June 29, 2007.

### 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 or described 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>
FM.....	5.69000%	7.00000%	0.37%	LIBOR + 37 basis points
MT.....	5.69000%	6.75000%	0.00%	(2)
SI.....	1.06000%	6.38000%	0.00%	6.38% – LIBOR
DS.....	7.98000%	39.90000%	0.00%	39.9% – (6 × LIBOR)
FC.....	5.67000%	7.00000%	0.35%	LIBOR + 35 basis points
SB.....	1.33000%	6.65000%	0.00%	6.65% – LIBOR
SD.....	7.98000%	39.90000%	0.00%	39.9% – (6 × LIBOR)
ST.....	8.50000%	8.50000%	0.00%	86.96153% – (13.07692308 × LIBOR)
SV.....	7.53912%	66.52174%	0.00%	66.52174% – (11.08695730 × LIBOR)
TS.....	8.50000%	8.50000%	0.00%	86.96153% – (13.07692308 × LIBOR)
FB.....	5.69000%	6.75000%	0.37%	LIBOR + 37 basis points

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

(2) For each interest accrual period, the applicable interest rate for the MT Class will be determined as follows:

<u>If LIBOR is:</u>	<u>Applicable Formula or Rate</u>
Less than or equal to 6.38% .....	LIBOR + 37 basis points
Greater than 6.38% and less than 6.63% .....	179.01% – (27 × LIBOR)
Equal to or greater than 6.63% .....	0.00%



## 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:

### Class

AI .....	10% of the AC Class
BI .....	100% of the BO Class
SI .....	100% of the <i>sum</i> of the FM and MT Classes
SB .....	600% of the XO Class

## Distributions of Principal

### *Group 1 Principal Distribution Amount*

#### *VZ Accrual Amount*

To the VM and VN Classes, in that order, to zero, and thereafter to the VZ Class.

#### *Group 1 Cash Flow Distribution Amount*

To the MA, VM, VN and VZ Classes, in that order, to zero.

### *Group 2 Principal Distribution Amount*

To the AB and AC Classes, in that order, to zero.

### *Group 3 Principal Distribution Amount*

#### *MZ Accrual Amount*

1. To the BC Class to its Scheduled Balance.
2. To the BD Class to zero.
3. To the BC Class to zero.
4. Thereafter to the MZ Class.

#### *ZB Accrual Amount*

To Aggregate Group II to its Targeted Balance, and thereafter to the ZB Class.

#### *Group 3 Cash Flow Distribution Amount*

(a) 40% of that amount to the FM and MT Classes, pro rata, to zero, and

(b) 60% of that amount as follows:

*first*, to Aggregate Group I to its Planned Balance;

*second*, to Aggregate Group II to its Targeted Balance;

*third*, to the ZB Class to zero;

*fourth*, to Aggregate Group II to zero; and

*fifth*, to Aggregate Group I to zero.

For a description of Aggregate Groups I and II see “Description of the Certificates—Distributions of Principal—*Group 3 Principal Distribution Amount*” in this prospectus supplement.

*Group 4 Principal Distribution Amount*

- (a) 94.3285111469% of that amount to the FC and XO Classes, pro rata, to zero, and
- (b) 5.6714888531% of that amount as follows:
- first*, to the DS Class to its Planned Balance;
- second*, to the SD, ST, SV and TS Classes, pro rata, to zero; and
- third*, to the DS Class to zero.

*Group 5 Principal Distribution Amount*

*AZ Accrual Amount*

To the DB and BZ Classes, in that order, to zero, and thereafter to the AZ Class.

*BZ Accrual Amount*

To the DB Class to zero, and thereafter to the BZ Class.

*DZ Accrual Amount*

To the D Class to zero, and thereafter to the DZ Class.

*Group 5 Cash Flow Distribution Amount*

- (a) 89.4234980963% of that amount to the DB, BZ and AZ Classes, in that order, to zero, and
- (b) 10.5765019037% of that amount to the D and DZ Classes, in that order, to zero.

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

**Weighted Average Lives (years) \***

Group 1 Classes		PSA Prepayment Assumption							
		0%	100%	200%	350%	500%			
MA		19.9	7.6	4.2	2.6	1.9			
VM		6.0	6.0	5.9	4.6	3.6			
VN		13.0	13.0	10.4	6.8	5.0			
VZ		28.3	21.5	16.3	11.2	8.1			
MB		28.3	21.5	15.1	9.5	6.7			
Group 2 Classes		PSA Prepayment Assumption							
		0%	100%	200%	350%	500%			
AB		22.2	8.7	3.7	2.1	1.5			
AC and AI		26.7	18.7	12.1	6.3	3.3			
Group 3 Classes		PSA Prepayment Assumption							
		0%	100%	126%	200%	275%	300%	500%	700%
BA, BE and OB		23.1	15.4	12.0	5.7	4.4	3.2	1.6	1.2
BC		16.1	10.7	6.0	5.8	6.0	4.4	2.2	1.6
BD		26.8	17.8	15.0	5.5	3.4	2.6	1.3	1.0
BI, BO and PD		24.9	17.9	17.9	17.9	17.9	17.9	11.3	7.8
MZ		28.1	22.1	20.3	14.7	26.4	8.9	2.8	2.0
PA		13.5	2.0	2.0	2.0	2.0	2.0	1.9	1.7
PB		19.4	6.0	6.0	6.0	6.0	6.0	4.0	2.9
PC		23.2	11.0	11.0	11.0	11.0	11.0	6.6	4.6
ZB		29.1	25.5	24.4	20.2	1.0	0.8	0.3	0.2
FM, MT, SI and FB		22.7	12.1	10.7	7.8	6.0	5.6	3.5	2.5



<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
DS .....	19.3	7.5	7.5	7.5	5.0	3.7
FC, SB and XO .....	22.7	12.3	8.0	5.7	3.7	2.7
SD, ST, SV and TS.....	27.8	19.3	8.7	3.2	1.7	1.3

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>
AZ .....	28.5	24.1	19.4	13.7	10.0	7.1
BZ .....	25.5	17.9	13.0	8.8	6.4	4.6
D .....	20.2	9.9	6.3	3.9	2.8	2.1
DB .....	16.8	8.0	5.1	3.2	2.4	1.8
DZ .....	28.8	24.9	20.3	14.5	10.7	7.6
CZ .....	27.2	21.7	16.8	11.5	8.4	5.9
DA .....	19.5	9.5	6.0	3.8	2.7	2.0

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

## ADDITIONAL RISK FACTORS

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

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

*Payments on Group 2 Classes also will be affected by the payment priority governing the Group 2 Underlying REMIC Certificate.* If you invest in any Group 2 Classes, the rate at which you receive payments also will be affected by the priority sequence governing principal payments on the Group 2 Underlying REMIC Certificate.

You may obtain additional information about the Group 2 Underlying REMIC Certificate by reviewing its current class factor in light of other information available in the Underlying Disclosure Document. You may obtain that document from us as described on page S-3.

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

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

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

*All of the mortgage loans underlying the Trust MBS provide for interest only payments for a lengthy initial period and thus may be more likely to be refinanced than other mortgage*

*loans.* As further described in this prospectus supplement under “Description of the Certificates—The Trust MBS,” the scheduled monthly payments on the mortgage loans underlying all of the MBS represent accrued interest only during periods that may range from at least seven to no more than ten years following origination. Thereafter the scheduled monthly payments in each case are increased to amounts sufficient to pay current interest and to fully amortize each of these mortgage loans by its maturity date. As a result, borrowers may be more likely to refinance these mortgage loans on or before the date on which the scheduled monthly payments increase. In addition, absent a refinancing some borrowers may find it increasingly difficult to remain current in their scheduled monthly payments following the increase in monthly payment amounts.

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

*Weighted average lives and yields on the certificates are affected by actual characteristics of the underlying mortgage loans.* We have assumed that the mortgage loans underlying the Trust MBS 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 LIBOR affects yields on certain certificates.* The yield on any class of floating rate, inverse floating rate or toggle certificates will be affected by the level of LIBOR. If the level of LIBOR 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 rate of the toggle class.* The toggle class may be extremely sensitive to certain changes in monthly LIBOR values. In particular,

it may experience dramatic declines in its interest rate and yield as a result of certain changes in LIBOR, even if those changes are slight. For an illustration of this sensitivity, see the related yield table in this prospectus supplement.

*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 September 1, 2006 and a supplement thereto dated as of June 1, 2007 (the “Issue Date”). We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC

Certificates”) pursuant to that trust agreement and supplement. 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 September 1, 2006 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement 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

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

The assets of the Underlying REMIC Trust evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Trust MBS, 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 the following amounts will be available for distribution 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 the following amounts will be available for distribution to each holder of an MBS:

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

Our guaranty obligations with respect to the Group 2 Underlying REMIC Certificate are described in the Underlying REMIC Disclosure Document. Our guarantees are not backed by the full faith and credit of the United States. See “Description of Certificates—The Fannie Mae Guaranty” in the REMIC Prospectus, “Description of the Certificates—Fannie Mae Guaranty” in the MBS Prospectus, and “Description of the Certificates—General—*Fannie Mae Guaranty*” in the Underlying REMIC Disclosure Document.

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

We will issue the R and RL Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of the R or RL Certificate is its registered owner. The R or RL Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. 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>Denominations</u>
The Interest Only, Principal Only, Inverse Floating Rate and Toggle 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.

*Voting the Group 2 Underlying REMIC Certificate.* Holders of the Group 2 Underlying REMIC Certificate may be asked to vote on issues arising under the related trust agreements. If so, the Trustee will vote the Group 2 Underlying REMIC Certificate as instructed by Holders of Certificates of the



related Class. The Trustee must receive instructions from Holders of Certificates having principal balances totaling at least 51% of the aggregate notional balance of the related Class.

### **Combination and Recombination**

*General.* You are permitted to exchange all or a portion of the VM, VN, VZ, BC, BD, BI, BO, MZ, AZ, BZ, DB, FM and MT 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 Trust MBS

The following table contains certain information about the Trust MBS. The Trust MBS included in each specified Group will have the aggregate unpaid principal balance and Pass-Through Rate shown below and the general characteristics described in the MBS Prospectus. The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years.

In addition, in the case of all of the Mortgage Loans underlying the Trust MBS, the scheduled monthly payments on those loans represent accrued interest only for periods that may range from at least seven to no more than ten years following origination. Beginning with the first monthly payment following the expiration of the applicable interest only period, the scheduled monthly payment on each of those Mortgage Loans will be increased by an amount sufficient to pay accrued interest and to fully amortize the Mortgage Loan by its scheduled maturity date.

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

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

### Group 1 MBS\*

Aggregate Unpaid Principal Balance .....	\$132,000,000
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 .....	351 months
Approximate Weighted Average WALA (weighted average loan age) .....	9 months

### Group 3 MBS\*

Aggregate Unpaid Principal Balance .....	\$315,000,000
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	241 months to 360 months
Approximate Weighted Average WAM .....	352 months
Approximate Weighted Average WALA .....	8 months

### Group 4 MBS\*

Aggregate Unpaid Principal Balance .....	\$466,666,667
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	241 months to 360 months
Approximate Weighted Average WAM .....	355 months
Approximate Weighted Average WALA .....	5 months

**Group 5 MBS\***

Aggregate Unpaid Principal Balance .....	\$118,716,000
MBS Pass-Through Rate .....	6.00%
Range of WACs (annual percentages) .....	6.25% to 8.50%
Range of WAMs .....	241 months to 360 months
Approximate Weighted Average WAM .....	350 months
Approximate Weighted Average WALA .....	10 months

\* All of the Mortgage Loans underlying the Trust MBS provide for initial interest only periods. For additional information about those Mortgage Loans, including the approximate weighted average remaining terms to expiration of their interest only periods, see “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the MBS” in this prospectus supplement.

**The Group 2 Underlying REMIC Certificate**

The Group 2 Underlying REMIC Certificate represents a beneficial ownership interest in the related Underlying REMIC Trust. The assets of that trust evidences direct or indirect beneficial ownership interest in certain MBS having the general characteristics set forth in the MBS Prospectus. Distributions on the Group 2 Underlying REMIC Certificate will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 2 Underlying REMIC Certificate are described in the Underlying REMIC Disclosure Document. See Exhibit A for additional information about the Group 2 Underlying REMIC Certificate.

Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

For further information about the Group 2 Underlying REMIC Certificate, telephone us at 1-800-237-8627. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in that document may be limited.

**Final Data Statement**

After issuing the Certificates, we will prepare a Final Data Statement containing certain information, including the principal balance of the Group 2 Underlying REMIC Certificate as of the Issue Date and, with respect to the Trust MBS, the Pool number, the current WAC and the current WAM of the Mortgage Loans underlying each of the Trust MBS as of the Issue Date. If the current WAC is not available, the Final Data Statement will contain the most recently published WAC. If the current WAM is not available, the Final Data Statement will contain a WAM that we have calculated by subtracting from the most recently published WAM the number of months that have elapsed between the month in which the WAM was most recently published and the month of the Issue Date. The Final Data Statement also will include the weighted averages of all the WACs and the weighted averages of all the WAMs, based on the current unpaid principal balances of the Mortgage Loans underlying each of the Trust MBS as of the Issue Date. You may obtain the Final Data Statement by telephoning us at 1-800-237-8627. In addition, the Final Data Statement is available on our corporate Web site at [www.fanniemae.com](http://www.fanniemae.com).

