

Supplement

(To Prospectus Supplement dated June 22, 2009)

\$958,773,482



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2009-48**

This is a supplement to the prospectus supplement dated June 22, 2009 (the "Prospectus Supplement"). If we use a capitalized term in this supplement without defining it, you will find the definition of that term in the Prospectus Supplement.

The pools underlying the Group 3 MBS and Group 6 MBS have been designated as pools that include "jumbo-conforming" or "high-balance" mortgage loans. Accordingly, the Prospectus Supplement is hereby supplemented by adding the following immediately after the third paragraph under the heading "Additional Risk Factors":

"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 3 MBS and Group 6 MBS have been designated as pools that include "jumbo-conforming" or "high-balance" mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans than borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower's monthly payment than a similar interest rate change for a conforming balance loan.

Furthermore, jumbo-conforming and high-balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively high rates of default in the event of adverse economic conditions. Defaults on jumbo-conforming and high-balance mortgage loans will result in larger prepayments to investors than defaults on conforming balance loans.

On the other hand, if any of the statutes authorizing our purchase of jumbo-conforming and high-balance mortgage loans are allowed to expire, or new legislation is enacted by the federal government that removes this authority, borrowers with jumbo-conforming and high-balance mortgage loans may find refinancing these loans more difficult. In such event, borrowers with jumbo-conforming and high-balance mortgage loans may be less likely to refinance their mortgage loans than borrowers with conforming balance loans.

As a result of these factors, the Group 3 Classes and Group 6 Classes may receive payments of principal more quickly or more slowly than expected and the weighted average lives and yields of those Classes may be affected, perhaps significantly. For additional information about jumbo-conforming and high-balance mortgage loans, see "The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances that Exceed our Traditional Conforming Loan Limits*" in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 3 MBS and Group 6 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS.

Carefully consider the risk factor appearing in this supplement together with the risk factors on page S-11 of the Prospectus Supplement and starting on page 10 of the REMIC Prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

The certificates, together with any interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any 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.

The date of this Supplement is July 28, 2009

\$958,773,482



FannieMae®

Guaranteed REMIC Pass-Through Certificates

Fannie Mae REMIC Trust 2009-48

The Certificates

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

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

- underlying REMIC and RCR certificates backed by Fannie Mae MBS,
- Fannie Mae MBS and
- Ginnie Mae fully modified pass-through mortgage-backed securities.

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

The mortgage loans underlying the Ginnie Mae securities are either insured or guaranteed by the Federal Housing Administration, the Department of Veterans Affairs or the Department of Agriculture.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
P	1	\$ 33,130,393	SC/PT	6.50%	FIX	31396QBX6	June 2037
IO	1	1,274,245(2)	NTL	6.50	FIX/IO	31396QBY4	June 2037
PT	2	81,647,574	SC/PT	6.50	FIX	31396QBZ1	April 2047
TA(3)	3	120,000,000	PAC/AD	5.00	FIX	31396QCA5	February 2039
TC(3)	3	5,000,000	PAC/AD	5.00	FIX	31396QCB3	July 2039
TZ	3	25,000,000	SUP	5.00	FIX/Z	31396QCC1	July 2039
IT	3	13,636,363(2)	NTL	5.50	FIX/IO	31396QCD9	July 2039
CZ	4	10,770,000	SC/SUP	5.00	FIX/Z	31396QCE7	July 2039
PC(3)	4	45,000,000	SC/PAC/AD	4.00	FIX	31396QCF3	July 2039
PL	4	230,000	SC/PAC/AD	5.00	FIX	31396QCG2	July 2039
IA	4	5,090,909(2)	NTL	5.50	FIX/IO	31396QCH0	July 2039
PI(3)	4	8,181,818(2)	NTL	5.50	FIX/IO	31396QCJ6	July 2039
H(3)	5	182,750,000	SEQ	4.50	FIX	31396QCK3	September 2038
HZ(3)	5	9,750,000	SEQ	5.50	FIX/Z	31396QCL1	July 2039
V(3)	5	7,500,000	SEQ/AD	4.50	FIX	31396QCM9	December 2019
WF	5	100,000,000	PT	(4)	FLT	31396QCN7	July 2039
IH(3)	5	30,458,333(2)	NTL	6.00	FIX/IO	31396QCP2	September 2038
VI(3)	5	1,250,000(2)	NTL	6.00	FIX/IO	31396QCQ0	December 2019
WS	5	100,000,000(2)	NTL	(4)	INV/IO	31396QCR8	July 2039
AK	6	240,000,000	PT	5.25	FIX	31396QCS6	July 2039
FA(3)	6	40,000,000	PT	(4)	FLT	31396QCT4	July 2039
SA(3)	6	40,000,000(2)	NTL	(4)	INV/IO	31396QCU1	July 2039
PJ	7	34,791,081	SC/PT	6.50	FIX	31396QCV9	January 2037
JI	7	2,676,237(2)	NTL	6.50	FIX/IO	31396QCW7	January 2037
WA	8	23,204,434	PT	(5)	WAC	31396QCX5	July 2039
R		0	NPR	0	NPR	31396QCY3	April 2047
RL		0	NPR	0	NPR	31396QCZ0	April 2047

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

(2) Notional balances. These classes are interest only classes. See page S-9 for a description of how their notional balances are calculated.

(3) Exchangeable classes.

(4) Based on LIBOR.

(5) This class will bear interest at the variable interest rate described under "Description of the Certificates—Distributions of Interest—Weighted Average Coupon Class" in this prospectus supplement.

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The T, PE, PH, ET, HA, HB, HC, HE, HI, VE, VH and AP Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—Combination and Recombination" in the REMIC prospectus.

The dealer will offer the certificates (other than the P and PT Classes) from time to time in negotiated transactions at varying prices. We expect the settlement date to be June 30, 2009.

Carefully consider the risk factors on page S-11 of this prospectus supplement and starting 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.



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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 August 1, 2007 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated:
 - June 1, 2009, for all MBS issued on or after January 1, 2009,
 - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
 - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”);
- if you are purchasing any Group 1, Group 2, Group 4 or Group 7 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC or RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus dated June 1, 2009.

The MBS Prospectus and the Underlying REMIC Disclosure Documents are incorporated by reference in this prospectus supplement. This means that we are disclosing information in those documents by referring you to them. Those documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with those documents.

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

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

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

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

RBS Securities Inc.
Prospectus Department
600 Washington Blvd.
Stamford, Connecticut 06901
(telephone 1-800-422-2006).

RECENT DEVELOPMENTS

The Regulatory Reform Act, which became effective on July 30, 2008, established the Federal Housing Finance Agency, or FHFA, as an independent agency with general supervisory and regulatory authority over Fannie Mae, Freddie Mac and the 12 Federal Home Loan Banks. FHFA assumed the duties of our former regulators, the Office of Federal Housing Enterprise Oversight and the U.S. Department of Housing and Urban Development, or HUD, with respect to safety, soundness and mission oversight of Fannie Mae and Freddie Mac. HUD remains our regulator with respect to fair lending matters.

On September 6, 2008, the Director of FHFA placed Fannie Mae into conservatorship and appointed FHFA as the conservator. Upon its appointment, FHFA immediately succeeded to all of our rights, titles, powers and privileges and those of any stockholder, officer, or director of Fannie Mae with respect to us and our assets. The conservator has the authority to take over our assets and operate our business with all the powers of our stockholders, directors and officers, and to conduct all business of the company. Under the Regulatory Reform Act, FHFA, as conservator, may take “such action as may be necessary to put the regulated entity in a sound and solvent condition.” We have no control over FHFA’s actions or the actions it may direct us to take. The conservatorship has no specified termination date; we do not know when or how it will be terminated. In addition, our board of directors does not have any duties to any person or entity except to the conservator. Accordingly, our board of directors is not obligated to consider the interests of Fannie Mae or the holders of the Certificates unless specifically directed to do so by the conservator.

On September 7, 2008, Fannie Mae, through our conservator, entered into two agreements with Treasury. The first agreement is the Stock Purchase Agreement, which provided us with Treasury’s commitment (the “Commitment”) to provide up to \$100 billion in funding under specified conditions. This agreement was amended and restated on September 26, 2008 and was further amended on May 6, 2009 to increase the size of Treasury’s Commitment from \$100 billion to \$200 billion. We issued 1,000,000 shares of Senior Preferred Stock pursuant to the Stock Purchase Agreement. The other agreement is the Warrant, which allows Treasury to purchase, for a nominal price, shares of common stock equal to 79.9% of the outstanding common stock of Fannie Mae. The Senior Preferred Stock and the Warrant were issued to Treasury as an initial commitment fee for Treasury’s Commitment. Additional information about the conservatorship, the Stock Purchase Agreement, the Warrant and the Commitment is included in our Annual Report on Form 10-K for the year ended December 31, 2008 (the “2008 Form 10-K”), which is incorporated by reference into this prospectus supplement.

We generally may draw funds under the Commitment on a quarterly basis when our total liabilities exceed our total assets on our consolidated balance sheet prepared in accordance with GAAP as of the end of the preceding quarter. At March 31, 2009, our total liabilities exceeded our total assets by \$18.9 billion. The Director of FHFA has submitted a request on our behalf to draw \$19.0 billion in funds under the Commitment and has requested receipt of those funds on or before June 30, 2009. If we have a negative net worth as of the end of future fiscal quarters, we expect that FHFA will request additional funds from Treasury under the Stock Purchase Agreement. All funds drawn on the Commitment are added to the liquidation preference on the Senior Preferred Stock, which currently has a 10% annual dividend rate.