## Distributions of Interest

### *Categories of Classes*

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

<u>Interest Type*</u>	<u>Classes</u>
<b>Group 1 Classes</b>	
Fixed Rate	MA, VM, VN and VZ
Accrual	VZ
RCR**	MB
<b>Group 2 Classes</b>	
Fixed Rate	AB, AC and AI
Interest Only	AI
<b>Group 3 Classes</b>	
Fixed Rate	BA, BC, BD, BI, MZ, PA, PB, PC and ZB
Floating Rate	FM
Inverse Floating Rate	SI
Toggle†	MT
Accrual	MZ and ZB
Interest Only	BI and SI
Principal Only	BO and OB
RCR**	BE, PD and FB
<b>Group 4 Classes</b>	
Floating Rate	FC
Inverse Floating Rate	DS, SB, SD, ST, SV and TS
Interest Only	SB
Principal Only	XO
<b>Group 5 Classes</b>	
Fixed Rate	AZ, BZ, D, DB and DZ
Accrual	AZ, BZ and DZ
RCR**	CZ and DA
<b>No Payment Residual</b>	R and RL

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

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

† The “Toggle” or “T” designation refers to a class having an interest rate that 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 one 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
All 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 BO and OB Classes as Delay Classes, and the XO Class as a No-Delay Class, for the sole purpose of facilitating trading.

*Accrual Classes.* The VZ, MZ, ZB, AZ, BZ, DZ and CZ Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on an Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on each Accrual Class 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 LIBOR will affect the yields on the Floating Rate and Inverse Floating Rate 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 LIBOR occurs. Similarly, higher mortgage interest rates could occur while a decrease in the level of LIBOR occurs.

Our establishment of each LIBOR 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 5.32%.

## Distributions of Principal

### *Categories of Classes*

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

<u>Principal Type*</u>	<u>Classes</u>
<b>Group 1 Classes</b>	
Sequential Pay	MA, VM, VN and VZ
Accretion Directed	VM and VN
RCR**	MB
<b>Group 2 Classes</b>	
Structured Collateral/Sequential Pay	AB and AC
Notional	AI
<b>Group 3 Classes</b>	
Pass-Through	FM and MT
PAC	BO, PA, PB and PC
TAC	BA, MZ and OB
Segment (TAC) /Scheduled	BC
Segment (TAC) /Support	BD
Support	ZB
Accretion Directed	BC, BD, BA, OB and MZ
Notional	BI and SI
RCR**	BE, PD and FB
<b>Group 4 Classes</b>	
Pass-Through	FC and XO
PAC	DS
Support	SD, ST, SV and TS
Notional	SB
<b>Group 5 Classes</b>	
Sequential Pay	AZ, BZ, D, DB and DZ
Accretion Directed	BZ, D and DB
RCR**	CZ and DA
<b>No Payment Residual</b>	R and RL

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

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

### *Principal Distribution Amount*

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

- the principal then paid on the Group 1 MBS (the “Group 1 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balance of the VZ Class (the “VZ Accrual Amount” and together with the Group 1 Cash Flow Distribution Amount, the “Group 1 Principal Distribution Amount”),
- the principal then paid on the Group 2 Underlying REMIC Certificate (the “Group 2 Principal Distribution Amount”),
- the principal then paid on the Group 3 MBS (the “Group 3 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balances of the MZ and ZB Classes (the “MZ Accrual Amount” and “ZB Accrual Amount,” respectively, and together with the Group 3 Cash Flow Distribution Amount, the “Group 3 Principal Distribution Amount”),

- the principal then paid on the Group 4 MBS (the “Group 4 Principal Distribution Amount”), and
- the principal then paid on the Group 5 MBS (the “Group 5 Cash Flow Distribution Amount”) plus any interest then accrued and added to the principal balances of the AZ, BZ and DZ Classes (the “AZ Accrual Amount,” “BZ Accrual Amount” and “DZ Accrual Amount,” respectively, and together with the Group 5 Cash Flow Distribution Amount, the “Group 5 Principal Distribution Amount”).

#### *Group 1 Principal Distribution Amount*

##### *VZ Accrual Amount*

On each Distribution Date, we will pay the VZ Accrual Amount, sequentially, as principal to the VM and VN Classes, in that order, until their principal balances are reduced to zero. Thereafter, we will pay the VZ Accrual Amount as principal of the VZ Class.

} Accretion  
Directed  
Classes and  
Accrual Class

##### *Group 1 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the Group 1 Cash Flow Distribution Amount, sequentially, as principal to the MA, VM, VN and VZ Classes, in that order, until their principal balances are reduced to zero.

} Sequential  
Pay Classes

#### *Group 2 Principal Distribution Amount*

On each Distribution Date, we will pay the Group 2 Principal Distribution Amount, sequentially, as principal to the AB and AC Classes, in that order, until their principal balances are reduced to zero.

} Sequential  
Pay Classes

#### *Group 3 Principal Distribution Amount*

##### *MZ Accrual Amount*

On each Distribution Date, we will pay the MZ Accrual Amount as principal of the Group 3 Classes specified below in the following priority:

- |  |                   |                                    |
|--|-------------------|------------------------------------|
| (i) to the BC Class, until its principal balance is reduced to its Scheduled Balance for that Distribution Date;       | } Scheduled Class | } Accretion<br>Directed<br>Classes |
| (ii) to the BD Class, until its principal balance is reduced to zero;  | } Support Class   |                                    |
| (iii) to the BC Class, without regard to its Scheduled Balance and until its principal balance is reduced to zero; and | } Scheduled Class |                                    |
| (iv) thereafter to the MZ Class.   |                   | } Accrual Class                    |

##### *ZB Accrual Amount*

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

} Accretion  
Directed/TAC  
Group and  
Accrual Class



*Group 3 Cash Flow Distribution Amount*

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

(a) 40% of that amount, concurrently, to the FM and MT Classes, pro rata (or 96.4285714286% and 3.5714285714%, respectively), until their principal balances are reduced to zero, and

} Pass-Through  
Classes

(b) 60% of that amount as follows:

*first*, 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

*second*, to Aggregate Group II, until the Aggregate II Balance is reduced to its Targeted Balance for that Distribution Date;

} TAC  
Group

*third*, to the ZB Class, until its principal balance is reduced to zero;

} Support  
Class

*fourth*, to Aggregate Group II, without regard to its Targeted Balance and until the Aggregate II Balance is reduced to zero; and

} TAC  
Class

*fifth*, 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 and BO Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I, sequentially, as principal of the PA, PB, PC and BO 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 in Aggregate Group I.

“Aggregate Group II” consists of the BA, OB, BC, BD and MZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

(a) 78.8850235461% of that amount, concurrently, to the BA and OB Classes, pro rata (or 91.6666659028% and 8.3333340972%, respectively), until their principal balances are reduced to zero, and

(b) 21.1149764539% of that amount as follows:

*first*, to the BC Class, until its principal balance is reduced to its Scheduled Balance for that Distribution Date;

*second*, to the BD Class, until its principal balance is reduced to zero;

*third*, to the BC Class, without regard to its Scheduled Balance and until its principal balance is reduced to zero; and

*fourth*, to the MZ Class, until its principal balance is reduced to zero.

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

#### *Group 4 Principal Distribution Amount*

On each Distribution Date, we will pay the Group 4 Principal Distribution Amount as principal of the Group 4 Classes as follows:

(a) 94.3285111469% of that amount, concurrently, to the FC and XO Classes, pro rata (or 90.8678453745% and 9.1321546255%, respectively), until their principal balances are reduced to zero, and

} Pass-Through  
Classes

(b) 5.6714888531% of that amount as follows:

*first*, to the DS Class, until its principal balance is reduced to its Planned Balance for that Distribution Date;

} PAC  
Class

*second*, concurrently, to the SD, ST, SV and TS Classes, pro rata (or 18.6602883313%, 18.6602883313%, 44.0191350061% and 18.6602883313%, respectively), until their principal balances are reduced to zero; and

} Support  
Classes

*third*, to the DS Class, without regard to its Planned Balance and until its principal balance is reduced to zero.

} PAC  
Class

#### *Group 5 Principal Distribution Amount*

##### *AZ Accrual Amount*

On each Distribution Date, we will pay the AZ Accrual Amount, sequentially, as principal of the DB and BZ Classes, in that order, until their principal balances are reduced to zero. Thereafter we will pay the AZ Accrual Amount as principal of the AZ Class.

} Accretion  
Directed  
Classes and  
Accrual  
Class

##### *BZ Accrual Amount*

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

} Accretion  
Directed  
Class and  
Accrual  
Class

##### *DZ Accrual Amount*

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

} Accretion  
Directed  
Class and  
Accrual  
Class

#### *Group 5 Cash Flow Distribution Amount*

On each Distribution Date, we will pay the Group 5 Cash Flow Distribution Amount as principal of the Group 5 Classes as follows:

(a) 89.4234980963% of that amount, sequentially, to the DB, BZ and AZ Classes, in that order, until their principal balances are reduced to zero, and

(b) 10.5765019037% of that amount, sequentially, to the D and DZ Classes, in that order, until their principal balances are reduced to zero.

} Sequential  
Pay Classes

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

## Structuring Assumptions

*Pricing Assumptions.* Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the following assumptions (collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS” in this prospectus supplement;
- all of the Mortgage Loans underlying the Trust MBS have the remaining terms to expiration of their interest only periods specified under “Reference Sheet—Assumed Characteristics of the Mortgage Loans Underlying the Trust MBS” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is June 29, 2007; 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 Securities Industry and Financial Markets 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 Rate.* 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 rate set forth below.

<u>Principal Balance Schedule References</u>	<u>Related Classes and Groups (1)</u>	<u>Structuring Ranges and Rate</u>
Scheduled Balances	BC Class	(2)
Planned Balances	Aggregate Group I	Between 100% and 300% PSA
Targeted Balances	Aggregate Group II	200% PSA
Planned Balances	DS Class	Between 100% and 300% PSA

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

(2) The Scheduled Balances for the BC Class have been structured between 126% and 275% PSA but hold only between 226% and 275% PSA.

**We cannot assure you that the balance of any Class or Group listed above will conform on any Distribution Date to the specified balance in the Principal Balance Schedules. As a result, we cannot assure you that payments of principal of any Class or 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 Class or Group to its scheduled balance on a Distribution Date. Accordingly, the ability to reduce a Class or 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 Classes and Group to their scheduled balances if the prepayments do not occur at a *constant* PSA rate. Moreover, because of the diverse remaining terms to maturity of the related Mortgage Loans, which may include recently originated Mortgage Loans, the Classes and 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 rate specified above.

*Initial Effective Ranges.* The Effective Range for a Class or Group is the range of prepayment rates (measured by *constant* PSA rates) which would reduce that Class or 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>Classes and Group</u>	<u>Initial Effective Ranges</u>
BC Class	Between 226% and 275% PSA
Aggregate Group I	Between 100% and 300% PSA
DS Class	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 Classes and Group 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 Classes and Group 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 following table:

<u>Classes</u>	<u>Supporting Classes</u>
<b>Group 3</b>	
Aggregate Group I	BC, TAC and Support
BC	BD and Support
<b>Group 4</b>	
PAC	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 LIBOR. 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 LIBOR 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 until maturity,
- all of the Mortgage Loans will prepay at the same rate, or
- the level of LIBOR will remain constant.

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

<u>Class</u>	<u>% PSA</u>
AI.....	362% PSA
BI.....	1052% PSA

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

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

<u>Class</u>	<u>Price*</u>
AI .....	29.425%
BI .....	25.300%

\* 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 AI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>				
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>350%</u>	<u>500%</u>
Pre-Tax Yields to Maturity .....	16.9%	16.2%	12.7%	1.3%	(27.2)%

#### **Sensitivity of the BI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>126%</u>	<u>200%</u>	<u>275%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity .....	21.9%	21.7%	21.7%	21.7%	21.7%	21.7%	19.2%	14.3%

*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 LIBOR. 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 SI and SB Classes would lose money on their initial investments under certain Index and prepayment scenarios.

Changes in LIBOR 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 LIBOR increased.

The information shown in the following 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 LIBOR, 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>
MT .....	91.00000%
SI .....	3.53750%
DS .....	96.56250%
SB .....	8.38125%
SD .....	97.50000%
ST .....	99.12500%
SV .....	94.00000%
TS .....	97.25000%

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	126%	200%	275%	300%	500%	700%
1.32% . . . . .	2.4%	2.7%	2.8%	3.1%	3.5%	3.7%	4.8%	5.9%
3.32% . . . . .	4.6%	4.8%	5.0%	5.3%	5.7%	5.9%	7.0%	8.1%
5.32% . . . . .	6.8%	7.0%	7.2%	7.5%	7.9%	8.1%	9.1%	10.2%
6.38% . . . . .	8.0%	8.2%	8.3%	8.7%	9.1%	9.2%	10.3%	11.4%
6.50% . . . . .	4.4%	4.6%	4.8%	5.1%	5.5%	5.7%	6.8%	7.9%
6.63% . . . . .	0.6%	0.8%	1.0%	1.3%	1.7%	1.8%	3.0%	4.1%



**Sensitivity of the SI 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>126%</u>	<u>200%</u>	<u>275%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
1.32% . . . . .	173.1%	170.1%	168.6%	164.1%	159.5%	157.9%	145.3%	132.1%
3.32% . . . . .	96.3%	93.5%	92.0%	87.7%	83.3%	81.8%	69.6%	56.9%
5.32% . . . . .	28.8%	25.9%	24.4%	20.0%	15.5%	14.0%	1.3%	(12.1)%
6.38% . . . . .	*	*	*	*	*	*	*	*

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
1.32% .....	34.9%	35.0%	35.0%	35.0%	35.1%	35.2%
3.32% .....	21.6%	21.7%	21.7%	21.7%	21.8%	22.0%
5.32% .....	8.7%	8.8%	8.8%	8.8%	9.1%	9.3%
6.65% .....	0.4%	0.6%	0.6%	0.6%	0.8%	1.1%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
1.32% .....	67.5%	64.9%	59.7%	54.4%	43.5%	32.2%
3.32% .....	39.7%	37.0%	31.5%	26.0%	14.5%	2.5%
5.32% .....	12.7%	9.8%	4.1%	(1.9)%	(14.2)%	(27.4)%
6.65% .....	*	*	*	*	*	*

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

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
1.32% .....	34.5%	34.5%	34.6%	34.7%	34.9%	35.1%
3.32% .....	21.2%	21.2%	21.4%	21.7%	22.1%	22.5%
5.32% .....	8.4%	8.4%	8.6%	9.1%	9.8%	10.3%
6.65% .....	0.1%	0.2%	0.4%	1.0%	1.9%	2.5%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
6.000% and below .....	8.7%	8.8%	8.8%	9.0%	9.2%	9.4%
6.325% .....	4.4%	4.4%	4.5%	4.7%	5.0%	5.3%
6.650% .....	0.1%	0.1%	0.2%	0.5%	0.9%	1.2%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
1.32% .....	59.8%	59.8%	60.1%	60.6%	61.4%	62.1%
3.32% .....	33.2%	33.2%	33.7%	34.5%	35.8%	36.8%
5.32% .....	8.2%	8.3%	8.9%	10.1%	11.8%	13.1%
6.00% and above .....	0.3%	0.4%	0.8%	2.2%	4.1%	5.4%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
6.000% and below .....	8.9%	9.0%	9.2%	9.7%	10.5%	11.1%
6.325% .....	4.5%	4.5%	4.8%	5.4%	6.3%	6.9%
6.650% .....	0.1%	0.2%	0.4%	1.1%	2.0%	2.7%

*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>
BO .....	75.70000%
XO .....	68.79375%
OB .....	69.66875%

**Sensitivity of the BO Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>126%</u>	<u>200%</u>	<u>275%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity .....	1.5%	1.6%	1.6%	1.6%	1.6%	1.6%	2.5%	3.6%

**Sensitivity of the XO Class to Prepayments**

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity .....	2.5%	3.3%	5.3%	7.5%	11.8%	15.9%

**Sensitivity of the OB Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>126%</u>	<u>200%</u>	<u>275%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity .....	1.9%	2.4%	3.2%	7.2%	9.7%	12.3%	24.1%	33.4%

## Weighted Average Lives of the Certificates

The weighted average life of a Certificate is determined by

- (a) multiplying the amount of the reduction, if any, of the principal balance of the Certificate from one Distribution Date to the next Distribution Date by the number of years from the Settlement Date to the second such Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the reductions in principal balance of the Certificate referred to in clause (a).

For a description of the factors which may influence the weighted average life of a Certificate, see “Description of Certificates—Weighted Average Life and Final Distribution Date” in the REMIC Prospectus.

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

- the timing of changes in the rate of principal payments,
- the priority sequences of payments of principal of the Group 1, 2, 3, 4 and 5 Classes,
- in the case of the Group 2 Classes, the priority sequence affecting principal payments on the Group 2 Underlying REMIC Certificate, and
- in the case of the Group 3 and 4 Classes, the payment of principal of certain Classes in accordance with the Principal Balance Schedules.

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

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

## Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA rates and the corresponding weighted average lives of 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 Underlying REMIC Certificate	360 months	351 months	7.50%
Group 3 MBS	360 months	360 months	8.50%
Group 4 MBS	360 months	360 months	8.50%
Group 5 MBS	360 months	360 months	8.50%

In addition, in the case of the information set forth for each Group 1, Group 3, Group 4 and Group 5 Class under 0% PSA or 0% PPC, as applicable, we assumed that all of the Mortgage Loans underlying the Group 1, Group 3, Group 4 and Group 5 Classes, have an original and a remaining interest only period of 120 months.

It is unlikely

- that all of the underlying Mortgage Loans will have the interest rates, loan ages 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 rate, even if the weighted average remaining term to maturity and the weighted average loan age of the Mortgage Loans are identical to the weighted averages specified in the Pricing Assumptions. This is the case because pools of loans with identical weighted averages are nonetheless likely to reflect differing dispersions of the related characteristics.

### Percent of Original Principal Balances Outstanding

Date	MA Class					VM Class					VN Class					VZ Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	350%	500%	0%	100%	200%	350%	500%	0%	100%	200%	350%	500%	0%	100%	200%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	100	95	91	84	77	93	93	93	93	93	100	100	100	100	100	106	106	106	106	106
June 2009	100	88	76	59	44	86	86	86	86	86	100	100	100	100	100	112	112	112	112	112
June 2010	100	80	61	37	17	78	78	78	78	78	100	100	100	100	100	118	118	118	118	118
June 2011	100	72	48	19	0	70	70	70	70	55	100	100	100	100	100	125	125	125	125	125
June 2012	100	65	37	6	0	61	61	61	61	0	100	100	100	100	42	132	132	132	132	132
June 2013	100	58	27	0	0	52	52	52	20	0	100	100	100	100	0	139	139	139	139	105
June 2014	100	52	18	0	0	42	42	42	0	0	100	100	100	26	0	147	147	147	147	74
June 2015	100	46	10	0	0	32	32	32	0	0	100	100	100	0	0	155	155	155	125	52
June 2016	100	41	3	0	0	22	22	22	0	0	100	100	100	0	0	164	164	164	99	36
June 2017	100	34	0	0	0	10	10	0	0	0	100	100	82	0	0	173	173	173	77	25
June 2018	97	27	0	0	0	0	0	0	0	0	97	97	0	0	0	183	183	180	59	17
June 2019	94	20	0	0	0	0	0	0	0	0	74	74	0	0	0	193	193	153	45	11
June 2020	90	14	0	0	0	0	0	0	0	0	50	50	0	0	0	204	204	131	34	8
June 2021	86	8	0	0	0	0	0	0	0	0	25	25	0	0	0	216	216	111	26	5
June 2022	82	3	0	0	0	0	0	0	0	0	0	0	0	0	0	227	227	93	20	4
June 2023	77	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	216	78	15	2
June 2024	72	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	193	66	11	2
June 2025	67	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	171	54	8	1
June 2026	61	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	151	45	6	1
June 2027	54	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	131	37	5	*
June 2028	48	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	113	30	3	*
June 2029	40	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	96	24	2	*
June 2030	32	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	80	18	2	*
June 2031	23	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	65	14	1	*
June 2032	14	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	51	10	1	*
June 2033	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0	227	38	7	*	*
June 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	190	25	4	*	*
June 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	132	14	2	*	*
June 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	69	3	*	*	*
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.9	7.6	4.2	2.6	1.9	6.0	6.0	5.9	4.6	3.6	13.0	13.0	10.4	6.8	5.0	28.3	21.5	16.3	11.2	8.1

\* 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.

Date	MB Class					AB Class					AC and AI† Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	350%	500%	0%	100%	200%	350%	500%	0%	100%	200%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2009	100	100	100	100	100	100	100	100	56	0	100	100	100	100	98
June 2010	100	100	100	100	100	100	100	74	0	0	100	100	100	93	53
June 2011	100	100	100	100	95	100	100	35	0	0	100	100	100	65	24
June 2012	100	100	100	100	66	100	96	2	0	0	100	100	100	44	4
June 2013	100	100	100	88	46	100	77	0	0	0	100	100	86	28	0
June 2014	100	100	100	70	33	100	66	0	0	0	100	100	80	26	0
June 2015	100	100	100	55	23	100	56	0	0	0	100	100	77	26	0
June 2016	100	100	100	44	16	100	46	0	0	0	100	100	73	26	0
June 2017	100	100	93	34	11	100	37	0	0	0	100	100	66	22	0
June 2018	100	100	79	26	7	100	28	0	0	0	100	100	56	16	0
June 2019	100	100	68	20	5	100	8	0	0	0	100	100	47	11	0
June 2020	100	100	58	15	3	100	0	0	0	0	100	94	39	8	0
June 2021	100	100	49	12	2	100	0	0	0	0	100	85	33	5	0
June 2022	100	100	41	9	2	100	0	0	0	0	100	75	27	3	0
June 2023	100	95	35	7	1	100	0	0	0	0	100	67	22	1	0
June 2024	100	85	29	5	1	100	0	0	0	0	100	59	17	0	0
June 2025	100	75	24	4	*	100	0	0	0	0	100	51	13	0	0
June 2026	100	66	20	3	*	100	0	0	0	0	100	44	10	0	0
June 2027	100	58	16	2	*	100	0	0	0	0	100	38	7	0	0
June 2028	100	50	13	1	*	81	0	0	0	0	100	31	5	0	0
June 2029	100	42	10	1	*	56	0	0	0	0	100	25	3	0	0
June 2030	100	35	8	1	*	29	0	0	0	0	100	20	1	0	0
June 2031	100	29	6	*	*	*	0	0	0	0	100	15	0	0	0
June 2032	100	23	5	*	*	0	0	0	0	0	83	10	0	0	0
June 2033	100	17	3	*	*	0	0	0	0	0	64	5	0	0	0
June 2034	84	11	2	*	*	0	0	0	0	0	44	1	0	0	0
June 2035	58	6	1	*	*	0	0	0	0	0	23	0	0	0	0
June 2036	30	1	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.3	21.5	15.1	9.5	6.7	22.2	8.7	3.7	2.1	1.5	26.7	18.7	12.1	6.3	3.3

Date	BA, BE and OB Classes								BC Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	126%	200%	275%	300%	500%	700%	0%	100%	126%	200%	275%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	99	99	97	91	91	91	79	63	98	98	92	92	92	92	92	92
June 2009	99	99	93	78	74	69	31	0	96	96	80	80	80	80	80	0
June 2010	98	98	89	64	54	47	0	0	94	94	68	68	68	68	0	0
June 2011	97	97	85	54	39	30	0	0	92	92	58	58	58	58	0	0
June 2012	97	97	82	45	27	18	0	0	90	90	48	48	48	48	0	0
June 2013	96	96	79	38	19	9	0	0	88	88	40	40	40	27	0	0
June 2014	95	95	76	32	13	4	0	0	85	85	32	32	32	11	0	0
June 2015	94	94	74	28	10	1	0	0	83	83	25	25	25	3	0	0
June 2016	93	93	72	24	9	*	0	0	80	80	20	20	20	0	0	0
June 2017	92	90	68	21	8	0	0	0	77	71	18	18	18	0	0	0
June 2018	91	85	63	17	7	0	0	0	74	56	16	16	16	0	0	0
June 2019	90	78	57	12	6	0	0	0	71	37	13	13	13	0	0	0
June 2020	89	72	50	8	5	0	0	0	67	17	11	11	11	0	0	0
June 2021	88	64	43	3	5	0	0	0	64	9	9	8	9	0	0	0
June 2022	86	56	36	0	4	0	0	0	60	7	7	0	7	0	0	0
June 2023	85	48	29	0	3	0	0	0	56	5	5	0	5	0	0	0
June 2024	83	40	22	0	3	0	0	0	52	4	4	0	4	0	0	0
June 2025	82	32	15	0	2	0	0	0	47	3	3	0	3	0	0	0
June 2026	80	24	8	0	2	0	0	0	42	1	1	0	1	0	0	0
June 2027	79	16	2	0	2	0	0	0	37	*	*	0	*	0	0	0
June 2028	77	8	0	0	1	0	0	0	32	0	0	0	0	0	0	0
June 2029	75	*	0	0	1	0	0	0	27	0	0	0	0	0	0	0
June 2030	73	0	0	0	1	0	0	0	21	0	0	0	0	0	0	0
June 2031	71	0	0	0	1	0	0	0	14	0	0	0	0	0	0	0
June 2032	68	0	0	0	*	0	0	0	8	0	0	0	0	0	0	0
June 2033	51	0	0	0	*	0	0	0	0	0	0	0	0	0	0	0
June 2034	28	0	0	0	*	0	0	0	0	0	0	0	0	0	0	0
June 2035	2	0	0	0	*	0	0	0	0	0	0	0	0	0	0	0
June 2036	0	0	0	0	*	0	0	0	0	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	23.1	15.4	12.0	5.7	4.4	3.2	1.6	1.2	16.1	10.7	6.0	5.8	6.0	4.4	2.2	1.6

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

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

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

Date	BD Class								BI†, BO and PD Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	126%	200%	275%	300%	500%	700%	0%	100%	126%	200%	275%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	100	100	100	91	91	91	72	47	100	100	100	100	100	100	100	100
June 2009	100	100	100	76	71	63	5	0	100	100	100	100	100	100	100	100
June 2010	100	100	100	62	46	35	0	0	100	100	100	100	100	100	100	100
June 2011	100	100	100	51	28	15	0	0	100	100	100	100	100	100	100	100
June 2012	100	100	100	43	16	1	0	0	100	100	100	100	100	100	100	100
June 2013	100	100	100	36	8	0	0	0	100	100	100	100	100	100	100	95
June 2014	100	100	100	32	3	0	0	0	100	100	100	100	100	100	100	55
June 2015	100	100	100	29	2	0	0	0	100	100	100	100	100	100	100	32
June 2016	100	100	99	26	2	0	0	0	100	100	100	100	100	100	87	19
June 2017	100	100	95	22	2	0	0	0	100	100	100	100	100	100	60	11
June 2018	100	100	87	17	2	0	0	0	100	100	100	100	100	100	41	6
June 2019	100	100	79	11	2	0	0	0	100	100	100	100	100	100	28	3
June 2020	100	100	70	5	2	0	0	0	100	100	100	100	100	100	19	2
June 2021	100	93	61	0	2	0	0	0	100	100	100	100	100	100	13	1
June 2022	100	82	51	0	2	0	0	0	100	81	81	81	81	81	9	1
June 2023	100	71	41	0	2	0	0	0	100	64	64	64	64	64	6	*
June 2024	100	59	31	0	2	0	0	0	100	50	50	50	50	50	4	*
June 2025	100	48	22	0	2	0	0	0	100	39	39	39	39	39	3	*
June 2026	100	36	12	0	2	0	0	0	100	30	30	30	30	30	2	*
June 2027	100	24	2	0	2	0	0	0	100	23	23	23	23	23	1	*
June 2028	100	12	0	0	1	0	0	0	100	17	17	17	17	17	1	*
June 2029	100	0	0	0	1	0	0	0	100	13	13	13	13	13	*	*
June 2030	100	0	0	0	*	0	0	0	100	9	9	9	9	9	*	*
June 2031	100	0	0	0	*	0	0	0	100	7	7	7	7	7	*	*
June 2032	100	0	0	0	0	0	0	0	30	5	5	5	5	5	*	*
June 2033	78	0	0	0	0	0	0	0	3	3	3	3	3	3	*	*
June 2034	42	0	0	0	0	0	0	0	2	2	2	2	2	2	*	*
June 2035	2	0	0	0	0	0	0	0	1	1	1	1	1	1	*	*
June 2036	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	*
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.8	17.8	15.0	5.5	3.4	2.6	1.3	1.0	24.9	17.9	17.9	17.9	17.9	17.9	11.3	7.8