On September 19, 2008, we entered into a lending agreement with Treasury (the “Credit Facility”) under which we may request loans from Treasury until December 31, 2009. To borrow from Treasury under the Credit Facility, we must post collateral in the form of our MBS certificates or Freddie Mac mortgage-backed securities to secure all such borrowings under the facility. Treasury is not obligated under the Credit Facility to make any loan to us. To date, we have not borrowed any funds under the Credit Facility.

The Stock Purchase Agreement, the Warrant, and the Credit Facility contain covenants that significantly restrict our business activities. These covenants, which are summarized in our 2008

Form 10-K, include a prohibition on the issuance of equity securities (except in limited instances), a prohibition on the payment of dividends or other distributions on our equity securities (other than the Senior Preferred Stock or the Warrant), a prohibition on our issuance of subordinated debt securities, and a limitation on the amount of debt securities we may have outstanding.

Certain rights provided to certificateholders under the trust documents may not be enforced against FHFA, or enforcement of such rights may be delayed, during the conservatorship or if we are placed into receivership. The trust documents provide that upon the occurrence of a guarantor event of default, which includes the appointment of a conservator or receiver, certificateholders have the right to replace Fannie Mae as trustee if the requisite percentage of certificateholders consent. The Regulatory Reform Act prevents certificateholders from enforcing their rights to replace Fannie Mae as trustee if the event of default arises solely because a conservator or receiver has been appointed.

We are continuing to operate as a going concern while in conservatorship and remain liable for all of our obligations, including our guaranty obligations, associated with mortgage-backed securities issued by us. The Stock Purchase Agreement and the Credit Facility are intended to enhance our ability to meet our obligations. However, certificateholders have certain limited rights to bring proceedings against Treasury if we fail to pay under our guaranty.

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of June 1, 2009. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Class 2007-56-FJ REMIC Certificate Class 2007-56-SJ REMIC Certificate
2	Class 2007-36-FC REMIC Certificate Class 2007-36-SC REMIC Certificate
3	Group 3 MBS
4	Group 4 MBS Class 2006-58-EC RCR Certificate
5	Group 5 MBS
6	Group 6 MBS
7	Class 2006-128-FC REMIC Certificate Class 2006-128-SC REMIC Certificate
8	Group 8 MBS Group 8 Ginnie Mae Certificates

Group 1, Group 2, Group 4 and Group 7 Underlying REMIC and RCR Certificates

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

Group 3, Group 4, Group 5, Group 6 and Group 8 MBS

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 3 MBS	\$150,000,000	5.500%	5.75% to 8.00%	241 to 360
Group 4 MBS*	\$ 29,717,113	5.500%	5.75% to 8.00%	241 to 360
Group 5 MBS*	\$300,000,000	6.000%	6.25% to 8.50%	241 to 360
Group 6 MBS	\$280,000,000	5.500%	5.75% to 8.00%	241 to 360
Group 8 MBS	\$ 7,084,224	5.545%†	5.45% to 8.80%	98 to 360
	\$ 738,824	6.451%††	6.28% to 9.78%	153 to 360

* As further described in this prospectus supplement, the mortgage loans underlying the Group 4 MBS and the Group 5 MBS provide for interest only periods that may range from at least 7 to no more than 10 years following origination. The assumed remaining terms to expiration of the interest only periods for those mortgage loans are set forth below.

† Represents the weighted average pass-through rate for the related MBS. The range of pass-through rates for the related MBS is 5.20% to 6.30%.

†† Represents the weighted average pass-through rate for the related MBS. The range of pass-through rates for the related MBS is 6.03% to 7.28%.

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>	<u>Remaining Term to Expiration of Interest Only Period (in months)</u>
Group 3 MBS	\$150,000,000	360	347	12	5.978%	N/A
Group 4 MBS	\$ 29,717,113	360	334	26	6.228%	94
Group 5 MBS	\$300,000,000	360	340	19	6.600%	101
Group 6 MBS	\$280,000,000	360	348	11	5.968%	N/A
Group 8 MBS	\$ 7,084,224	360	224	115	6.229%	N/A
	\$ 738,824	360	229	110	6.951%	N/A

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 underlying the Trust MBS will differ from those shown above, perhaps significantly.

Group 8 Ginnie Mae Certificates

Characteristics of the Group 8 Ginnie Mae Certificates

<u>Approximate Principal Balance</u>	<u>Range of Pass-Through Rates</u>	<u>Weighted Average Pass-Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
\$9,712,671	5.33% to 7.280%	6.073%	5.83% to 8.780%	3 to 360
\$5,668,715	5.33% to 7.125%	5.727%	5.83% to 7.625%	163 to 360

Assumed Characteristics of the Underlying Mortgage Loans

<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
\$9,712,671	360	236	111	6.629%
\$5,668,715	360	222	125	6.227%

Settlement Date

We expect to issue the certificates on June 30, 2009.

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.

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.

Book-Entry and Physical Certificates

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

<u>Fed Book-Entry</u>	<u>DTC Book-Entry</u>	<u>Physical</u>
All classes other than the WA, R and RL Classes	WA Class	R and RL Classes

Exchanging Certificates Through Combination and Recombination

If you own certificates of a class designated as “exchangeable” on the cover of this prospectus supplement, you will be able to exchange them for a proportionate interest in the related RCR certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates. You can exchange your certificates by notifying us and paying an exchange fee. We will deliver the RCR certificates upon such exchange.

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
WF	1.368%	7.00%	1.05%	LIBOR + 105 basis points
WS	5.632%	5.95%	0.00%	5.95% – LIBOR
FA	1.323%	7.00%	1.00%	LIBOR + 100 basis points
SA	5.677%	6.00%	0.00%	6.0% – LIBOR

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

During each interest accrual period, the weighted average coupon class will bear interest at the applicable annual rate described under “Description of the Certificates—Distributions of Interest—*Weighted Average Coupon Class*” in this prospectus supplement.

Notional Classes

The notional principal balances of the notional classes will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

<u>Class</u>	
IO	3.8461511760% of the P Class
IT	9.0909086666% of the <i>sum</i> of the TA, TZ and TC Classes
IA	9.0909089285% of the <i>sum</i> of the CZ, PC and PL Classes
PI	18.1818177777% of the PC Class
VI	16.6666666666% of the V Class
IH	16.6666664842% of the H Class
WS	100% of the WF Class
SA	100% of the FA Class
JI	7.6923076923% of the PJ Class
HI	16.6666664914% of the <i>sum</i> of the V and H Classes

Distributions of Principal

For a description of the principal payment priorities, see “Description of the Certificates—Distributions of Principal” in this prospectus supplement.

Weighted Average Lives (years)*

		PSA Prepayment Assumption								
Group 1 Classes		0%	100%	300%	500%	644%	900%	1100%	1300%	
P and IO		19.3	10.1	4.6	2.7	2.0	1.3	0.9	0.7	
		PSA Prepayment Assumption								
Group 2 Class		0%	100%	300%	500%	644%	900%	1100%	1300%	
PT		27.9	12.3	4.9	2.8	2.0	1.3	1.0	0.7	
		PSA Prepayment Assumption								
Group 3 Classes		0%	100%	365%	450%	550%	700%	900%	1100%	1300%
TA	13.5	6.0	2.8	2.8	2.8	2.3	1.8	1.5	1.2	
TC	22.1	13.2	10.4	10.4	10.4	8.3	6.1	4.6	3.5	
TZ	26.6	20.0	9.6	5.1	1.5	0.7	0.5	0.4	0.3	
IT	20.5	10.6	4.2	3.5	2.8	2.2	1.7	1.4	1.2	
T	13.8	6.3	3.1	3.1	3.1	2.5	2.0	1.6	1.3	
		PSA Prepayment Assumption								
Group 4 Classes		0%	100%	200%	405%	445%	600%	800%	1100%	1400%
CZ	24.3	16.6	13.6	3.9	2.1	0.8	0.5	0.3	0.2	
PC, PI, PE and PH	13.1	5.0	4.2	4.2	4.2	3.2	2.3	1.4	0.9	
PL	19.2	16.3	16.3	16.3	16.3	14.6	10.3	6.3	3.8	
IA	19.4	8.6	6.1	4.2	3.9	2.8	2.0	1.2	0.7	
		PSA Prepayment Assumption								
Group 5 Classes		0%	100%	300%	500%	710%	900%	1100%	1450%	
H, IH, HA and HE	22.1	10.1	4.0	2.3	1.6	1.2	0.9	0.6		
HZ	29.6	25.9	15.9	10.2	6.9	5.1	3.8	2.3		
V, VI, VE and VH	5.7	5.7	5.7	5.1	4.0	3.1	2.4	1.5		
WF, WS and ET	22.7	11.5	5.1	3.0	2.0	1.5	1.1	0.7		
HB	29.6	25.9	15.9	9.7	6.4	4.7	3.5	2.0		
HC and HI	21.4	9.9	4.1	2.5	1.7	1.3	1.0	0.7		

		PSA Prepayment Assumption							
<u>Group 6 Classes</u>		<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>450%</u>	<u>650%</u>	<u>900%</u>	<u>1100%</u>	<u>1300%</u>
AK, FA, SA and AP		20.5	10.6	5.0	3.5	2.5	1.8	1.4	1.2
		PSA Prepayment Assumption							
<u>Group 7 Classes</u>		<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>560%</u>	<u>800%</u>	<u>1000%</u>	<u>1200%</u>	
PJ and JI		18.9	10.0	4.6	2.4	1.5	1.1	0.8	
		PSA Prepayment Assumption							
<u>Group 8 Class</u>		<u>0%</u>	<u>100%</u>	<u>375%</u>	<u>600%</u>	<u>800%</u>	<u>1000%</u>		
WA		20.8	7.8	3.4	2.1	1.5	1.1		

* Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

ADDITIONAL RISK FACTOR

Payments on the Group 4 Classes also will be affected by the payment priority governing the Group 4 Underlying RCR Certificate. If you invest in a Group 4 Class, the rate at which you receive payments also will be affected by the priority sequence governing principal payments on the Group 4 Underlying RCR Certificate.