Date	MZ Class								PA Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	126%	200%	275%	300%	500%	700%	0%	100%	126%	200%	275%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	106	106	106	106	106	106	106	106	100	82	82	82	82	82	82	82
June 2009	112	112	112	112	112	112	112	0	100	50	50	50	50	50	50	42
June 2010	118	118	118	118	118	118	0	0	100	16	16	16	16	16	4	0
June 2011	125	125	125	125	125	125	0	0	100	0	0	0	0	0	0	0
June 2012	132	132	132	132	132	132	0	0	100	0	0	0	0	0	0	0
June 2013	139	139	139	139	139	139	0	0	100	0	0	0	0	0	0	0
June 2014	147	147	147	147	147	147	0	0	100	0	0	0	0	0	0	0
June 2015	155	155	155	155	155	155	0	0	100	0	0	0	0	0	0	0
June 2016	164	164	164	164	164	24	0	0	100	0	0	0	0	0	0	0
June 2017	173	173	173	173	173	*	0	0	100	0	0	0	0	0	0	0
June 2018	183	183	183	183	183	*	0	0	88	0	0	0	0	0	0	0
June 2019	193	193	193	193	193	*	0	0	74	0	0	0	0	0	0	0
June 2020	204	204	204	204	204	*	0	0	59	0	0	0	0	0	0	0
June 2021	216	216	216	216	216	*	0	0	44	0	0	0	0	0	0	0
June 2022	228	228	228	0	228	*	0	0	26	0	0	0	0	0	0	0
June 2023	241	241	241	0	241	*	0	0	7	0	0	0	0	0	0	0
June 2024	254	254	254	0	254	*	0	0	0	0	0	0	0	0	0	0
June 2025	269	269	269	0	269	*	0	0	0	0	0	0	0	0	0	0
June 2026	284	284	284	0	284	*	0	0	0	0	0	0	0	0	0	0
June 2027	300	300	300	0	300	*	0	0	0	0	0	0	0	0	0	0
June 2028	317	317	0	0	317	*	0	0	0	0	0	0	0	0	0	0
June 2029	334	325	0	0	334	*	0	0	0	0	0	0	0	0	0	0
June 2030	353	0	0	0	353	*	0	0	0	0	0	0	0	0	0	0
June 2031	373	0	0	0	373	*	0	0	0	0	0	0	0	0	0	0
June 2032	394	0	0	0	302	*	0	0	0	0	0	0	0	0	0	0
June 2033	417	0	0	0	207	*	0	0	0	0	0	0	0	0	0	0
June 2034	440	0	0	0	129	*	0	0	0	0	0	0	0	0	0	0
June 2035	465	0	0	0	65	*	0	0	0	0	0	0	0	0	0	0
June 2036	0	0	0	0	14	*	0	0	0	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.1	22.1	20.3	14.7	26.4	8.9	2.8	2.0	13.5	2.0	2.0	2.0	2.0	2.0	1.9	1.7

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

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

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



Date	PB Class								PC Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	126%	200%	275%	300%	500%	700%	0%	100%	126%	200%	275%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2009	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	100	100	100	100	100	100	100	38	100	100	100	100	100	100	100	100
June 2011	100	89	89	89	89	89	46	0	100	100	100	100	100	100	100	77
June 2012	100	68	68	68	68	68	6	0	100	100	100	100	100	100	100	27
June 2013	100	48	48	48	48	48	0	0	100	100	100	100	100	100	64	0
June 2014	100	29	29	29	29	29	0	0	100	100	100	100	100	100	32	0
June 2015	100	12	12	12	12	12	0	0	100	100	100	100	100	100	10	0
June 2016	100	0	0	0	0	0	0	0	100	93	93	93	93	93	0	0
June 2017	100	0	0	0	0	0	0	0	100	67	67	67	67	67	0	0
June 2018	100	0	0	0	0	0	0	0	100	45	45	45	45	45	0	0
June 2019	100	0	0	0	0	0	0	0	100	27	27	27	27	27	0	0
June 2020	100	0	0	0	0	0	0	0	100	13	13	13	13	13	0	0
June 2021	100	0	0	0	0	0	0	0	100	1	1	1	1	1	0	0
June 2022	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2023	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2024	91	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2025	75	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2026	58	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2027	40	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2028	20	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2029	0	0	0	0	0	0	0	0	97	0	0	0	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	58	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	16	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.4	6.0	6.0	6.0	6.0	6.0	4.0	2.9	23.2	11.0	11.0	11.0	11.0	11.0	6.6	4.6

Date	ZB Class								FM, MT, SI† and FB Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	126%	200%	275%	300%	500%	700%	0%	100%	126%	200%	275%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	106	106	106	106	50	31	0	0	100	97	96	94	92	91	85	80
June 2009	112	112	112	112	0	0	0	0	100	92	90	84	79	77	63	50
June 2010	118	118	118	118	0	0	0	0	100	86	83	74	66	63	44	29
June 2011	125	125	125	125	0	0	0	0	100	81	77	65	55	52	31	17
June 2012	132	132	132	132	0	0	0	0	100	76	71	57	46	42	22	10
June 2013	139	139	139	139	0	0	0	0	100	72	66	51	38	35	15	6
June 2014	147	147	147	147	0	0	0	0	100	68	61	44	32	29	11	3
June 2015	155	155	155	155	0	0	0	0	100	63	56	39	27	23	7	2
June 2016	164	164	164	164	0	0	0	0	100	60	52	34	22	19	5	1
June 2017	173	173	173	173	0	0	0	0	100	55	47	30	18	15	4	1
June 2018	183	183	183	183	0	0	0	0	98	51	42	26	15	12	2	*
June 2019	193	193	193	193	0	0	0	0	96	46	38	22	12	10	2	*
June 2020	204	204	204	204	0	0	0	0	93	42	34	19	10	8	1	*
June 2021	216	216	216	216	0	0	0	0	91	38	30	16	8	6	1	*
June 2022	228	228	228	217	0	0	0	0	88	34	27	13	6	5	1	*
June 2023	241	241	241	190	0	0	0	0	85	31	24	11	5	4	*	*
June 2024	254	254	254	165	0	0	0	0	82	28	21	9	4	3	*	*
June 2025	269	269	269	141	0	0	0	0	78	25	18	8	3	2	*	*
June 2026	284	284	284	120	0	0	0	0	74	22	16	6	2	2	*	*
June 2027	300	300	300	101	0	0	0	0	70	19	14	5	2	1	*	*
June 2028	317	317	273	84	0	0	0	0	65	16	12	4	1	1	*	*
June 2029	334	334	231	68	0	0	0	0	60	14	10	3	1	1	*	*
June 2030	353	286	192	55	0	0	0	0	55	12	8	3	1	1	*	*
June 2031	373	235	156	42	0	0	0	0	49	10	6	2	1	*	*	*
June 2032	394	186	122	32	0	0	0	0	42	8	5	2	*	*	*	*
June 2033	417	140	90	23	0	0	0	0	35	6	4	1	*	*	*	*
June 2034	440	95	60	15	0	0	0	0	27	4	2	1	*	*	*	*
June 2035	465	53	33	8	0	0	0	0	19	2	1	*	*	*	*	*
June 2036	254	13	8	2	0	0	0	0	10	1	*	*	*	*	*	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.1	25.5	24.4	20.2	1.0	0.8	0.3	0.2	22.7	12.1	10.7	7.8	6.0	5.6	3.5	2.5

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

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

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

Date	DS Class						FC, SB† and XO Classes						SD, ST, SV and TS Classes					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	300%	500%	700%	0%	100%	200%	300%	500%	700%	0%	100%	200%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	100	96	96	96	96	96	100	98	95	93	88	84	100	100	94	89	77	66
June 2009	100	88	88	88	88	88	100	93	86	80	68	56	100	100	83	67	37	9
June 2010	100	79	79	79	79	55	100	88	76	66	47	33	100	100	72	46	1	0
June 2011	100	70	70	70	56	32	100	82	67	54	33	19	100	100	62	30	0	0
June 2012	100	62	62	62	39	18	100	77	59	44	23	11	100	100	54	18	0	0
June 2013	100	54	54	54	27	11	100	73	52	36	16	6	100	100	48	10	0	0
June 2014	100	47	47	47	19	6	100	68	46	30	11	4	100	100	44	4	0	0
June 2015	100	40	40	40	13	4	100	64	40	24	8	2	100	100	40	1	0	0
June 2016	100	33	33	33	9	2	100	60	35	20	6	1	100	100	38	*	0	0
June 2017	100	27	27	27	6	1	100	56	31	16	4	1	100	99	36	*	0	0
June 2018	97	22	22	22	4	1	98	51	26	13	3	*	100	95	33	*	0	0
June 2019	93	17	17	17	3	*	96	47	23	10	2	*	100	91	30	*	0	0
June 2020	89	14	14	14	2	*	93	43	19	8	1	*	100	85	27	*	0	0
June 2021	85	11	11	11	1	*	91	39	16	6	1	*	100	80	24	*	0	0
June 2022	80	9	9	9	1	*	88	35	14	5	1	*	100	74	21	*	0	0
June 2023	75	7	7	7	1	*	85	32	12	4	*	*	100	68	19	*	0	0
June 2024	69	5	5	5	*	*	82	28	10	3	*	*	100	62	16	*	0	0
June 2025	63	4	4	4	*	*	78	25	8	2	*	*	100	56	14	*	0	0
June 2026	57	3	3	3	*	*	74	22	7	2	*	*	100	50	12	*	0	0
June 2027	50	2	2	2	*	*	70	19	6	1	*	*	100	45	10	*	0	0
June 2028	42	2	2	2	*	*	65	17	4	1	*	*	100	39	8	*	0	0
June 2029	33	1	1	1	*	*	60	14	4	1	*	*	100	34	7	*	0	0
June 2030	24	1	1	1	*	*	55	12	3	1	*	*	100	29	6	*	0	0
June 2031	14	1	1	1	*	*	49	10	2	*	*	*	100	24	4	*	0	0
June 2032	3	*	*	*	*	*	42	8	2	*	*	*	100	19	3	*	0	0
June 2033	*	*	*	*	*	*	35	6	1	*	*	*	86	14	2	*	0	0
June 2034	*	*	*	*	*	*	27	4	1	*	*	*	68	10	2	*	0	0
June 2035	*	*	*	*	*	*	19	3	*	*	*	*	47	6	1	*	0	0
June 2036	*	*	*	*	*	*	10	1	*	*	*	*	25	2	*	*	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.3	7.5	7.5	7.5	5.0	3.7	22.7	12.3	8.0	5.7	3.7	2.7	27.8	19.3	8.7	3.2	1.7	1.3

Date	AZ Class						BZ Class						D Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	350%	500%	700%	0%	100%	200%	350%	500%	700%	0%	100%	200%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	106	106	106	106	106	106	106	106	106	106	106	106	100	96	93	88	82	75
June 2009	113	113	113	113	113	113	113	113	113	113	113	113	99	90	82	69	58	44
June 2010	120	120	120	120	120	120	120	120	120	120	120	120	99	84	71	53	39	23
June 2011	127	127	127	127	127	127	127	127	127	127	127	127	99	79	61	41	25	11
June 2012	135	135	135	135	135	135	135	135	135	135	22		98	73	53	31	15	3
June 2013	143	143	143	143	143	92	143	143	143	143	102	0	98	68	45	22	9	0
June 2014	152	152	152	152	152	53	152	152	152	152	22	0	98	63	39	16	4	0
June 2015	161	161	161	161	122	31	161	161	161	132	0	0	97	58	33	11	0	0
June 2016	171	171	171	171	86	18	171	171	171	62	0	0	97	54	28	6	0	0
June 2017	182	182	182	182	59	10	182	182	182	1	0	0	96	49	22	3	0	0
June 2018	193	193	193	140	40	6	193	193	193	0	0	0	94	43	17	0	0	0
June 2019	205	205	205	108	27	3	205	205	158	0	0	0	91	38	13	0	0	0
June 2020	218	218	218	82	18	2	218	218	93	0	0	0	88	33	9	0	0	0
June 2021	231	231	231	63	12	1	231	231	34	0	0	0	84	29	5	0	0	0
June 2022	245	245	225	48	8	1	245	245	0	0	0	0	81	24	2	0	0	0
June 2023	261	261	189	36	6	*	261	254	0	0	0	0	77	20	0	0	0	0
June 2024	277	277	158	27	4	*	277	185	0	0	0	0	73	16	0	0	0	0
June 2025	294	294	132	20	2	*	294	118	0	0	0	0	68	12	0	0	0	0
June 2026	312	312	109	15	2	*	312	53	0	0	0	0	63	8	0	0	0	0
June 2027	331	320	89	11	1	*	331	0	0	0	0	0	58	4	0	0	0	0
June 2028	351	276	72	8	1	*	351	0	0	0	0	0	52	*	0	0	0	0
June 2029	373	235	57	6	*	*	373	0	0	0	0	0	46	0	0	0	0	0
June 2030	396	196	45	4	*	*	396	0	0	0	0	0	39	0	0	0	0	0
June 2031	421	159	34	3	*	*	405	0	0	0	0	0	32	0	0	0	0	0
June 2032	446	125	25	2	*	*	272	0	0	0	0	0	24	0	0	0	0	0
June 2033	474	92	17	1	*	*	128	0	0	0	0	0	15	0	0	0	0	0
June 2034	474	61	11	1	*	*	0	0	0	0	0	0	5	0	0	0	0	0
June 2035	329	32	5	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
June 2036	171	4	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.5	24.1	19.4	13.7	10.0	7.1	25.5	17.9	13.0	8.8	6.4	4.6	20.2	9.9	6.3	3.9	2.8	2.1

\* 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	DB Class						DZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	350%	500%	700%	0%	100%	200%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	99	95	92	86	80	73	106	106	106	106	106	106
June 2009	98	88	79	66	53	38	113	113	113	113	113	113
June 2010	97	81	67	48	32	15	120	120	120	120	120	120
June 2011	96	74	56	33	16	1	127	127	127	127	127	127
June 2012	95	68	46	22	5	0	135	135	135	135	135	135
June 2013	94	62	37	12	0	0	143	143	143	143	143	120
June 2014	93	56	29	4	0	0	152	152	152	152	152	70
June 2015	92	50	22	0	0	0	161	161	161	161	160	40
June 2016	90	44	15	0	0	0	171	171	171	171	112	23
June 2017	89	37	9	0	0	0	182	182	182	182	77	13
June 2018	85	31	2	0	0	0	193	193	193	184	52	8
June 2019	81	24	0	0	0	0	205	205	205	141	36	4
June 2020	77	18	0	0	0	0	218	218	218	108	24	2
June 2021	72	12	0	0	0	0	231	231	231	82	16	1
June 2022	67	5	0	0	0	0	245	245	245	62	11	1
June 2023	62	0	0	0	0	0	261	261	248	47	7	*
June 2024	56	0	0	0	0	0	277	277	208	35	5	*
June 2025	49	0	0	0	0	0	294	294	173	26	3	*
June 2026	42	0	0	0	0	0	312	312	142	20	2	*
June 2027	35	0	0	0	0	0	331	331	116	14	1	*
June 2028	27	0	0	0	0	0	351	351	94	10	1	*
June 2029	18	0	0	0	0	0	373	308	75	7	1	*
June 2030	9	0	0	0	0	0	396	257	58	5	*	*
June 2031	0	0	0	0	0	0	421	209	44	4	*	*
June 2032	0	0	0	0	0	0	446	163	33	2	*	*
June 2033	0	0	0	0	0	0	474	120	22	1	*	*
June 2034	0	0	0	0	0	0	503	80	14	1	*	*
June 2035	0	0	0	0	0	0	431	42	7	*	*	*
June 2036	0	0	0	0	0	0	225	6	1	*	*	*
June 2037	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.8	8.0	5.1	3.2	2.4	1.8	28.8	24.9	20.3	14.5	10.7	7.6

Date	CZ Class						DA Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	350%	500%	700%	0%	100%	200%	350%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
June 2008	106	106	106	106	106	106	100	96	93	87	82	75
June 2009	113	113	113	113	113	113	99	90	81	69	57	43
June 2010	120	120	120	120	120	120	99	84	70	52	37	22
June 2011	127	127	127	127	127	127	98	78	60	39	24	9
June 2012	135	135	135	135	135	77	98	72	52	29	14	1
June 2013	143	143	143	143	122	45	97	67	44	21	7	0
June 2014	152	152	152	152	86	26	97	62	37	14	1	0
June 2015	161	161	161	146	60	15	96	57	31	8	0	0
June 2016	171	171	171	116	42	9	96	52	25	4	0	0
June 2017	182	182	182	90	29	5	95	47	20	*	0	0
June 2018	193	193	193	69	20	3	92	41	15	0	0	0
June 2019	205	205	181	53	13	2	89	36	10	0	0	0
June 2020	218	218	154	40	9	1	86	31	6	0	0	0
June 2021	231	231	131	31	6	*	82	26	2	0	0	0
June 2022	245	245	110	23	4	*	78	21	0	0	0	0
June 2023	261	257	93	18	3	*	74	16	0	0	0	0
June 2024	277	230	78	13	2	*	70	12	0	0	0	0
June 2025	294	204	65	10	1	*	65	8	0	0	0	0
June 2026	312	180	53	7	1	*	60	3	0	0	0	0
June 2027	331	157	44	5	1	*	54	0	0	0	0	0
June 2028	351	136	35	4	*	*	48	0	0	0	0	0
June 2029	373	115	28	3	*	*	41	0	0	0	0	0
June 2030	396	96	22	2	*	*	34	0	0	0	0	0
June 2031	413	78	17	1	*	*	26	0	0	0	0	0
June 2032	357	61	12	1	*	*	17	0	0	0	0	0
June 2033	298	45	8	1	*	*	8	0	0	0	0	0
June 2034	232	30	5	*	*	*	0	0	0	0	0	0
June 2035	161	16	3	*	*	*	0	0	0	0	0	0
June 2036	84	2	*	*	*	*	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.2	21.7	16.8	11.5	8.4	5.9	19.5	9.5	6.0	3.8	2.7	2.0

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

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

## Characteristics of the R and RL Classes

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

A Residual Certificate will be subject to certain transfer restrictions. We will not permit transfer of record or beneficial ownership of a Residual Certificate to a “disqualified organization.” In addition, we will not permit transfer of record or beneficial ownership of a Residual Certificate to any person that is not a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. Any transferee of a Residual Certificate must execute and deliver an affidavit and an Internal Revenue Service Form W-9 (or, if applicable, a Form W-8ECI) on which the transferee provides its taxpayer identification number. See “Description of Certificates—Special Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*” in the REMIC Prospectus. The affidavit must also state that the transferee is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate and that, if the transferee is a partnership for U.S. federal income tax purposes, each person or entity that holds an interest (directly, or indirectly through a pass-through entity) in the partnership is a “U.S. Person” or a foreign person subject to United States income taxation on a net basis on income derived from that Certificate. In addition, the transferee must receive an affidavit containing these same representations from any new transferee. Transferors of a Residual Certificate should consult with their own tax advisors for further information regarding such transfers.

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. The R and RL Classes will constitute noneconomic residual interests under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate knew or should have known that the transferee would be unwilling or unable to pay taxes due on its share of the taxable income of the REMIC trust (that is, the transferor had “improper knowledge”).

As discussed under the caption “Special Characteristics of Residual Certificates” in the REMIC Prospectus, the Regulations presume that a transferor does not have improper knowledge if two conditions are met. The Treasury Department has amended the Regulations to provide additional requirements that a transferor must satisfy to avail itself of the safe harbor regarding the presumed lack of improper knowledge. For transfers occurring on or after August 19, 2002, a transferor of a Residual Certificate is presumed not to have improper knowledge if, in addition to meeting the two conditions discussed in the REMIC Prospectus, both (i) the transferee represents that it will not cause income from the Residual Certificate to be attributed to a foreign permanent establishment or fixed base of the transferee or another taxpayer and (ii) the transfer satisfies either the “asset test” or the “formula test.” The representation described in (i) will be included in the affidavit discussed above. See “Description of Certificates—Special Characteristics of Residual Certificates” and “Certain Federal Income Tax Consequences—*Taxation of Beneficial Owners of Residual Certificates*” in the REMIC Prospectus.

A transfer satisfies the asset test if (i) the transferee’s gross assets exceed \$100 million and its net assets exceed \$10 million (in each case, at the time of the transfer and at the close of each of the transferee’s two fiscal years preceding the year of transfer), (ii) the transferee is an “eligible corporation” and the transferee agrees in writing that any subsequent transfer of the Residual Certificate will be to an eligible corporation and will comply with the safe harbor and satisfy the asset test, and (iii) the facts and circumstances known to the transferor do not reasonably indicate that the

taxes associated with the Residual Certificate will not be paid. A transfer satisfies the formula test if the present value of the anticipated tax liabilities associated with holding the Residual Certificate is less than or equal to the present value of the sum of (i) any consideration given to the transferee to acquire the Residual Certificate, (ii) expected future distributions on the Residual Certificate, and (iii) anticipated tax savings associated with holding the Residual Certificate as the related REMIC trust generates losses. The Regulations contain additional details regarding their application and you should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

The Holder of the R Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Trust, and the Holder of the RL Class will be considered to be the holder of the “residual interest” in the REMIC constituted by the Lower Tier REMIC. See “Certain Federal Income Tax Consequences” in the REMIC Prospectus. Pursuant to the Trust Agreement, we will be obligated to provide to these Holders (i) information necessary to enable them to prepare their federal income tax returns and (ii) any reports regarding the R or RL Class that may be required under the Code.

### **CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES**

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Certain Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

#### **U.S. Treasury Circular 230 Notice**

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

#### **REMIC Elections and Special Tax Attributes**

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

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

## Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	200% PSA
2	200% PSA
3	200% PSA
4	200% PSA
5	200% PSA

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

## Taxation of Beneficial Owners of Residual Certificates

Effective generally for Residual Certificates first held on or after August 1, 2006, Temporary Regulations issued by the Treasury Department have modified the general rule that the taxable income of the Trust (or the Lower Tier REMIC) is not includible in the income of a foreign person (or, if excess inclusions, subject to withholding tax) until paid or distributed. 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. Under the Temporary Regulations, the amount of taxable income allocable to a foreign partner in a domestic partnership that is the beneficial owner of a Residual Certificate must be taken into account by the foreign partner on the last day of the partnership’s taxable year, except to the extent that some or all of that amount is required to be taken into account at an earlier time as a result of a distribution to the foreign partner or a disposition of the foreign partner’s indirect interest in the Residual Certificate. Similar rules apply to excess inclusions allocable to a foreign person that holds an interest in a real estate investment trust, regulated investment company, common trust fund or certain cooperatives.

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 will be 120% of the “federal long-term rate”. The rate will be published on or about May 20, 2007. 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 has 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. 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 Greenwich Capital Markets, Inc. (the “Dealer”) in exchange for the Trust MBS and the Group 2 Underlying REMIC Certificate. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

*Increase in Certificates.* Before the Settlement Date, we and the Dealer may agree to offer Group 1, 3, 4 or 5 Classes in addition to those contemplated as of the date of this prospectus supplement. In this event, we will increase the related Trust MBS in principal balance, but we expect that all these additional Trust MBS will have the same characteristics as described under “Description of the Certificates—The Trust MBS” in this prospectus supplement. The proportion that the original principal balance of each Group 1, 3, 4 or 5 Class bears to the aggregate original principal balance of all Group 1, 3, 4 or 5 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. Stroock & Stroock & Lavan LLP also will provide legal representation for the Dealer.

**Exhibit A**

**Group 2 Underlying REMIC Certificate**

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type (1)	Final Distribution Date	Principal Type (1)	Original Principal Balance of Class	June 2007 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC (in months)	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2006-101	MB	September 2006	31396LHT0	5.0%	FIX	July 2036	SEQ/AS/AD	\$48,000,000	1.00000000	\$42,940,000	5.718%	346	13

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

## 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								
VM	\$ 15,060,000	MB (4)	\$ 42,006,000	5.5%	FIX	SEQ	31396WUJ3	July 2037
VN	8,436,000							
VZ	18,510,000							
Recombination 2								
BO	11,313,411	PD	11,313,411	5.5	FIX	PAC	31396WUL8	July 2037
BI	11,313,411 (5)							
Recombination 3								
BC	5,057,000	BE (6)	14,600,059	5.5	FIX	TAC	31396WUK0	July 2037
BD	9,523,059							
MZ	20,000							
Recombination 4								
DB	93,598,000	DA (7)	100,000,000	6.0	FIX	SEQ	31396WUN4	May 2034
BZ	6,402,000							
Recombination 5								
BZ	6,402,000	CZ	12,562,000	6.0	FIX/Z	SEQ/AD	31396WUM6	July 2037
AZ	6,160,000							
Recombination 6								
FM	121,500,000	FB	126,000,000	(8)	FLT	PT	31396WTK2	July 2037
MT	4,500,000							

- (1) In any exchange under Recombinations 1, 3, 4 or 5, the relative proportions of the REMIC Certificate to be delivered (or if applicable, received) in such exchange will equal the proportions reflected by the outstanding principal balances of the related REMIC Classes at the time of exchange. REMIC Certificates and RCR Certificates in Recombination 2 and 6 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) Principal on the REMIC Certificates in Recombination 1 from the VZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balance of those RCR Certificates.
- (5) Notional balance. This Class is an Interest Only Class. See page S-7 for a description of how its notional balance is calculated.
- (6) Principal on the REMIC Certificates in Recombination 3 from the MZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balance of those RCR Certificates.
- (7) Principal on the REMIC Certificates in Recombination 4 from the BZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balance of those RCR Certificates.
- (8) For a description of this interest rate, see “Description of the Certificates—Distributions of Interest” in this prospectus supplement.