As described in the related Underlying REMIC Disclosure Document, the Group 4 Underlying RCR Certificate is governed by a principal balance schedule. As a result, the Group 4 Underlying RCR Certificate may receive principal payments faster or slower than would otherwise have been the case. In some cases, the Group 4 Underlying RCR Certificate may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule on principal payments over time may be

eliminated. In such a case, the Group 4 Underlying RCR Certificate will receive principal payments at a rate that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the Group 4 Underlying RCR Certificate has adhered to its principal balance schedule,
- any related support classes remain outstanding, or
- the Group 4 Underlying RCR Certificate otherwise has performed as originally anticipated.

You may obtain additional information about the Group 4 Underlying RCR Certificate by reviewing its current class factor in light of other information available in the related Underlying REMIC Disclosure Document. You may obtain that document from us as described on page S-3.

DESCRIPTION OF THE CERTIFICATES

The material under this heading describes the principal 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”) pursuant to a trust agreement dated as of August 1, 2007 and a supplement thereto dated as of June 1, 2009 (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 August 1, 2007 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 assets of the Trust will include:

- four groups of previously issued REMIC and RCR certificates (the “Group 1 Underlying REMIC Certificates,” “Group 2 Underlying REMIC Certificates,” “Group 4 Underlying RCR Certificate” and “Group 7 Underlying REMIC Certificates,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A,

- five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 3 MBS,” “Group 4 MBS,” “Group 5 MBS,” “Group 6 MBS” and “Group 8 MBS,” and together, the “Trust MBS”), and
- certain “fully modified pass-through” mortgage-backed securities guaranteed by Ginnie Mae as to timely payment of principal and interest (the “Group 8 Ginnie Mae Certificates”).

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

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

Each Group 8 Ginnie Mae Certificate is based on and backed by a pool of mortgage loans (together with the mortgage loans underlying the MBS, the “Mortgage Loans”) which are either insured or guaranteed by the Federal Housing Administration (“FHA”), the Department of Veterans Affairs (“VA”) or the Department of Agriculture, through its Rural Development Housing and Community Facilities Program (“RD”).

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

The following chart contains information about the assets, the “regular interests” and the “residual interests” of each REMIC. The REMIC Certificates other than the R and RL Classes are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R and RL Classes are collectively referred to as the “Residual Classes” or “Residual Certificates.”

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC	Underlying REMIC Certificates, Trust MBS and Group 8 Ginnie Mae Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Underlying REMIC Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Documents. Our guaranties are not backed by the full faith and credit of the United States.

Characteristics of Certificates. Except as specified below, we will issue the Certificates 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.”

The WA Class will be represented by a single certificate (the “DTC Certificate”) to be registered at all times in the name of the nominee of The Depository Trust Company (“DTC”), a New York-chartered limited purpose trust company, or any successor or depository selected or approved by us. We refer to the nominee of DTC as the “Holder” or “Certificateholder” of the DTC Certificate. DTC will maintain the DTC Certificate through its book-entry facilities.

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual 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 a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

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

<u>Classes</u>	<u>Denominations</u>
Interest Only and Inverse Floating Rate Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The Underlying REMIC Certificates

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of those trusts consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. 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.

In addition, the Mortgage Loans backing the Group 4 Underlying RCR Certificate provide for interest only periods that may range from at least 7 to no more than 10 years following origination. See “Risk Factors—Prepayment Factors—*Refinance Environment*—Fixed-rate and adjustable-rate mortgage loans with long initial interest-only payment periods may be more likely to be refinanced or become delinquent than other mortgage loans” in the MBS Prospectus.

Distributions on the Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying REMIC Certificates are described in the related Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Underlying REMIC Certificates.

For further information about the Underlying REMIC Certificates telephone us at 1-800-237-8627. Additional information about the Underlying REMIC Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. 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 those documents may be limited.

The Trust MBS

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, the Mortgage Loans underlying the Group 3 and Group 6 MBS are “jumbo-conforming” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Jumbo-Conforming Mortgage Loans*” in the MBS Prospectus.

Furthermore, the scheduled monthly payments on the Mortgage Loans underlying the Group 4 MBS and the Group 5 MBS represent accrued interest only for periods that may range from at least

seven to no more than ten years following origination. See “Risk Factors—Prepayment Factors—*Refinance Environment*—Fixed-rate and adjustable-rate mortgage loans with long initial interest-only periods may be more likely to be refinanced or become delinquent than other mortgage loans” in the MBS Prospectus.

Finally, approximately 90.56% of the Mortgage Loans underlying the Group 8 MBS (by principal balance at the Issue Date) are assumable Mortgage Loans. Assumable Mortgage Loans contain a provision that allows the loan to be assumed by new borrowers that meet certain eligibility standards. See “Yield, Maturity and Prepayment Considerations—Maturity and Prepayment Considerations—*Due-on-Sale Clause*” in the MBS Prospectus.

For additional information, see “Summary—Group 3, Group 4, Group 5, Group 6 and Group 8 MBS—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

The Group 8 Ginnie Mae Certificates and Ginnie Mae

The Group 8 Ginnie Mae Certificates

Each Group 8 Ginnie Mae Certificate is a “fully modified pass-through” mortgage-backed security, guaranteed as to timely distribution of principal and interest by Ginnie Mae.

Approximately 63.15% of the Group 8 Ginnie Mae Certificates (by principal balance at the Issue Date) are issued under the Ginnie Mae II program. The remainder of the Group 8 Ginnie Mae Certificates are issued under the Ginnie Mae I program.

For additional information about the Group 8 Ginnie Mae Certificates, see “Summary—Group 8 Ginnie Mae Certificates—Characteristics of the Group 8 Ginnie Mae Certificates” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and the general information set forth below.

Ginnie Mae

The Government National Mortgage Association (or Ginnie Mae) is a wholly-owned corporate instrumentality of the United States within HUD. Section 306(g) of Title III of the National Housing Act of 1934, as amended (the “Housing Act”), authorizes Ginnie Mae to guarantee the timely payment of principal and interest on certificates that are backed by a pool of mortgage loans insured or guaranteed by the FHA, VA or RD.

Section 306(g) of the Housing Act provides that “the full faith and credit of the United States is pledged to the payment of all amounts which may be required to be paid under any guaranty under this subsection.” To meet these guaranty obligations, Ginnie Mae may borrow from the United States Treasury without limitation.

Ginnie Mae Single Family Programs

Each Ginnie Mae certificate represents ownership interests in a pool of single-family mortgage loans and will be a “fully modified pass-through” mortgage-backed security issued and serviced by a mortgage banking company or other financial concern approved by Ginnie Mae as a seller-servicer of FHA-insured mortgage loans. The mortgage loans backing each Ginnie Mae certificate will be insured or guaranteed by the FHA, VA or RD. Ginnie Mae certificates are issued under the Ginnie Mae I program (“Ginnie Mae I Certificates”) and the Ginnie Mae II program (“Ginnie Mae II Certificates”). Holders of Ginnie Mae I Certificates and Ginnie Mae II Certificates have essentially similar rights, although there are certain differences between the two programs.

Ginnie Mae I Program

A single Ginnie Mae issuer assembles a pool of mortgage loans (originated within two years of issuance) against which it issues and markets Ginnie Mae I Certificates. All mortgage loans underlying a particular Ginnie Mae I Certificate must be of the same type (for example, level payment, single-family mortgage loans) and have the same fixed annual interest rate. The annual pass-through rate on each Ginnie Mae I Certificate will be 0.50% less than the annual interest rate on the mortgage loans included in the related pool. Registered holders of Ginnie Mae I Certificates receive payments of principal and interest on the 15th of each month or, if the 15th is not a business day, on the first business day after the 15th.

Ginnie Mae II Program

Mortgage pools may be formed by aggregating packages of mortgage loans (originated within two years of issuance) of more than one Ginnie Mae issuer. Under this option, loan packages submitted by various Ginnie Mae issuers for a particular issue date and pass-through rate are aggregated into a single pool that backs a single issue of Ginnie Mae II Certificates. Each Ginnie Mae II Certificate issued under a multiple issuer pool is backed by a proportionate interest in the entire pool rather than solely by the loan package contributed by any one Ginnie Mae issuer. In addition, single issuer pools also may be formed under the Ginnie Mae II program. Each Ginnie Mae II Certificate pool consists entirely of fixed-rate mortgage loans or entirely of adjustable-rate mortgage loans. Registered holders of Ginnie Mae II Certificates receive payments of principal and interest on the 20th of each month or, if the 20th is not a business day, on the first business day after the 20th.

Fixed-rate mortgage loans backing any particular Ginnie Mae II Certificate must be of the same type, but may have annual interest rates that vary by up to 1.00%. For fixed-rate Ginnie Mae II Certificates issued before July 1, 2003, the annual pass-through rate will range from 0.50% to 1.50% less than the highest annual interest rate on any mortgage loan included in the pool of mortgage loans that backs the Ginnie Mae II Certificate. For fixed-rate Ginnie Mae II Certificates issued on or after July 1, 2003, the annual pass-through rate will range from 0.25% to 0.75% less than the highest annual interest rate on any mortgage loan included in the pool of mortgage loans that backs the Ginnie Mae II Certificate.

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement on a 30/360 basis. 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.

Delay Classes and No-Delay Classes. The “delay” Classes and “no-delay” Classes are set forth in the following table:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate and Weighted Average Coupon Classes	Floating Rate and Inverse Floating Rate Classes

See “Description of the Certificates—Distributions on Certificates—*Interest Distributions*” in the REMIC Prospectus.

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

Weighted Average Coupon Class. On each Distribution Date, we will pay interest on the WA Class at an annual rate equal to the weighted average of (x) the pass-through rates of the Group 8 MBS and (y) the pass-through rates of the Group 8 Ginnie Mae Certificates, weighted in each case on the basis of their principal balances on that date (before giving effect to payments made in the month in which that date occurs).

During the initial Interest Accrual Period, the WA Class is expected to bear interest at an annual rate of approximately 5.83931%.

Our determination of the interest rate for the WA Class for each 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.

Distributions of Principal

On the Distribution Date in each month, we will make payments of principal on the Certificates as described below.

- *Group 1*

The Group 1 Principal Distribution Amount to P until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 1 Principal Distribution Amount” is the principal then paid on the Group 1 Underlying REMIC Certificates.

- *Group 2*

The Group 2 Principal Distribution Amount to PT until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 2 Principal Distribution Amount” is the principal then paid on the Group 2 Underlying REMIC Certificates.

- *Group 3*

The TZ Accrual Amount to Aggregate Group I to its Planned Balance, and thereafter to TZ.

} Accretion
Directed/PAC
Group and
Accrual Class

The Group 3 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance.
2. To TZ until retired.
3. To Aggregate Group I to zero.

} PAC Group

} Support
Class

} PAC Group

The “TZ Accrual Amount” is any interest then accrued and added to the principal balance of the TZ Class.

The “Group 3 Cash Flow Distribution Amount” is the principal then paid on the Group 3 MBS.

“Aggregate Group I” consists of the TA and TC Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to TA and TC, in that order, until retired.

Aggregate Group I has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group I.

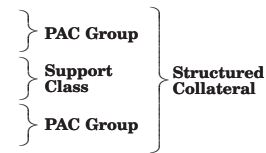
- *Group 4*

The CZ Accrual Amount to Aggregate Group II to its Planned Balance, and thereafter to CZ.

} Accretion
Directed/PAC
Group and
Accrual Class

The Group 4 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group II to its Planned Balance.
2. To CZ until retired.
3. To Aggregate Group II to zero.



The “CZ Accrual Amount” is any interest then accrued and added to the principal balance of the CZ Class.

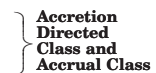
The “Group 4 Cash Flow Distribution Amount” is the aggregate principal then paid on the Group 4 MBS and Group 4 Underlying RCR Certificate.

“Aggregate Group II” consists of the PC and PL Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to PC and PL, in that order, until retired.

Aggregate Group II has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group II.

- *Group 5*

The HZ Accrual Amount to V until retired, and thereafter to HZ.



The Group 5 Cash Flow Distribution Amount as follows:

— 33.3333333333% to WF until retired, and



— 66.6666666667% to H, V and HZ, in that order, until retired.



The “HZ Accrual Amount” is any interest then accrued and added to the principal balance of the HZ Class.

The “Group 5 Cash Flow Distribution Amount” is the principal then paid on the Group 5 MBS.

- *Group 6*

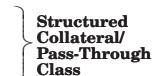
The Group 6 Principal Distribution Amount to AK and FA, pro rata, until retired.



The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 MBS.

- *Group 7*

The Group 7 Principal Distribution Amount to PJ until retired.



The “Group 7 Principal Distribution Amount” is the principal then paid on the Group 7 Underlying REMIC Certificates.

- *Group 8*

The Group 8 Principal Distribution Amount to WA until retired.



The “Group 8 Principal Distribution Amount” is the *sum* of (x) the principal then paid on the Group 8 MBS *plus* (y) the principal payable on the Group 8 Ginnie Mae Certificates (calculated as described below) during the month in which the related Distribution Date occurs.

Certain Calculations Relating to the Group 8 Ginnie Mae Certificates

On or about the eighth business day of each month, we will aggregate the amount of principal reported to be payable on the Group 8 Ginnie Mae Certificates that month, based on published Ginnie Mae factors applicable to the Group 8 Ginnie Mae Certificates.

For any Group 8 Ginnie Mae Certificate for which a factor is not then available, we will calculate the amount of scheduled principal payments distributable in respect of that Ginnie Mae Certificate during that month based on the assumed amortization schedules of the related Mortgage Loans. The amortization schedules will be prepared on the assumptions that:

- each Mortgage Loan amortizes on a level installment basis, had an original term to maturity of 360 months, and a remaining term to maturity equal to the remaining term to maturity of the latest maturing Mortgage Loan underlying the related Group 8 Ginnie Mae Certificate at its origination, adjusted to the Issue Date; and
- each Mortgage Loan bears an annual interest rate that is equal to the weighted average coupon for the related Group 8 Ginnie Mae Certificate as made available by Ginnie Mae.

All such amounts (whether reported in Ginnie Mae factors or calculated by us) will be reflected in the class factors for the Distribution Date in that month. We will pay those amounts to Holders of Certificates of the Group 8 Class on that Distribution Date, whether or not we receive them.

The class factors will also reflect (and we will also pay) the *excess* of

- the distributions of principal of the Group 8 Ginnie Mae Certificates that we receive during the month prior to the month of that Distribution Date
- over*
- the amount of principal that we calculated and paid previously in accordance with the Ginnie Mae factors and the assumed distribution schedules specified above.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Underlying REMIC Certificates, the priority sequence governing principal payments on the Group 4 Underlying RCR Certificate, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 3, Group 4, Group 5, Group 6 and Group 8 MBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 4 and Group 5 MBS have the remaining terms to expiration of their interest only periods specified under “Summary—Group 3, Group 4, Group 5, Group 6 and Group 8 MBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 8 Ginnie Mae Certificates have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 8 Ginnie Mae Certificates—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- we distribute all payments (including prepayments) on the Mortgage Loans underlying the Group 8 Ginnie Mae Certificates, together with any related payments under the Ginnie Mae guaranty, in the month we receive them;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is June 30, 2009; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. The prepayment model used in this prospectus supplement is PSA. For a description of PSA, see “Yield, Maturity and Prepayment Considerations—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.

Principal Balance Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, these Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for these Classes would not be narrower than that shown below for the related Aggregate Group.

<u>Groups</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 365% and 550% PSA	Between 346% and 550% PSA
Aggregate Group II Planned Balances	Between 200% and 445% PSA	Between 172% and 445% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	TA and TC
Aggregate Group II	PC and PL

See “—Decrement Tables” below for the percentages of original principal balances of the individual Classes included in the Aggregate Groups that would be outstanding at various *constant* PSA rates, including the upper and lower bands of the applicable Structuring Ranges, based on the Pricing Assumptions.

We cannot assure you that the balance of either Aggregate Group will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of either Aggregate Group will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

If you are considering the purchase of a PAC Class, you should first take into account the considerations set forth below.

- We will distribute any excess of principal distributions over the amount necessary to reduce an Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within a Structuring Range or an Effective Range, principal distributions may be insufficient to reduce the applicable Aggregate Group to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- 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. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the applicable Aggregate

Groups might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.

- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Aggregate Group will be supported by one other Class. When the supporting Class is retired, the Aggregate Group receiving the benefit of that support, if still outstanding, may no longer have an Effective Range and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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

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

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

We cannot assure you that

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

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

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

The Fixed Rate Interest Only Classes. **The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to**

maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:

<u>Class</u>	<u>% PSA</u>
IO	504%
IT	912%
IA	742%
PI	803%
IH	715%
VI	914%
JI	602%
HI	727%

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 the original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
IO	17.000%
IT	9.000%
IA	11.500%
PI	12.000%
IH	9.000%
VI	18.000%
JI	13.750%
HI	9.375%

* 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.

In the following yield tables, the symbol * is used to represent a yield of less than (99.9)%.

Sensitivity of the IO Class to Prepayments

	PSA Prepayment Assumption							
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>500%</u>	<u>644%</u>	<u>900%</u>	<u>1100%</u>	<u>1300%</u>
Pre-Tax Yields to Maturity . .	34.9%	31.3%	16.4%	0.4%	(12.1)%	(36.7)%	(59.2)%	(86.4)%

Sensitivity of the IT Class to Prepayments

	PSA Prepayment Assumption								
	<u>50%</u>	<u>100%</u>	<u>365%</u>	<u>450%</u>	<u>550%</u>	<u>700%</u>	<u>900%</u>	<u>1100%</u>	<u>1300%</u>
Pre-Tax Yields to Maturity . .	61.4%	58.2%	40.8%	35.0%	27.9%	16.8%	1.0%	(16.1)%	(35.1)%

Sensitivity of the IA Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	200%	405%	445%	600%	800%	1100%	1400%
Pre-Tax Yields to Maturity . .	45.7%	40.2%	34.1%	25.6%	23.5%	12.4%	(5.6)%	(39.7)%	(87.0)%

Sensitivity of the PI Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	200%	405%	445%	600%	800%	1100%	1400%
Pre-Tax Yields to Maturity . .	39.7%	31.5%	25.5%	25.5%	25.5%	17.5%	0.3%	(35.9)%	(89.2)%

Sensitivity of the IH Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	300%	500%	710%	900%	1100%	1450%
Pre-Tax Yields to Maturity . .	68.9%	64.8%	47.2%	26.4%	0.7%	(25.6)%	(55.7)%	*

Sensitivity of the VI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	300%	500%	710%	900%	1100%	1450%
Pre-Tax Yields to Maturity . .	21.1%	21.1%	21.1%	19.4%	12.2%	1.0%	(15.7)%	(61.4)%

Sensitivity of the JI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	300%	560%	800%	1000%	1200%
Pre-Tax Yields to Maturity . .	44.9%	41.2%	25.7%	3.8%	(18.9)%	(40.5)%	(65.9)%

Sensitivity of the HI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	300%	500%	710%	900%	1100%	1450%
Pre-Tax Yields to Maturity . .	65.5%	61.6%	44.8%	25.5%	2.1%	(21.9)%	(49.7)%	*

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

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

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

<u>Class</u>	<u>Price*</u>
WS	7.625%
SA	6.000%

* 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.