## Principal Balance Schedules

### *BC Class Scheduled Balances*

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
Initial Balance .....	\$5,057,000.00	August 2011 .....	\$2,827,830.43	October 2015 .....	\$1,166,501.57
July 2007 .....	5,033,969.96	September 2011.....	2,786,234.07	November 2015 .....	1,144,587.18
August 2007 .....	5,009,167.90	October 2011 .....	2,745,038.10	December 2015 .....	1,124,246.51
September 2007.....	4,982,605.64	November 2011 .....	2,704,238.27	January 2016 .....	1,105,449.68
October 2007 .....	4,954,296.99	December 2011 .....	2,663,830.36	February 2016 .....	1,088,167.28
November 2007 .....	4,924,257.75	January 2012 .....	2,623,810.20	March 2016 .....	1,072,370.38
December 2007 .....	4,892,505.71	February 2012 .....	2,584,173.61	April 2016.....	1,058,030.51
January 2008 .....	4,859,060.62	March 2012 .....	2,544,916.48	May 2016 .....	1,045,119.66
February 2008 .....	4,823,944.19	April 2012.....	2,506,034.70	June 2016 .....	1,033,610.26
March 2008 .....	4,787,180.05	May 2012 .....	2,467,524.23	July 2016 .....	1,023,475.19
April 2008.....	4,748,793.74	June 2012 .....	2,429,381.01	August 2016 .....	1,014,687.78
May 2008 .....	4,708,812.69	July 2012 .....	2,391,601.05	September 2016.....	1,007,221.76
June 2008 .....	4,667,266.18	August 2012 .....	2,354,180.38	October 2016 .....	999,859.63
July 2008 .....	4,624,185.31	September 2012.....	2,317,115.04	November 2016 .....	990,037.98
August 2008 .....	4,579,602.96	October 2012 .....	2,280,401.13	December 2016 .....	980,169.00
September 2008.....	4,533,553.77	November 2012 .....	2,244,034.75	January 2017 .....	970,257.04
October 2008 .....	4,486,074.11	December 2012 .....	2,208,012.05	February 2017 .....	960,306.32
November 2008 .....	4,437,202.00	January 2013 .....	2,172,329.21	March 2017 .....	950,320.95
December 2008 .....	4,386,977.08	February 2013 .....	2,136,982.41	April 2017.....	940,304.88
January 2009 .....	4,335,440.60	March 2013 .....	2,101,967.89	May 2017 .....	930,261.99
February 2009 .....	4,282,635.30	April 2013.....	2,067,281.91	June 2017 .....	920,196.00
March 2009 .....	4,228,605.43	May 2013 .....	2,032,920.74	July 2017 .....	910,110.54
April 2009.....	4,173,396.66	June 2013 .....	1,998,880.70	August 2017 .....	900,009.13
May 2009 .....	4,118,726.52	July 2013 .....	1,965,158.12	September 2017.....	889,895.17
June 2009 .....	4,064,589.74	August 2013 .....	1,931,749.37	October 2017 .....	879,771.96
July 2009 .....	4,010,981.07	September 2013.....	1,898,650.85	November 2017 .....	869,642.70
August 2009 .....	3,957,895.30	October 2013 .....	1,865,858.97	December 2017 .....	859,510.48
September 2009.....	3,905,327.25	November 2013 .....	1,833,370.18	January 2018 .....	849,378.29
October 2009 .....	3,853,271.82	December 2013 .....	1,801,180.94	February 2018 .....	839,249.03
November 2009 .....	3,801,723.89	January 2014 .....	1,769,287.76	March 2018 .....	829,125.52
December 2009 .....	3,750,678.42	February 2014 .....	1,737,687.16	April 2018.....	819,010.46
January 2010 .....	3,700,130.40	March 2014 .....	1,706,375.69	May 2018 .....	808,906.48
February 2010 .....	3,650,074.84	April 2014.....	1,675,349.92	June 2018 .....	798,816.12
March 2010 .....	3,600,506.81	May 2014 .....	1,644,606.45	July 2018 .....	788,741.82
April 2010.....	3,551,421.40	June 2014 .....	1,614,141.90	August 2018 .....	778,685.96
May 2010 .....	3,502,813.76	July 2014 .....	1,583,952.93	September 2018.....	768,650.82
June 2010 .....	3,454,679.04	August 2014 .....	1,554,036.20	October 2018 .....	758,638.62
July 2010 .....	3,407,012.46	September 2014.....	1,524,388.42	November 2018 .....	748,651.47
August 2010 .....	3,359,809.25	October 2014 .....	1,495,006.31	December 2018 .....	738,691.45
September 2010.....	3,313,064.70	November 2014 .....	1,465,886.62	January 2019 .....	728,760.52
October 2010 .....	3,266,774.12	December 2014 .....	1,437,026.10	February 2019 .....	718,860.60
November 2010 .....	3,220,932.87	January 2015 .....	1,408,421.57	March 2019 .....	708,993.54
December 2010 .....	3,175,536.31	February 2015 .....	1,380,069.83	April 2019.....	699,161.10
January 2011 .....	3,130,579.87	March 2015 .....	1,351,967.72	May 2019 .....	689,364.99
February 2011 .....	3,086,059.01	April 2015.....	1,324,112.12	June 2019 .....	679,606.85
March 2011 .....	3,041,969.20	May 2015 .....	1,296,499.90	July 2019 .....	669,888.26
April 2011.....	2,998,305.98	June 2015 .....	1,269,127.97	August 2019 .....	660,210.74
May 2011 .....	2,955,064.88	July 2015 .....	1,241,993.26	September 2019.....	650,575.73
June 2011 .....	2,912,241.51	August 2015 .....	1,215,173.50	October 2019 .....	640,984.65
July 2011 .....	2,869,831.47	September 2015.....	1,190,020.05	November 2019 .....	631,438.83

**BC Class (Continued)**

<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>	<u>Distribution Date</u>	<u>Scheduled Balance</u>
December 2019 .....	\$ 621,939.56	August 2022 .....	\$ 347,810.94	April 2025 .....	\$ 139,107.40
January 2020 .....	612,488.07	September 2022 .....	340,279.34	May 2025 .....	133,629.45
February 2020 .....	603,085.54	October 2022 .....	332,813.56	June 2025 .....	128,211.78
March 2020 .....	593,733.09	November 2022 .....	325,413.64	July 2025 .....	122,854.05
April 2020 .....	584,431.81	December 2022 .....	318,079.63	August 2025 .....	117,555.92
May 2020 .....	575,182.72	January 2023 .....	310,811.55	September 2025 .....	112,317.04
June 2020 .....	565,986.80	February 2023 .....	303,609.37	October 2025 .....	107,137.06
July 2020 .....	556,845.00	March 2023 .....	296,473.09	November 2025 .....	102,015.62
August 2020 .....	547,758.20	April 2023 .....	289,402.65	December 2025 .....	96,952.36
September 2020 .....	538,727.24	May 2023 .....	282,398.02	January 2026 .....	91,946.90
October 2020 .....	529,752.94	June 2023 .....	275,459.10	February 2026 .....	86,998.88
November 2020 .....	520,836.05	July 2023 .....	268,585.81	March 2026 .....	82,107.91
December 2020 .....	511,977.30	August 2023 .....	261,778.05	April 2026 .....	77,273.63
January 2021 .....	503,177.37	September 2023 .....	255,035.70	May 2026 .....	72,495.64
February 2021 .....	494,436.91	October 2023 .....	248,358.62	June 2026 .....	67,773.56
March 2021 .....	485,756.53	November 2023 .....	241,746.67	July 2026 .....	63,107.00
April 2021 .....	477,136.79	December 2023 .....	235,199.69	August 2026 .....	58,495.56
May 2021 .....	468,578.24	January 2024 .....	228,717.49	September 2026 .....	53,938.84
June 2021 .....	460,081.37	February 2024 .....	222,299.91	October 2026 .....	49,436.46
July 2021 .....	451,646.67	March 2024 .....	215,946.73	November 2026 .....	44,988.01
August 2021 .....	443,274.56	April 2024 .....	209,657.75	December 2026 .....	40,593.08
September 2021 .....	434,965.45	May 2024 .....	203,432.75	January 2027 .....	36,251.27
October 2021 .....	426,719.72	June 2024 .....	197,271.50	February 2027 .....	31,962.17
November 2021 .....	418,537.71	July 2024 .....	191,173.75	March 2027 .....	27,725.37
December 2021 .....	410,419.75	August 2024 .....	185,139.26	April 2027 .....	23,540.47
January 2022 .....	402,366.13	September 2024 .....	179,167.77	May 2027 .....	19,407.04
February 2022 .....	394,377.09	October 2024 .....	173,258.99	June 2027 .....	15,324.68
March 2022 .....	386,452.90	November 2024 .....	167,412.67	July 2027 .....	11,292.98
April 2022 .....	378,593.74	December 2024 .....	161,628.50	August 2027 .....	7,311.51
May 2022 .....	370,799.82	January 2025 .....	155,906.20	September 2027 .....	3,379.87
June 2022 .....	363,071.29	February 2025 .....	150,245.45	October 2027 and thereafter .....	0.00
July 2022 .....	355,408.29	March 2025 .....	144,645.96		

**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 .....	\$112,445,486.00	October 2008 .....	\$104,164,611.25	February 2010 .....	\$ 90,295,076.94
July 2007 .....	112,159,619.87	November 2008 .....	103,393,786.57	March 2010 .....	89,436,967.35
August 2007 .....	111,842,175.79	December 2008 .....	102,594,784.11	April 2010 .....	88,583,271.03
September 2007 .....	111,493,249.39	January 2009 .....	101,767,942.84	May 2010 .....	87,733,965.29
October 2007 .....	111,112,952.25	February 2009 .....	100,913,615.49	June 2010 .....	86,889,027.53
November 2007 .....	110,701,411.89	March 2009 .....	100,032,168.29	July 2010 .....	86,048,435.30
December 2007 .....	110,258,771.72	April 2009 .....	99,123,980.72	August 2010 .....	85,212,166.24
January 2008 .....	109,785,190.96	May 2009 .....	98,220,463.96	September 2010 .....	84,380,198.13
February 2008 .....	109,280,844.56	June 2009 .....	97,321,594.01	October 2010 .....	83,552,508.84
March 2008 .....	108,745,923.12	July 2009 .....	96,427,346.96	November 2010 .....	82,729,076.37
April 2008 .....	108,180,632.78	August 2009 .....	95,537,699.03	December 2010 .....	81,909,878.82
May 2008 .....	107,585,195.07	September 2009 .....	94,652,626.57	January 2011 .....	81,094,894.41
June 2008 .....	106,959,846.82	October 2009 .....	93,772,106.04	February 2011 .....	80,284,101.48
July 2008 .....	106,304,839.99	November 2009 .....	92,896,114.05	March 2011 .....	79,477,478.47
August 2008 .....	105,620,441.53	December 2009 .....	92,024,627.30	April 2011 .....	78,675,003.93
September 2008 .....	104,906,933.16	January 2010 .....	91,157,622.61	May 2011 .....	77,876,656.53



**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>
June 2011 .....	\$ 77,082,415.04	November 2015 .....	\$ 40,344,353.67	April 2020 .....	\$ 15,341,096.11
July 2011 .....	76,292,258.34	December 2015 .....	39,743,141.30	May 2020 .....	15,047,673.76
August 2011 .....	75,506,165.43	January 2016 .....	39,145,020.96	June 2020 .....	14,759,519.38
September 2011.....	74,724,115.40	February 2016 .....	38,549,976.77	July 2020 .....	14,476,541.62
October 2011 .....	73,946,087.47	March 2016 .....	37,957,992.90	August 2020 .....	14,198,650.67
November 2011 .....	73,172,060.95	April 2016.....	37,369,053.61	September 2020.....	13,925,758.24
December 2011 .....	72,402,015.25	May 2016 .....	36,783,143.24	October 2020 .....	13,657,777.55
January 2012 .....	71,635,929.91	June 2016 .....	36,200,246.21	November 2020 .....	13,394,623.28
February 2012 .....	70,873,784.55	July 2016 .....	35,620,347.03	December 2020 .....	13,136,211.59
March 2012 .....	70,115,558.92	August 2016 .....	35,043,430.28	January 2021 .....	12,882,460.03
April 2012.....	69,361,232.86	September 2016.....	34,469,480.62	February 2021 .....	12,633,287.59
May 2012 .....	68,610,786.30	October 2016 .....	33,904,126.56	March 2021 .....	12,388,614.61
June 2012 .....	67,864,199.30	November 2016 .....	33,281,822.16	April 2021.....	12,148,362.80
July 2012 .....	67,121,452.00	December 2016 .....	32,670,445.94	May 2021 .....	11,912,455.19
August 2012 .....	66,382,524.66	January 2017 .....	32,069,810.79	June 2021 .....	11,680,816.15
September 2012.....	65,647,397.64	February 2017 .....	31,479,732.77	July 2021 .....	11,453,371.30
October 2012 .....	64,916,051.38	March 2017 .....	30,900,031.04	August 2021 .....	11,230,047.56
November 2012 .....	64,188,466.45	April 2017.....	30,330,527.81	September 2021.....	11,010,773.08
December 2012 .....	63,464,623.50	May 2017 .....	29,771,048.29	October 2021 .....	10,795,477.23
January 2013 .....	62,744,503.27	June 2017 .....	29,221,420.63	November 2021 .....	10,584,090.59
February 2013 .....	62,028,086.64	July 2017 .....	28,681,475.88	December 2021 .....	10,376,544.93
March 2013 .....	61,315,354.55	August 2017 .....	28,151,047.96	January 2022 .....	10,172,773.18
April 2013.....	60,606,288.04	September 2017.....	27,629,973.57	February 2022 .....	9,972,709.40
May 2013 .....	59,900,868.28	October 2017 .....	27,118,092.17	March 2022 .....	9,776,288.81
June 2013 .....	59,199,076.50	November 2017.....	26,615,245.96	April 2022.....	9,583,447.70
July 2013 .....	58,500,894.04	December 2017 .....	26,121,279.76	May 2022 .....	9,394,123.47
August 2013 .....	57,806,302.34	January 2018 .....	25,636,041.04	June 2022 .....	9,208,254.57
September 2013.....	57,115,282.94	February 2018 .....	25,159,379.84	July 2022 .....	9,025,780.53
October 2013 .....	56,427,817.46	March 2018 .....	24,691,148.74	August 2022 .....	8,846,641.88
November 2013 .....	55,743,887.62	April 2018.....	24,231,202.80	September 2022.....	8,670,780.19
December 2013 .....	55,063,475.25	May 2018 .....	23,779,399.54	October 2022 .....	8,498,138.03
January 2014 .....	54,386,562.24	June 2018 .....	23,335,598.87	November 2022 .....	8,328,658.93
February 2014 .....	53,713,130.60	July 2018 .....	22,899,663.10	December 2022 .....	8,162,287.41
March 2014 .....	53,043,162.44	August 2018 .....	22,471,456.83	January 2023 .....	7,998,968.92
April 2014.....	52,376,639.92	September 2018.....	22,050,847.00	February 2023 .....	7,838,649.86
May 2014 .....	51,713,545.34	October 2018 .....	21,637,702.75	March 2023 .....	7,681,277.54
June 2014 .....	51,053,861.07	November 2018.....	21,231,895.46	April 2023.....	7,526,800.17
July 2014 .....	50,397,569.56	December 2018 .....	20,833,298.69	May 2023 .....	7,375,166.85
August 2014 .....	49,744,653.36	January 2019 .....	20,441,788.14	June 2023 .....	7,226,327.56
September 2014.....	49,095,095.12	February 2019 .....	20,057,241.59	July 2023 .....	7,080,233.12
October 2014 .....	48,448,877.57	March 2019 .....	19,679,538.92	August 2023 .....	6,936,835.21
November 2014 .....	47,805,983.53	April 2019.....	19,308,562.04	September 2023.....	6,796,086.32
December 2014 .....	47,166,395.89	May 2019 .....	18,944,194.84	October 2023 .....	6,657,939.77
January 2015 .....	46,530,097.66	June 2019 .....	18,586,323.20	November 2023 .....	6,522,349.68
February 2015 .....	45,897,071.93	July 2019 .....	18,234,834.91	December 2023 .....	6,389,270.96
March 2015 .....	45,267,301.85	August 2019 .....	17,889,619.70	January 2024 .....	6,258,659.27
April 2015.....	44,640,770.69	September 2019.....	17,550,569.13	February 2024 .....	6,130,471.07
May 2015 .....	44,017,461.78	October 2019 .....	17,217,576.63	March 2024 .....	6,004,663.53
June 2015 .....	43,397,358.56	November 2019.....	16,890,537.40	April 2024.....	5,881,194.58
July 2015 .....	42,780,444.54	December 2019 .....	16,569,348.46	May 2024 .....	5,760,022.87
August 2015 .....	42,166,703.32	January 2020 .....	16,253,908.55	June 2024 .....	5,641,107.75
September 2015.....	41,556,118.58	February 2020 .....	15,944,118.14	July 2024 .....	5,524,409.28
October 2015 .....	40,948,674.08	March 2020 .....	15,639,879.39	August 2024 .....	5,409,888.21

**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>
September 2024.....	\$ 5,297,505.94	October 2028 .....	\$ 1,761,386.05	November 2032 .....	\$ 435,743.06
October 2024 .....	5,187,224.57	November 2028 .....	1,718,818.81	December 2032 .....	420,599.22
November 2024 .....	5,079,006.82	December 2028 .....	1,677,098.74	January 2033 .....	405,790.88
December 2024 .....	4,972,816.09	January 2029 .....	1,636,210.31	February 2033 .....	391,311.58
January 2025 .....	4,868,616.36	February 2029 .....	1,596,138.29	March 2033 .....	377,154.99
February 2025 .....	4,766,372.28	March 2029 .....	1,556,867.70	April 2033.....	363,314.89
March 2025 .....	4,666,049.08	April 2029.....	1,518,383.81	May 2033 .....	349,785.17
April 2025.....	4,567,612.60	May 2029 .....	1,480,672.18	June 2033 .....	336,559.84
May 2025 .....	4,471,029.26	June 2029 .....	1,443,718.60	July 2033 .....	323,632.99
June 2025 .....	4,376,266.07	July 2029 .....	1,407,509.12	August 2033 .....	310,998.84
July 2025 .....	4,283,290.60	August 2029 .....	1,372,030.02	September 2033.....	298,651.73
August 2025 .....	4,192,071.00	September 2029.....	1,337,267.85	October 2033 .....	286,586.06
September 2025.....	4,102,575.95	October 2029 .....	1,303,209.38	November 2033 .....	274,796.36
October 2025 .....	4,014,774.67	November 2029 .....	1,269,841.60	December 2033 .....	263,277.26
November 2025 .....	3,928,636.92	December 2029 .....	1,237,151.75	January 2034 .....	252,023.48
December 2025 .....	3,844,132.98	January 2030 .....	1,205,127.29	February 2034 .....	241,029.82
January 2026 .....	3,761,233.65	February 2030 .....	1,173,755.89	March 2034 .....	230,291.21
February 2026 .....	3,679,910.23	March 2030 .....	1,143,025.46	April 2034.....	219,802.65
March 2026 .....	3,600,134.52	April 2030.....	1,112,924.10	May 2034 .....	209,559.23
April 2026.....	3,521,878.80	May 2030 .....	1,083,440.14	June 2034 .....	199,556.12
May 2026 .....	3,445,115.83	June 2030 .....	1,054,562.09	July 2034 .....	189,788.61
June 2026 .....	3,369,818.86	July 2030 .....	1,026,278.70	August 2034 .....	180,252.06
July 2026 .....	3,295,961.58	August 2030 .....	998,578.88	September 2034.....	170,941.89
August 2026 .....	3,223,518.16	September 2030.....	971,451.76	October 2034 .....	161,853.63
September 2026.....	3,152,463.19	October 2030 .....	944,886.66	November 2034 .....	152,982.90
October 2026 .....	3,082,771.72	November 2030 .....	918,873.09	December 2034 .....	144,325.38
November 2026 .....	3,014,419.23	December 2030 .....	893,400.74	January 2035 .....	135,876.83
December 2026 .....	2,947,381.63	January 2031 .....	868,459.48	February 2035 .....	127,633.10
January 2027 .....	2,881,635.24	February 2031 .....	844,039.36	March 2035 .....	119,590.10
February 2027 .....	2,817,156.78	March 2031 .....	820,130.63	April 2035.....	111,743.83
March 2027 .....	2,753,923.41	April 2031.....	796,723.69	May 2035 .....	104,090.36
April 2027.....	2,691,912.65	May 2031 .....	773,809.10	June 2035 .....	96,625.83
May 2027 .....	2,631,102.44	June 2031 .....	751,377.62	July 2035 .....	89,346.44
June 2027 .....	2,571,471.08	July 2031 .....	729,420.15	August 2035 .....	82,248.48
July 2027 .....	2,512,997.25	August 2031 .....	707,927.76	September 2035.....	75,328.30
August 2027 .....	2,455,660.03	September 2031.....	686,891.68	October 2035 .....	68,582.30
September 2027.....	2,399,438.84	October 2031 .....	666,303.29	November 2035 .....	62,006.98
October 2027 .....	2,344,313.44	November 2031 .....	646,154.14	December 2035 .....	55,598.88
November 2027 .....	2,290,264.00	December 2031 .....	626,435.91	January 2036 .....	49,354.61
December 2027 .....	2,237,270.97	January 2032 .....	607,140.44	February 2036 .....	43,270.84
January 2028 .....	2,185,315.19	February 2032 .....	588,259.72	March 2036 .....	37,344.31
February 2028 .....	2,134,377.81	March 2032 .....	569,785.87	April 2036.....	31,571.82
March 2028 .....	2,084,440.32	April 2032.....	551,711.16	May 2036 .....	25,950.21
April 2028.....	2,035,484.52	May 2032 .....	534,028.00	June 2036 .....	20,476.40
May 2028 .....	1,987,492.55	June 2032 .....	516,728.92	July 2036 .....	15,147.36
June 2028 .....	1,940,446.84	July 2032 .....	499,806.61	August 2036 .....	9,960.13
July 2028 .....	1,894,330.14	August 2032 .....	483,253.87	September 2036.....	4,911.77
August 2028 .....	1,849,125.49	September 2032.....	467,063.63	October 2036 and thereafter .....	0.00
September 2028.....	1,804,816.25	October 2032 .....	451,228.97		

### *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 .....	\$69,145,514.00	September 2011.....	\$35,411,318.22	December 2015 .....	\$17,848,725.18
July 2007 .....	68,820,845.72	October 2011 .....	34,880,319.57	January 2016 .....	17,657,285.04
August 2007 .....	68,464,280.27	November 2011 .....	34,358,539.41	February 2016 .....	17,470,313.32
September 2007.....	68,076,108.31	December 2011 .....	33,845,855.27	March 2016 .....	17,287,742.14
October 2007 .....	67,656,669.34	January 2012 .....	33,342,146.05	April 2016.....	17,109,504.39
November 2007.....	67,206,351.46	February 2012 .....	32,847,292.04	May 2016 .....	16,935,533.75
December 2007 .....	66,725,590.94	March 2012 .....	32,361,174.91	June 2016 .....	16,765,764.68
January 2008 .....	66,214,871.79	April 2012.....	31,883,677.66	July 2016 .....	16,600,132.37
February 2008 .....	65,674,725.16	May 2012 .....	31,414,684.64	August 2016 .....	16,438,572.81
March 2008 .....	65,105,728.69	June 2012 .....	30,954,081.51	September 2016.....	16,281,022.68
April 2008.....	64,508,505.76	July 2012 .....	30,501,755.25	October 2016 .....	16,121,775.69
May 2008 .....	63,883,724.58	August 2012 .....	30,057,594.11	November 2016 .....	15,903,717.15
June 2008 .....	63,232,097.32	September 2012.....	29,621,487.64	December 2016 .....	15,683,394.60
July 2008 .....	62,554,378.99	October 2012 .....	29,193,326.64	January 2017 .....	15,460,896.25
August 2008 .....	61,851,366.37	November 2012 .....	28,773,003.17	February 2017 .....	15,236,308.21
September 2008.....	61,123,896.74	December 2012 .....	28,360,410.51	March 2017 .....	15,009,714.52
October 2008 .....	60,372,846.60	January 2013 .....	27,955,443.18	April 2017.....	14,781,197.18
November 2008 .....	59,599,130.25	February 2013 .....	27,557,996.89	May 2017 .....	14,550,836.22
December 2008 .....	58,803,698.36	March 2013 .....	27,167,968.56	June 2017 .....	14,318,709.72
January 2009 .....	57,987,536.39	April 2013.....	26,785,256.28	July 2017 .....	14,084,893.85
February 2009 .....	57,151,662.94	May 2013 .....	26,409,759.32	August 2017 .....	13,849,462.91
March 2009 .....	56,297,128.11	June 2013 .....	26,041,378.10	September 2017.....	13,612,489.35
April 2009.....	55,425,011.67	July 2013 .....	25,680,014.18	October 2017 .....	13,374,043.84
May 2009 .....	54,566,521.52	August 2013 .....	25,325,570.24	November 2017 .....	13,134,195.29
June 2009 .....	53,721,485.19	September 2013.....	24,977,950.11	December 2017 .....	12,893,010.88
July 2009 .....	52,889,732.19	October 2013 .....	24,637,058.69	January 2018 .....	12,650,556.08
August 2009 .....	52,071,093.91	November 2013 .....	24,302,801.98	February 2018 .....	12,406,894.72
September 2009.....	51,265,403.68	December 2013 .....	23,975,087.09	March 2018 .....	12,162,089.00
October 2009 .....	50,472,496.69	January 2014 .....	23,653,822.16	April 2018.....	11,916,199.53
November 2009 .....	49,692,210.01	February 2014 .....	23,338,916.40	May 2018 .....	11,669,285.35
December 2009 .....	48,924,382.54	March 2014 .....	23,030,280.07	June 2018 .....	11,421,403.98
January 2010 .....	48,168,855.01	April 2014.....	22,727,824.47	July 2018 .....	11,172,611.44
February 2010 .....	47,425,469.94	May 2014 .....	22,431,461.90	August 2018 .....	10,922,962.28
March 2010 .....	46,694,071.65	June 2014 .....	22,141,105.68	September 2018.....	10,672,509.61
April 2010.....	45,974,506.21	July 2014 .....	21,856,670.14	October 2018 .....	10,421,305.12
May 2010 .....	45,266,621.42	August 2014 .....	21,578,070.58	November 2018 .....	10,169,399.14
June 2010 .....	44,570,266.83	September 2014.....	21,305,223.29	December 2018 .....	9,916,840.63
July 2010 .....	43,885,293.69	October 2014 .....	21,038,045.52	January 2019 .....	9,663,677.24
August 2010 .....	43,211,554.92	November 2014 .....	20,776,455.47	February 2019 .....	9,409,955.31
September 2010.....	42,548,905.12	December 2014 .....	20,520,372.31	March 2019 .....	9,155,719.91
October 2010 .....	41,897,200.54	January 2015 .....	20,269,716.10	April 2019.....	8,901,014.87
November 2010 .....	41,256,299.05	February 2015 .....	20,024,407.86	May 2019 .....	8,645,882.78
December 2010 .....	40,626,060.15	March 2015 .....	19,784,369.51	June 2019 .....	8,390,365.06
January 2011 .....	40,006,344.92	April 2015.....	19,549,523.87	July 2019 .....	8,134,501.95
February 2011 .....	39,397,016.02	May 2015 .....	19,319,794.66	August 2019 .....	7,878,332.54
March 2011 .....	38,797,937.68	June 2015 .....	19,095,106.47	September 2019.....	7,621,894.80
April 2011.....	38,208,975.66	July 2015 .....	18,875,384.79	October 2019 .....	7,365,225.60
May 2011 .....	37,629,997.27	August 2015 .....	18,660,555.93	November 2019 .....	7,108,360.74
June 2011 .....	37,060,871.30	September 2015.....	18,450,547.09	December 2019 .....	6,851,334.94
July 2011 .....	36,501,468.04	October 2015 .....	18,245,286.31	January 2020 .....	6,594,181.93
August 2011 .....	35,951,659.27	November 2015 .....	18,044,702.44	February 2020 .....	6,336,934.40

### ***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>
March 2020 .....	\$ 6,079,624.04	December 2020 .....	\$ 3,765,771.84	September 2021 .....	\$ 1,468,036.79
April 2020 .....	5,822,281.61	January 2021 .....	3,509,373.79	October 2021 .....	1,214,382.92
May 2020 .....	5,564,936.89	February 2021 .....	3,253,202.05	November 2021 .....	961,121.81
June 2020 .....	5,307,618.74	March 2021 .....	2,997,277.95	December 2021 .....	708,268.62
July 2020 .....	5,050,355.10	April 2021 .....	2,741,622.09	January 2022 .....	455,837.91
August 2020 .....	4,793,173.06	May 2021 .....	2,486,254.33	February 2022 .....	203,843.62
September 2020 .....	4,536,098.78	June 2021 .....	2,231,193.82	March 2022 and thereafter .....	0.00
October 2020 .....	4,279,157.62	July 2021 .....	1,976,459.00		
November 2020 .....	4,022,374.08	August 2021 .....	1,722,067.62		