In the following yield tables, the symbol * is used to represent a yield of less than (99.9)%.

Sensitivity of the WS 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>300%</u>	<u>500%</u>	<u>710%</u>	<u>900%</u>	<u>1100%</u>	<u>1450%</u>
0.160%	85.1%	81.2%	65.4%	48.4%	29.0%	9.8%	(12.8)%	(62.7)%
0.318%	82.4%	78.6%	62.8%	45.9%	26.7%	7.6%	(14.9)%	(64.6)%
2.318%	50.1%	46.6%	32.0%	16.3%	(1.6)%	(19.5)%	(40.6)%	(87.9)%
4.318%	19.4%	16.2%	2.7%	(11.9)%	(28.5)%	(45.1)%	(65.0)%	*
5.950%	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>300%</u>	<u>450%</u>	<u>650%</u>	<u>900%</u>	<u>1100%</u>	<u>1300%</u>
0.160%	113.8%	110.6%	97.3%	87.0%	72.5%	53.3%	36.6%	18.5%
0.323%	110.1%	106.9%	93.7%	83.4%	69.0%	49.7%	33.1%	15.1%
2.323%	66.5%	63.4%	50.7%	40.7%	26.7%	7.9%	(8.5)%	(26.5)%
4.323%	26.2%	23.2%	10.7%	0.8%	(13.2)%	(32.2)%	(49.1)%	(68.0)%
6.000%	*	*	*	*	*	*	*	*

Weighted Average Lives of the Certificates

For a description of how the weighted average life of a Certificate is determined, see “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” 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 distributions,

- the priority sequences of distributions of principal of the Group 3, Group 4 and Group 5 Classes, and
- in the case of the Group 4 Classes, the priority sequence affecting principal payments on the Group 4 Underlying RCR Certificate.

See “—Distributions of Principal” above and “Description of the Certificates—Distributions of Principal” in the applicable 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.

In the case of the information set forth for each Class under 0% PSA, however, we assumed that the 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 Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying REMIC Certificates	360 months	335 months	9.00%
Group 2 Underlying REMIC Certificates	480 months	453 months	9.00%
Group 3 MBS	360 months	360 months	8.00%
Group 4 MBS	360 months	360 months(1)	8.00%
Group 4 Underlying RCR Certificate	360 months	324 months(2)	8.00%
Group 5 MBS	360 months	360 months(1)	8.50%
Group 6 MBS	360 months	360 months	8.00%
Group 7 Underlying REMIC Certificates	360 months	330 months	9.00%
Group 8 MBS	360 months	360 months	*
Group 8 Ginnie Mae Certificates	360 months	360 months	**

(1) In addition, we have assumed that each Mortgage Loan underlying the Group 4 MBS and the Group 5 MBS has a remaining interest only period of 120 months.

(2) In addition, we have assumed that each Mortgage Loan backing the Group 4 Underlying RCR Certificate has a remaining interest only period of 84 months.

* The Mortgage Loans backing the Group 8 MBS in the following principal amounts are assumed to have the following annual interest rates:

<u>Principal Amounts</u>	<u>Interest Rates</u>
\$7,084,224	8.80%
\$ 738,824	9.78%

** The Mortgage Loans backing the Group 8 Ginnie Mae Certificates in the following principal amounts are assumed to have the following annual interest rates:

<u>Principal Amounts</u>	<u>Interest Rates</u>
\$9,712,671	8.780%
\$5,668,715	7.625%

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates, remaining terms to maturity or, if applicable, remaining interest only periods assumed, or that the Mortgage Loans will prepay at any *constant* PSA level.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA rates, 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	P and IO+ Classes							
	PSA Prepayment Assumption							
	0%	100%	300%	500%	644%	900%	1100%	1300%
Initial Percent	100	100	100	100	100	100	100	100
June 2010	99	93	81	69	61	45	34	22
June 2011	98	86	65	48	37	21	11	5
June 2012	97	80	53	33	22	9	4	1
June 2013	96	74	43	23	13	4	1	*
June 2014	95	68	34	16	8	2	*	*
June 2015	94	62	28	11	5	1	*	*
June 2016	92	57	22	7	3	*	*	*
June 2017	91	53	18	5	2	*	*	*
June 2018	89	48	14	3	1	*	*	*
June 2019	87	44	11	2	1	*	*	*
June 2020	85	40	9	2	*	*	*	*
June 2021	83	36	7	1	*	*	*	0
June 2022	80	33	6	1	*	*	*	0
June 2023	78	29	4	*	*	*	*	0
June 2024	75	26	3	*	*	*	*	0
June 2025	71	23	3	*	*	*	0	0
June 2026	68	21	2	*	*	*	0	0
June 2027	64	18	2	*	*	*	0	0
June 2028	60	15	1	*	*	*	0	0
June 2029	55	13	1	*	*	*	0	0
June 2030	50	11	1	*	*	0	0	0
June 2031	45	9	*	*	*	0	0	0
June 2032	39	7	*	*	*	0	0	0
June 2033	32	5	*	*	*	0	0	0
June 2034	25	3	*	*	*	0	0	0
June 2035	17	1	*	*	*	0	0	0
June 2036	9	0	0	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	0
June 2038	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0
Weighted Average								
Life (years)**	19.3	10.1	4.6	2.7	2.0	1.3	0.9	0.7

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Date	PT Class							
	PSA Prepayment Assumption							
	0%	100%	300%	500%	644%	900%	1100%	1300%
Initial Percent.	100	100	100	100	100	100	100	100
June 2010	100	93	82	70	61	46	34	22
June 2011	99	87	66	48	37	21	11	5
June 2012	99	82	54	34	23	10	4	1
June 2013	98	76	44	23	14	4	1	*
June 2014	98	71	36	16	8	2	*	*
June 2015	98	66	29	11	5	1	*	*
June 2016	97	62	24	8	3	*	*	*
June 2017	96	57	19	5	2	*	*	*
June 2018	96	53	16	4	1	*	*	*
June 2019	95	50	13	3	1	*	*	*
June 2020	94	46	10	2	*	*	*	*
June 2021	93	43	8	1	*	*	*	0
June 2022	92	39	7	1	*	*	*	0
June 2023	91	36	5	1	*	*	*	0
June 2024	90	34	4	*	*	*	*	0
June 2025	89	31	3	*	*	*	*	0
June 2026	87	29	3	*	*	*	0	0
June 2027	86	26	2	*	*	*	0	0
June 2028	84	24	2	*	*	*	0	0
June 2029	82	22	1	*	*	*	0	0
June 2030	80	20	1	*	*	*	0	0
June 2031	78	18	1	*	*	*	0	0
June 2032	76	16	1	*	*	0	0	0
June 2033	73	15	1	*	*	0	0	0
June 2034	71	13	*	*	*	0	0	0
June 2035	67	12	*	*	*	0	0	0
June 2036	64	10	*	*	*	0	0	0
June 2037	60	9	*	*	*	0	0	0
June 2038	56	8	*	*	*	0	0	0
June 2039	52	7	*	*	*	0	0	0
June 2040	47	5	*	*	*	0	0	0
June 2041	42	4	*	*	*	0	0	0
June 2042	36	3	*	*	*	0	0	0
June 2043	30	3	*	*	0	0	0	0
June 2044	23	2	*	*	0	0	0	0
June 2045	15	1	*	*	0	0	0	0
June 2046	7	*	*	0	0	0	0	0
June 2047	0	0	0	0	0	0	0	0
June 2048	0	0	0	0	0	0	0	0
June 2049	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.9	12.3	4.9	2.8	2.0	1.3	1.0	0.7

Date	TA Class									TC Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	365%	450%	550%	700%	900%	1100%	1300%	0%	100%	365%	450%	550%	700%	900%	1100%	1300%
Initial Percent.	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	98	93	82	82	82	82	78	68	59	100	100	100	100	100	100	100	100	100
June 2011	96	83	58	58	58	49	35	22	11	100	100	100	100	100	100	100	100	100
June 2012	93	74	39	39	39	26	13	5	0	100	100	100	100	100	100	100	100	80
June 2013	91	65	24	24	24	13	4	0	0	100	100	100	100	100	100	100	70	17
June 2014	88	56	14	14	14	6	0	0	0	100	100	100	100	100	100	86	23	4
June 2015	85	48	8	8	8	1	0	0	0	100	100	100	100	100	100	39	8	1
June 2016	82	40	4	4	4	0	0	0	0	100	100	100	100	100	77	18	3	*
June 2017	79	33	1	1	1	0	0	0	0	100	100	100	100	100	44	8	1	*
June 2018	75	25	0	0	0	0	0	0	0	100	100	77	77	77	25	4	*	*
June 2019	71	18	0	0	0	0	0	0	0	100	100	48	48	48	14	2	*	*
June 2020	67	12	0	0	0	0	0	0	0	100	100	29	29	29	8	1	*	*
June 2021	63	5	0	0	0	0	0	0	0	100	100	16	16	16	4	*	*	*
June 2022	58	0	0	0	0	0	0	0	0	100	72	8	8	8	2	*	*	*
June 2023	53	0	0	0	0	0	0	0	0	100	3	3	3	3	1	*	*	*
June 2024	48	0	0	0	0	0	0	0	0	100	0	0	0	0	1	*	*	0
June 2025	42	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	*	0
June 2026	36	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	*	0
June 2027	29	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	*	0
June 2028	22	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	*	0
June 2029	15	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	*	0
June 2030	7	0	0	0	0	0	0	0	0	100	0	0	0	0	*	*	0	0
June 2031	0	0	0	0	0	0	0	0	0	58	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	0
June 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	*	0	0	0
June 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.5	6.0	2.8	2.8	2.8	2.3	1.8	1.5	1.2	22.1	13.2	10.4	10.4	10.4	8.3	6.1	4.6	3.5