### ***DS Class Planned Balances***

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance .....	\$15,749,000.00	September 2010 .....	\$12,089,616.09	December 2013 .....	\$ 7,934,868.94
July 2007 .....	15,722,386.36	October 2010 .....	11,972,316.49	January 2014 .....	7,838,937.26
August 2007 .....	15,691,339.58	November 2010 .....	11,855,620.17	February 2014 .....	7,743,498.97
September 2007 .....	15,655,866.30	December 2010 .....	11,739,524.02	March 2014 .....	7,648,551.51
October 2007 .....	15,615,975.40	January 2011 .....	11,624,024.95	April 2014 .....	7,554,092.36
November 2007 .....	15,571,677.98	February 2011 .....	11,509,119.90	May 2014 .....	7,460,119.03
December 2007 .....	15,522,987.40	March 2011 .....	11,394,805.81	June 2014 .....	7,366,628.99
January 2008 .....	15,469,919.22	April 2011 .....	11,281,079.63	July 2014 .....	7,273,619.78
February 2008 .....	15,412,491.24	May 2011 .....	11,167,938.35	August 2014 .....	7,181,088.92
March 2008 .....	15,350,723.46	June 2011 .....	11,055,378.95	September 2014 .....	7,089,033.94
April 2008 .....	15,284,638.11	July 2011 .....	10,943,398.45	October 2014 .....	6,997,452.41
May 2008 .....	15,214,259.60	August 2011 .....	10,831,993.87	November 2014 .....	6,906,341.87
June 2008 .....	15,139,614.53	September 2011 .....	10,721,162.24	December 2014 .....	6,815,699.92
July 2008 .....	15,060,731.66	October 2011 .....	10,610,900.62	January 2015 .....	6,725,524.15
August 2008 .....	14,977,641.90	November 2011 .....	10,501,206.08	February 2015 .....	6,635,812.15
September 2008 .....	14,890,378.31	December 2011 .....	10,392,075.70	March 2015 .....	6,546,561.54
October 2008 .....	14,798,976.05	January 2012 .....	10,283,506.58	April 2015 .....	6,457,769.94
November 2008 .....	14,703,472.35	February 2012 .....	10,175,495.83	May 2015 .....	6,369,435.00
December 2008 .....	14,603,906.55	March 2012 .....	10,068,040.58	June 2015 .....	6,281,554.37
January 2009 .....	14,500,319.99	April 2012 .....	9,961,137.97	July 2015 .....	6,194,125.72
February 2009 .....	14,392,756.04	May 2012 .....	9,854,785.17	August 2015 .....	6,107,146.70
March 2009 .....	14,281,260.04	June 2012 .....	9,748,979.34	September 2015 .....	6,020,615.03
April 2009 .....	14,165,879.31	July 2012 .....	9,643,717.67	October 2015 .....	5,934,528.38
May 2009 .....	14,046,663.06	August 2012 .....	9,538,997.36	November 2015 .....	5,848,884.48
June 2009 .....	13,923,662.40	September 2012 .....	9,434,815.63	December 2015 .....	5,763,681.05
July 2009 .....	13,796,930.29	October 2012 .....	9,331,169.71	January 2016 .....	5,678,915.82
August 2009 .....	13,670,849.95	November 2012 .....	9,228,056.84	February 2016 .....	5,594,586.54
September 2009 .....	13,545,418.05	December 2012 .....	9,125,474.28	March 2016 .....	5,510,690.96
October 2009 .....	13,420,631.25	January 2013 .....	9,023,419.30	April 2016 .....	5,427,226.87
November 2009 .....	13,296,486.23	February 2013 .....	8,921,889.20	May 2016 .....	5,344,192.02
December 2009 .....	13,172,979.68	March 2013 .....	8,820,881.26	June 2016 .....	5,261,584.23
January 2010 .....	13,050,108.33	April 2013 .....	8,720,392.81	July 2016 .....	5,179,401.29
February 2010 .....	12,927,868.92	May 2013 .....	8,620,421.18	August 2016 .....	5,097,641.02
March 2010 .....	12,806,258.18	June 2013 .....	8,520,963.70	September 2016 .....	5,016,301.24
April 2010 .....	12,685,272.88	July 2013 .....	8,422,017.73	October 2016 .....	4,935,379.80
May 2010 .....	12,564,909.82	August 2013 .....	8,323,580.64	November 2016 .....	4,854,874.53
June 2010 .....	12,445,165.78	September 2013 .....	8,225,649.81	December 2016 .....	4,775,243.07
July 2010 .....	12,326,037.59	October 2013 .....	8,128,222.64	January 2017 .....	4,696,917.68
August 2010 .....	12,207,522.07	November 2013 .....	8,031,296.55	February 2017 .....	4,610,456.25

**DS Class (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
March 2017 .....	\$ 4,525,517.25	August 2021 .....	\$ 1,644,954.98	January 2026 .....	\$ 552,315.21
April 2017 .....	4,442,074.55	September 2021 .....	1,612,865.07	February 2026 .....	540,422.54
May 2017 .....	4,360,102.47	October 2021 .....	1,581,358.04	March 2026 .....	528,756.26
June 2017 .....	4,279,575.75	November 2021 .....	1,550,423.69	April 2026 .....	517,312.33
July 2017 .....	4,200,469.58	December 2021 .....	1,520,052.01	May 2026 .....	506,086.74
August 2017 .....	4,122,759.54	January 2022 .....	1,490,233.16	June 2026 .....	495,075.57
September 2017 .....	4,046,421.66	February 2022 .....	1,460,957.46	July 2026 .....	484,274.98
October 2017 .....	3,971,432.33	March 2022 .....	1,432,215.42	August 2026 .....	473,681.18
November 2017 .....	3,897,768.38	April 2022 .....	1,403,997.69	September 2026 .....	463,290.45
December 2017 .....	3,825,407.01	May 2022 .....	1,376,295.07	October 2026 .....	453,099.13
January 2018 .....	3,754,325.81	June 2022 .....	1,349,098.55	November 2026 .....	443,103.63
February 2018 .....	3,684,502.75	July 2022 .....	1,322,399.24	December 2026 .....	433,300.42
March 2018 .....	3,615,916.18	August 2022 .....	1,296,188.44	January 2027 .....	423,686.04
April 2018 .....	3,548,544.79	September 2022 .....	1,270,457.55	February 2027 .....	414,257.08
May 2018 .....	3,482,367.67	October 2022 .....	1,245,198.17	March 2027 .....	405,010.18
June 2018 .....	3,417,364.23	November 2022 .....	1,220,402.00	April 2027 .....	395,942.06
July 2018 .....	3,353,514.24	December 2022 .....	1,196,060.92	May 2027 .....	387,049.49
August 2018 .....	3,290,797.83	January 2023 .....	1,172,166.91	June 2027 .....	378,329.29
September 2018 .....	3,229,195.44	February 2023 .....	1,148,712.12	July 2027 .....	369,778.34
October 2018 .....	3,168,687.86	March 2023 .....	1,125,688.81	August 2027 .....	361,393.57
November 2018 .....	3,109,256.19	April 2023 .....	1,103,089.41	September 2027 .....	353,171.97
December 2018 .....	3,050,881.86	May 2023 .....	1,080,906.42	October 2027 .....	345,110.58
January 2019 .....	2,993,546.62	June 2023 .....	1,059,132.53	November 2027 .....	337,206.49
February 2019 .....	2,937,232.52	July 2023 .....	1,037,760.53	December 2027 .....	329,456.85
March 2019 .....	2,881,921.92	August 2023 .....	1,016,783.31	January 2028 .....	321,858.84
April 2019 .....	2,827,597.47	September 2023 .....	996,193.92	February 2028 .....	314,409.71
May 2019 .....	2,774,242.13	October 2023 .....	975,985.52	March 2028 .....	307,106.74
June 2019 .....	2,721,839.13	November 2023 .....	956,151.37	April 2028 .....	299,947.28
July 2019 .....	2,670,372.00	December 2023 .....	936,684.86	May 2028 .....	292,928.71
August 2019 .....	2,619,824.55	January 2024 .....	917,579.49	June 2028 .....	286,048.45
September 2019 .....	2,570,180.85	February 2024 .....	898,828.88	July 2028 .....	279,303.98
October 2019 .....	2,521,425.25	March 2024 .....	880,426.75	August 2028 .....	272,692.83
November 2019 .....	2,473,542.37	April 2024 .....	862,366.94	September 2028 .....	266,212.54
December 2019 .....	2,426,517.09	May 2024 .....	844,643.37	October 2028 .....	259,860.74
January 2020 .....	2,380,334.54	June 2024 .....	827,250.08	November 2028 .....	253,635.05
February 2020 .....	2,334,980.11	July 2024 .....	810,181.24	December 2028 .....	247,533.18
March 2020 .....	2,290,439.43	August 2024 .....	793,431.07	January 2029 .....	241,552.85
April 2020 .....	2,246,698.38	September 2024 .....	776,993.92	February 2029 .....	235,691.83
May 2020 .....	2,203,743.09	October 2024 .....	760,864.24	March 2029 .....	229,947.93
June 2020 .....	2,161,559.90	November 2024 .....	745,036.56	April 2029 .....	224,319.00
July 2020 .....	2,120,135.41	December 2024 .....	729,505.52	May 2029 .....	218,802.91
August 2020 .....	2,079,456.43	January 2025 .....	714,265.84	June 2029 .....	213,397.60
September 2020 .....	2,039,510.00	February 2025 .....	699,312.33	July 2029 .....	208,101.01
October 2020 .....	2,000,283.38	March 2025 .....	684,639.90	August 2029 .....	202,911.15
November 2020 .....	1,961,764.06	April 2025 .....	670,243.54	September 2029 .....	197,826.05
December 2020 .....	1,923,939.72	May 2025 .....	656,118.34	October 2029 .....	192,843.76
January 2021 .....	1,886,798.26	June 2025 .....	642,259.46	November 2029 .....	187,962.39
February 2021 .....	1,850,327.80	July 2025 .....	628,662.14	December 2029 .....	183,180.07
March 2021 .....	1,814,516.64	August 2025 .....	615,321.72	January 2030 .....	178,494.96
April 2021 .....	1,779,353.29	September 2025 .....	602,233.60	February 2030 .....	173,905.26
May 2021 .....	1,744,826.45	October 2025 .....	589,393.29	March 2030 .....	169,409.21
June 2021 .....	1,710,925.03	November 2025 .....	576,796.34	April 2030 .....	165,005.06
July 2021 .....	1,677,638.12	December 2025 .....	564,438.41	May 2030 .....	160,691.10



***DS Class (Continued)***

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
June 2030 .....	\$ 156,465.66	September 2032 .....	\$ 70,452.06	December 2034 .....	\$ 23,096.64
July 2030 .....	152,327.08	October 2032 .....	68,131.53	January 2035 .....	21,854.33
August 2030 .....	148,273.75	November 2032 .....	65,861.91	February 2035 .....	20,641.91
September 2030 .....	144,304.08	December 2032 .....	63,642.23	March 2035 .....	19,458.80
October 2030 .....	140,416.51	January 2033 .....	61,471.54	April 2035 .....	18,304.40
November 2030 .....	136,609.49	February 2033 .....	59,348.88	May 2035 .....	17,178.14
December 2030 .....	132,881.53	March 2033 .....	57,273.34	June 2035 .....	16,079.46
January 2031 .....	129,231.14	April 2033 .....	55,244.00	July 2035 .....	15,007.80
February 2031 .....	125,656.87	May 2033 .....	53,259.98	August 2035 .....	13,962.62
March 2031 .....	122,157.29	June 2033 .....	51,320.39	September 2035 .....	12,943.39
April 2031 .....	118,730.99	July 2033 .....	49,424.37	October 2035 .....	11,949.59
May 2031 .....	115,376.61	August 2033 .....	47,571.09	November 2035 .....	10,980.70
June 2031 .....	112,092.78	September 2033 .....	45,759.70	December 2035 .....	10,036.21
July 2031 .....	108,878.18	October 2033 .....	43,989.40	January 2036 .....	9,115.64
August 2031 .....	105,731.49	November 2033 .....	42,259.39	February 2036 .....	8,218.50
September 2031 .....	102,651.45	December 2033 .....	40,568.88	March 2036 .....	7,344.30
October 2031 .....	99,636.79	January 2034 .....	38,917.09	April 2036 .....	6,492.60
November 2031 .....	96,686.26	February 2034 .....	37,303.28	May 2036 .....	5,662.91
December 2031 .....	93,798.67	March 2034 .....	35,726.70	June 2036 .....	4,854.80
January 2032 .....	90,972.81	April 2034 .....	34,186.62	July 2036 .....	4,067.82
February 2032 .....	88,207.51	May 2034 .....	32,682.32	August 2036 .....	3,301.54
March 2032 .....	85,501.62	June 2034 .....	31,213.10	September 2036 .....	2,555.54
April 2032 .....	82,854.02	July 2034 .....	29,778.27	October 2036 .....	1,829.38
May 2032 .....	80,263.58	August 2034 .....	28,377.14	November 2036 .....	1,122.68
June 2032 .....	77,729.23	September 2034 .....	27,009.07	December 2036 .....	435.01
July 2032 .....	75,249.89	October 2034 .....	25,673.39	January 2037 and thereafter .....	0.00
August 2032 .....	72,824.51	November 2034 .....	24,369.45		



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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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**\$1,075,322,667**



**Guaranteed REMIC  
Pass-Through Certificates  
Fannie Mae REMIC Trust 2007-63**

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## PROSPECTUS SUPPLEMENT

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**Bear, Stearns & Co. Inc.**

**May 17, 2007**

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