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Date	TZ Class									IT† Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	365%	450%	550%	700%	900%	1100%	1300%	0%	100%	365%	450%	550%	700%	900%	1100%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	105	105	100	81	59	26	0	0	0	99	95	85	82	78	73	66	58	50
June 2011	110	110	100	62	19	0	0	0	0	98	88	66	60	53	43	31	21	12
June 2012	116	116	100	52	3	0	0	0	0	97	82	51	43	35	25	14	7	3
June 2013	122	122	99	49	1	0	0	0	0	96	76	39	31	23	14	6	2	1
June 2014	128	128	91	44	1	0	0	0	0	95	70	30	22	15	8	3	1	*
June 2015	135	135	80	37	1	0	0	0	0	94	64	23	16	10	5	1	*	*
June 2016	142	142	68	30	1	0	0	0	0	92	59	18	11	7	3	1	*	*
June 2017	149	149	56	24	1	0	0	0	0	91	54	13	8	4	1	*	*	*
June 2018	157	157	46	19	1	0	0	0	0	89	50	10	6	3	1	*	*	*
June 2019	165	165	37	15	1	0	0	0	0	88	46	8	4	2	*	*	*	*
June 2020	173	173	30	12	1	0	0	0	0	86	42	6	3	1	*	*	*	*
June 2021	182	182	23	9	1	0	0	0	0	84	38	4	2	1	*	*	*	*
June 2022	191	191	18	7	1	0	0	0	0	82	34	3	1	*	*	*	*	0
June 2023	201	185	15	5	1	0	0	0	0	79	31	3	1	*	*	*	*	0
June 2024	211	167	11	4	1	0	0	0	0	77	28	2	1	*	*	*	*	0
June 2025	222	150	8	3	1	0	0	0	0	74	25	1	*	*	*	*	*	0
June 2026	234	133	6	2	*	0	0	0	0	71	22	1	*	*	*	*	*	0
June 2027	246	118	5	1	*	0	0	0	0	68	20	1	*	*	*	*	0	0
June 2028	258	103	3	1	*	0	0	0	0	64	17	1	*	*	*	*	0	0
June 2029	271	90	2	1	*	0	0	0	0	60	15	*	*	*	*	*	0	0
June 2030	285	77	2	*	*	0	0	0	0	56	13	*	*	*	*	*	0	0
June 2031	300	65	1	*	*	0	0	0	0	52	11	*	*	*	*	*	0	0
June 2032	282	54	1	*	*	0	0	0	0	47	9	*	*	*	*	0	0	0
June 2033	251	43	1	*	*	0	0	0	0	42	7	*	*	*	*	0	0	0
June 2034	217	33	*	*	*	0	0	0	0	36	6	*	*	*	*	0	0	0
June 2035	180	24	*	*	*	0	0	0	0	30	4	*	*	*	*	0	0	0
June 2036	140	15	*	*	*	0	0	0	0	23	3	*	*	*	*	0	0	0
June 2037	97	7	*	*	*	0	0	0	0	16	1	*	*	*	*	0	0	0
June 2038	51	0	0	0	0	0	0	0	0	8	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.6	20.0	9.6	5.1	1.5	0.7	0.5	0.4	0.3	20.5	10.6	4.2	3.5	2.8	2.2	1.7	1.4	1.2

Date	T Class									CZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	365%	450%	550%	700%	900%	1100%	1300%	0%	100%	200%	405%	445%	600%	800%	1100%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	98	93	82	82	82	82	79	70	61	105	105	100	67	60	35	2	0	0
June 2011	96	84	60	60	60	52	37	25	15	110	110	100	45	35	0	0	0	0
June 2012	94	75	41	41	41	29	17	8	3	116	116	100	32	21	0	0	0	0
June 2013	91	66	27	27	27	17	8	3	1	122	122	100	25	13	0	0	0	0
June 2014	88	58	18	18	18	10	3	1	*	128	128	100	23	3	0	0	0	0
June 2015	86	50	12	12	12	5	2	*	*	135	135	99	23	2	0	0	0	0
June 2016	83	43	8	8	8	3	1	*	*	142	142	96	22	2	0	0	0	0
June 2017	79	35	5	5	5	2	*	*	*	149	149	89	19	2	0	0	0	0
June 2018	76	28	3	3	3	1	*	*	*	157	157	80	16	2	0	0	0	0
June 2019	72	22	2	2	2	1	*	*	*	165	139	71	13	2	0	0	0	0
June 2020	68	15	1	1	1	*	*	*	*	173	128	63	11	2	0	0	0	0
June 2021	64	9	1	1	1	*	*	*	*	182	118	54	9	2	0	0	0	0
June 2022	60	3	*	*	*	*	*	*	0	191	107	47	7	2	0	0	0	0
June 2023	55	*	*	*	*	*	*	*	0	201	97	40	6	2	0	0	0	0
June 2024	50	0	0	0	0	*	*	*	0	211	87	34	5	2	0	0	0	0
June 2025	44	0	0	0	0	*	*	*	0	222	78	29	4	2	0	0	0	0
June 2026	39	0	0	0	0	*	*	*	0	234	69	24	4	2	0	0	0	0
June 2027	32	0	0	0	0	*	*	0	0	246	60	20	3	2	0	0	0	0
June 2028	26	0	0	0	0	*	*	0	0	258	52	16	2	1	0	0	0	0
June 2029	18	0	0	0	0	*	*	0	0	233	44	13	1	1	0	0	0	0
June 2030	11	0	0	0	0	*	*	0	0	194	37	10	1	*	0	0	0	0
June 2031	2	0	0	0	0	*	*	0	0	164	31	8	1	*	0	0	0	0
June 2032	0	0	0	0	0	*	*	0	0	148	25	6	*	*	0	0	0	0
June 2033	0	0	0	0	0	*	0	0	0	132	19	4	*	*	0	0	0	0
June 2034	0	0	0	0	0	*	0	0	0	114	13	3	*	*	0	0	0	0
June 2035	0	0	0	0	0	*	0	0	0	95	8	2	*	*	0	0	0	0
June 2036	0	0	0	0	0	*	0	0	0	74	4	1	*	*	0	0	0	0
June 2037	0	0	0	0	0	*	0	0	0	51	0	0	0	0	0	0	0	0
June 2038	0	0	0	0	0	0	0	0	0	27	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.8	6.3	3.1	3.1	3.1	2.5	2.0	1.6	1.3	24.3	16.6	13.6	3.9	2.1	0.8	0.5	0.3	0.2

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Date	PC, PI†, PE and PH Classes									PL Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	405%	445%	600%	800%	1100%	1400%	0%	100%	200%	405%	445%	600%	800%	1100%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	99	89	85	85	85	85	85	58	28	100	100	100	100	100	100	100	100	100
June 2011	97	78	70	70	70	69	46	19	4	100	100	100	100	100	100	100	100	100
June 2012	96	67	57	57	57	44	24	6	*	100	100	100	100	100	100	100	100	100
June 2013	95	57	46	46	46	28	12	2	0	100	100	100	100	100	100	100	100	22
June 2014	93	48	35	35	35	18	6	*	0	100	100	100	100	100	100	100	100	4
June 2015	92	39	25	25	25	11	3	0	0	100	100	100	100	100	100	100	52	1
June 2016	90	30	18	18	18	7	1	0	0	100	100	100	100	100	100	100	18	*
June 2017	86	20	13	13	13	4	*	0	0	100	100	100	100	100	100	100	6	*
June 2018	82	9	9	9	9	2	0	0	0	100	100	100	100	100	100	88	2	*
June 2019	77	6	6	6	6	1	0	0	0	100	100	100	100	100	100	45	1	*
June 2020	71	4	4	4	4	1	0	0	0	100	100	100	100	100	100	22	*	0
June 2021	64	2	2	2	2	*	0	0	0	100	100	100	100	100	100	11	*	0
June 2022	57	1	1	1	1	0	0	0	0	100	100	100	100	100	83	6	*	0
June 2023	50	1	1	1	1	0	0	0	0	100	100	100	100	100	51	3	*	0
June 2024	41	*	*	*	*	0	0	0	0	100	100	100	100	100	31	1	*	0
June 2025	33	0	0	0	0	0	0	0	0	100	63	63	63	63	19	1	*	0
June 2026	23	0	0	0	0	0	0	0	0	100	12	12	12	12	11	*	0	0
June 2027	13	0	0	0	0	0	0	0	0	100	0	0	0	0	7	*	0	0
June 2028	2	0	0	0	0	0	0	0	0	100	0	0	0	0	4	*	0	0
June 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	2	*	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	*	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	*	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	0
June 2036	0	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	0	0
June 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	13.1	5.0	4.2	4.2	4.2	3.2	2.3	1.4	0.9	19.2	16.3	16.3	16.3	16.3	14.6	10.3	6.3	3.8

Date	IA† Class									H, IH†, HA and HE Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	405%	445%	600%	800%	1100%	1400%	0%	100%	300%	500%	710%	900%	1100%	1450%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
June 2010	100	92	88	81	80	75	69	47	23	100	94	83	72	60	50	38	17	
June 2011	100	84	76	66	64	56	37	16	4	100	88	67	48	31	18	7	0	
June 2012	100	77	66	53	51	36	19	5	1	100	82	53	31	14	3	0	0	
June 2013	100	70	56	42	40	23	10	2	*	100	77	42	19	4	0	0	0	
June 2014	100	64	48	33	29	15	5	1	*	100	72	32	10	0	0	0	0	
June 2015	100	58	40	25	21	9	3	*	*	100	67	25	4	0	0	0	0	
June 2016	100	52	33	19	16	6	1	*	*	100	62	19	*	0	0	0	0	
June 2017	98	45	28	14	11	4	1	*	*	100	58	14	0	0	0	0	0	
June 2018	96	38	23	11	8	2	*	*	*	100	53	9	0	0	0	0	0	
June 2019	94	32	19	8	6	1	*	*	0	100	48	5	0	0	0	0	0	
June 2020	91	28	16	6	4	1	*	*	0	98	43	2	0	0	0	0	0	
June 2021	87	25	13	4	3	1	*	*	0	95	38	0	0	0	0	0	0	
June 2022	83	22	11	3	2	*	*	*	0	93	34	0	0	0	0	0	0	
June 2023	79	20	9	2	1	*	*	*	0	90	29	0	0	0	0	0	0	
June 2024	74	17	7	2	1	*	*	*	0	87	25	0	0	0	0	0	0	
June 2025	69	15	6	1	1	*	*	*	0	84	22	0	0	0	0	0	0	
June 2026	64	13	5	1	*	*	*	0	0	80	18	0	0	0	0	0	0	
June 2027	58	12	4	1	*	*	*	0	0	76	15	0	0	0	0	0	0	
June 2028	52	10	3	*	*	*	*	0	0	72	12	0	0	0	0	0	0	
June 2029	45	9	2	*	*	*	*	0	0	67	9	0	0	0	0	0	0	
June 2030	37	7	2	*	*	*	*	0	0	62	6	0	0	0	0	0	0	
June 2031	31	6	1	*	*	*	*	0	0	57	4	0	0	0	0	0	0	
June 2032	29	5	1	*	*	*	*	0	0	51	1	0	0	0	0	0	0	
June 2033	25	4	1	*	*	*	*	0	0	44	0	0	0	0	0	0	0	
June 2034	22	3	1	*	*	*	*	0	0	37	0	0	0	0	0	0	0	
June 2035	18	2	*	*	*	*	*	0	0	29	0	0	0	0	0	0	0	
June 2036	14	1	*	*	*	*	*	0	0	21	0	0	0	0	0	0	0	
June 2037	10	0	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0	
June 2038	5	0	0	0	0	0	0	0	0	1	0	0	0	0	0	0	0	
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)**	19.4	8.6	6.1	4.2	3.9	2.8	2.0	1.2	0.7	22.1	10.1	4.0	2.3	1.6	1.2	0.9	0.6	

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Date	HZ Class								V, VI†, VE and VH Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	300%	500%	710%	900%	1100%	1450%	0%	100%	300%	500%	710%	900%	1100%	1450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	106	106	106	106	106	106	106	106	93	93	93	93	93	93	93	93
June 2011	112	112	112	112	112	112	112	65	85	85	85	85	85	85	85	0
June 2012	118	118	118	118	118	118	103	8	77	77	77	77	77	77	0	0
June 2013	125	125	125	125	125	108	35	1	68	68	68	68	68	0	0	0
June 2014	132	132	132	132	132	50	12	*	59	59	59	59	13	0	0	0
June 2015	139	139	139	139	81	23	4	*	49	49	49	49	0	0	0	0
June 2016	147	147	147	147	47	10	1	*	39	39	39	39	0	0	0	0
June 2017	155	155	155	126	27	5	*	*	28	28	28	0	0	0	0	0
June 2018	164	164	164	87	15	2	*	*	17	17	17	0	0	0	0	0
June 2019	173	173	173	59	8	1	*	*	5	5	5	0	0	0	0	0
June 2020	177	177	177	40	5	*	*	0	0	0	0	0	0	0	0	0
June 2021	177	177	177	27	3	*	*	0	0	0	0	0	0	0	0	0
June 2022	177	177	177	140	18	1	*	0	0	0	0	0	0	0	0	0
June 2023	177	177	110	12	1	*	*	0	0	0	0	0	0	0	0	0
June 2024	177	177	86	8	*	*	*	0	0	0	0	0	0	0	0	0
June 2025	177	177	67	6	*	*	*	0	0	0	0	0	0	0	0	0
June 2026	177	177	52	4	*	*	*	0	0	0	0	0	0	0	0	0
June 2027	177	177	40	2	*	*	*	0	0	0	0	0	0	0	0	0
June 2028	177	177	31	2	*	*	*	0	0	0	0	0	0	0	0	0
June 2029	177	177	23	1	*	*	0	0	0	0	0	0	0	0	0	0
June 2030	177	177	17	1	*	*	0	0	0	0	0	0	0	0	0	0
June 2031	177	177	13	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2032	177	177	9	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2033	177	159	6	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2034	177	119	4	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2035	177	81	2	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2036	177	45	1	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2037	177	11	*	*	*	*	0	0	0	0	0	0	0	0	0	0
June 2038	177	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.6	25.9	15.9	10.2	6.9	5.1	3.8	2.3	5.7	5.7	5.7	5.1	4.0	3.1	2.4	1.5

Date	WF, WS† and ET Classes								HB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	300%	500%	710%	900%	1100%	1450%	0%	100%	300%	500%	710%	900%	1100%	1450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	100	95	85	75	64	54	43	24	100	100	100	100	100	100	100	100
June 2011	100	89	69	52	37	25	15	3	100	100	100	100	100	100	100	37
June 2012	100	84	57	37	21	11	5	*	100	100	100	100	100	100	58	5
June 2013	100	79	47	26	12	5	2	*	100	100	100	100	100	61	20	1
June 2014	100	74	38	18	7	2	1	*	100	100	100	100	80	28	7	*
June 2015	100	70	31	13	4	1	*	*	100	100	100	100	46	13	2	*
June 2016	100	65	26	9	2	1	*	*	100	100	100	100	26	6	1	*
June 2017	100	62	21	6	1	*	*	*	100	100	100	71	15	3	*	*
June 2018	100	57	17	4	1	*	*	*	100	100	100	49	9	1	*	*
June 2019	100	52	14	3	*	*	*	0	100	100	100	33	5	1	*	*
June 2020	98	48	11	2	*	*	*	0	100	100	100	23	3	*	*	0
June 2021	96	43	9	1	*	*	*	0	100	100	100	15	1	*	*	0
June 2022	93	39	7	1	*	*	*	0	100	100	79	10	1	*	*	0
June 2023	91	36	5	1	*	*	*	0	100	100	62	7	*	*	*	0
June 2024	88	32	4	*	*	*	*	0	100	100	49	5	*	*	*	0
June 2025	85	29	3	*	*	*	*	0	100	100	38	3	*	*	*	0
June 2026	82	25	3	*	*	*	0	0	100	100	30	2	*	*	*	0
June 2027	78	22	2	*	*	*	0	0	100	100	23	1	*	*	*	0
June 2028	74	20	1	*	*	*	0	0	100	100	17	1	*	*	*	0
June 2029	70	17	1	*	*	*	0	0	100	100	13	1	*	*	0	0
June 2030	65	14	1	*	*	*	0	0	100	100	10	*	*	*	0	0
June 2031	60	12	1	*	*	*	0	0	100	100	7	*	*	*	0	0
June 2032	55	10	*	*	*	0	0	0	100	100	5	*	*	*	0	0
June 2033	49	8	*	*	*	0	0	0	100	90	3	*	*	*	0	0
June 2034	42	6	*	*	*	0	0	0	100	67	2	*	*	*	0	0
June 2035	35	4	*	*	*	0	0	0	100	46	1	*	*	0	0	0
June 2036	27	2	*	*	*	0	0	0	100	25	1	*	*	0	0	0
June 2037	19	1	*	*	0	0	0	0	100	6	*	*	*	0	0	0
June 2038	10	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	22.7	11.5	5.1	3.0	2.0	1.5	1.1	0.7	29.6	25.9	15.9	9.7	6.4	4.7	3.5	2.0

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Date	HC and HI† Classes								AK, FA, SA† and AP Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	300%	500%	710%	900%	1100%	1450%	0%	100%	300%	450%	650%	900%	1100%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	100	94	84	73	62	51	40	20	99	95	88	83	76	67	60	53
June 2011	99	88	67	49	33	20	10	0	98	89	72	61	47	33	22	14
June 2012	99	82	54	32	16	6	0	0	97	82	58	44	28	15	7	3
June 2013	99	76	43	20	6	0	0	0	96	76	47	32	17	7	2	1
June 2014	98	71	34	12	1	0	0	0	95	70	38	23	10	3	1	*
June 2015	98	66	26	6	0	0	0	0	94	64	30	16	6	1	*	*
June 2016	98	61	20	2	0	0	0	0	92	59	24	12	4	1	*	*
June 2017	97	57	14	0	0	0	0	0	91	55	20	8	2	*	*	*
June 2018	97	52	10	0	0	0	0	0	89	50	16	6	1	*	*	*
June 2019	96	46	5	0	0	0	0	0	88	46	13	4	1	*	*	*
June 2020	94	41	2	0	0	0	0	0	86	42	10	3	*	*	*	*
June 2021	92	36	0	0	0	0	0	0	84	38	8	2	*	*	*	*
June 2022	89	32	0	0	0	0	0	0	82	34	6	1	*	*	*	0
June 2023	87	28	0	0	0	0	0	0	79	31	5	1	*	*	*	0
June 2024	84	24	0	0	0	0	0	0	77	28	4	1	*	*	*	0
June 2025	80	21	0	0	0	0	0	0	74	25	3	1	*	*	*	0
June 2026	77	18	0	0	0	0	0	0	71	22	2	*	*	*	*	0
June 2027	73	14	0	0	0	0	0	0	68	20	2	*	*	*	0	0
June 2028	69	12	0	0	0	0	0	0	64	17	1	*	*	*	0	0
June 2029	65	9	0	0	0	0	0	0	60	15	1	*	*	*	0	0
June 2030	60	6	0	0	0	0	0	0	56	13	1	*	*	*	0	0
June 2031	54	4	0	0	0	0	0	0	52	11	1	*	*	*	0	0
June 2032	49	1	0	0	0	0	0	0	47	9	*	*	*	*	0	0
June 2033	42	0	0	0	0	0	0	0	42	7	*	*	*	0	0	0
June 2034	35	0	0	0	0	0	0	0	36	6	*	*	*	0	0	0
June 2035	28	0	0	0	0	0	0	0	30	4	*	*	*	0	0	0
June 2036	20	0	0	0	0	0	0	0	23	3	*	*	*	0	0	0
June 2037	11	0	0	0	0	0	0	0	16	1	*	*	*	0	0	0
June 2038	1	0	0	0	0	0	0	0	8	0	0	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.4	9.9	4.1	2.5	1.7	1.3	1.0	0.7	20.5	10.6	5.0	3.5	2.5	1.8	1.4	1.2

Date	PJ and JI† Classes							WA Class					
	PSA Prepayment Assumption							PSA Prepayment Assumption					
	0%	100%	300%	560%	800%	1000%	1200%	0%	100%	375%	600%	800%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2010	99	93	81	66	51	39	28	99	91	75	62	51	39
June 2011	98	86	65	43	26	16	8	98	83	57	39	25	15
June 2012	97	80	53	28	13	6	2	98	76	42	24	13	6
June 2013	96	73	43	18	7	2	1	97	69	32	15	6	2
June 2014	95	68	34	12	4	1	*	96	62	24	9	3	1
June 2015	93	62	28	8	2	*	*	94	55	17	6	2	*
June 2016	92	57	22	5	1	*	*	93	49	13	3	1	*
June 2017	90	53	18	3	*	*	*	92	44	9	2	*	*
June 2018	88	48	14	2	*	*	*	90	39	7	1	*	*
June 2019	87	44	11	1	*	*	*	89	34	5	1	*	*
June 2020	84	40	9	1	*	*	*	87	29	3	*	*	*
June 2021	82	36	7	1	*	*	*	85	25	2	*	*	*
June 2022	80	33	6	*	*	*	*	83	20	2	*	*	*
June 2023	77	29	4	*	*	*	0	81	16	1	*	*	*
June 2024	74	26	3	*	*	*	0	78	13	1	*	*	*
June 2025	70	23	3	*	*	*	0	75	9	*	*	*	*
June 2026	67	20	2	*	*	*	0	73	6	*	*	*	*
June 2027	63	18	2	*	*	*	0	69	3	*	*	*	0
June 2028	58	15	1	*	*	0	0	66	1	*	*	*	0
June 2029	54	13	1	*	*	0	0	62	0	0	0	0	0
June 2030	48	11	1	*	*	0	0	58	0	0	0	0	0
June 2031	43	8	*	*	*	0	0	54	0	0	0	0	0
June 2032	36	6	*	*	*	0	0	49	0	0	0	0	0
June 2033	29	4	*	*	*	0	0	43	0	0	0	0	0
June 2034	22	3	*	*	0	0	0	38	0	0	0	0	0
June 2035	14	1	*	*	0	0	0	31	0	0	0	0	0
June 2036	5	*	*	0	0	0	0	24	0	0	0	0	0
June 2037	0	0	0	0	0	0	0	17	0	0	0	0	0
June 2038	0	0	0	0	0	0	0	9	0	0	0	0	0
June 2039	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.9	10.0	4.6	2.4	1.5	1.1	0.8	20.8	7.8	3.4	2.1	1.5	1.1

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

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—Special Characteristics of the Residual Certificates” and “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

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. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—Special Characteristics of the Residual Certificates” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

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 “Material 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 “Material 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 make a REMIC election with respect to each REMIC set forth in the table under “Description of the Certificates—General—*Structure*.” The Regular Classes will be designated as “regular interests” and the Residual Classes will be designated as the “residual interests” in the REMICs as set forth in that table. Thus, 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 Residual Classes, as “qualified mortgages” for other REMICs. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes and the Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material 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 “Material 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	644% PSA
2	644% PSA
3	450% PSA
4	405% PSA
5	710% PSA
6	450% PSA
7	560% PSA
8	375% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment 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 “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

The Holder of a Residual Certificate will be considered to be the holder of the “residual interest” in the related REMIC. Such Holder generally will be required to report its daily portion of the taxable income or net loss of the REMIC to which that Certificate relates. In certain periods, a Holder of a Residual Certificate may be required to recognize taxable income without being entitled to receive a corresponding amount of cash. Pursuant to the Trust Agreement, we will be obligated to provide to the Holder of a Residual Certificate (i) information necessary to enable it to prepare its federal income tax returns and (ii) any reports regarding the Residual Class that may be required under the Code. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

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 Regular Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in two or more underlying Regular Certificates. All of the RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax

Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates (other than the P and PT Classes) to RBS Securities Inc. (the “Dealer”) in exchange for the Underlying REMIC Certificates, the Trust MBS and the Group 8 Ginnie Mae Certificates. The Dealer proposes to offer the Certificates (other than the P and PT Classes) 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. On the Settlement Date, we expect to transfer the P and PT Classes to Fannie Mae Mega Trust Numbers 310024 and 310025, respectively, and to deliver the related Mega certificates to the Dealer.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. Sidley Austin LLP will also provide legal representation for the Dealer.

Group 1 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	June 2009 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2007-56	FJ	May 2007	31396WBS4	(2)	FLT	June 2037	PT	\$52,962,963	0.64527623	\$33,130,393.60	6.962%	323	34
2007-56	SJ	May 2007	31396WBT2	(2)	INV/IO	June 2037	NTL	52,962,963	0.64527623	33,130,393.60	6.962	323	34

- (1) See “Description of the Certificates—Definitions and Abbreviations” in the REMIC Prospectus.
(2) These classes bear interest as further described in the applicable Underlying REMIC Disclosure Document.

Group 2 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	June 2009 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2007-36	FC	March 2007	31396VRC4	(2)	FLT	April 2047	PT	\$125,000,000	0.72575622	\$81,647,574.75	7.127%	444	33
2007-36	SC	March 2007	31396VRD2	(2)	INV/IO	April 2047	NTL	125,000,000	0.72575622	81,647,574.75	7.127	444	33

- (1) See “Description of the Certificates—Definitions and Abbreviations” in the REMIC Prospectus.
(2) These classes bear interest as further described in the applicable Underlying REMIC Disclosure Document.

Note: For any pool of Mortgage Loans backing an Underlying REMIC Certificate, if a preliminary calculation indicated that the sum of the WAM and WALA for that pool exceeded the longest original term to maturity of any Mortgage Loan in the pool, the WALA used in determining the information shown in the related table was reduced as necessary to insure that the sum of the WAM and WALA does not exceed such original term to maturity.

Group 4 Underlying RCR 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 2009 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)	Approximate Weighted Average Remaining Term to Expiration of Interest Only Period (in months)
2006-58	EC	June 2006	31395NK63	5.5%	FIX	July 2036	PAC	\$55,260,909	0.77505700	\$26,282,887.40	6.148%	321	39	81

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

Group 7 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	June 2009 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2006-128	FC	December 2006	31396PEV9	(2)	FLT	January 2037	PT	\$100,000,000	0.69582162	\$34,791,081.00	7.068%	319	34
2006-128	SC	December 2006	31396PEY3	(2)	INV/IO	January 2037	NTL	140,000,000	0.69582162	34,791,081.00	7.068	319	34

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

(2) These Classes bear interest as further described in the applicable Underlying REMIC Disclosure Document.

Note: For any pool of Mortgage Loans backing an Underlying REMIC Certificate, if a preliminary calculation indicated that the sum of the WAM and WALA for that pool exceeded the longest original term to maturity of any Mortgage Loan in the pool, the WALA used in determining the information shown in the related table was reduced as necessary to insure that the sum of the WAM and WALA does not exceed such original term to maturity.

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
TA	\$120,000,000	T	\$125,000,000	PAC/AD	5.0%	FIX	31396QDA4	July 2039
TC	5,000,000							
Recombination 2								
PC	45,000,000	PE	45,000,000	SC/PAC/AD	4.5	FIX	31396QDB2	July 2039
PI	4,090,909(3)							
Recombination 3								
PC	45,000,000	PH	45,000,000	SC/PAC/AD	5.0	FIX	31396QDC0	July 2039
PI	8,181,818(3)							
Recombination 4								
H	182,750,000	ET(4)	200,000,000	PT	5.5	FIX	31396QDD8	July 2039
V	7,500,000							
HZ	9,750,000							
IH	30,458,333(3)							
VI	1,250,000(3)							
Recombination 5								
H	182,750,000	HA	182,750,000	SEQ	5.5	FIX	31396QDE6	September 2038
IH	30,458,333(3)							
Recombination 6								
V	7,500,000	HB(4)	17,250,000	SEQ	5.5	FIX	31396QDF3	July 2039
HZ	9,750,000							
VI	1,250,000(3)							
Recombination 7								
H	182,750,000	HC	190,250,000	SEQ/AD	5.5	FIX	31396QDG1	September 2038
V	7,500,000							
IH	30,458,333(3)							
VI	1,250,000(3)							

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 8								
H	\$182,750,000	HE	\$182,750,000	SEQ	5.0%	FIX	31396QDH9	September 2038
IH	15,229,166(3)							
Recombination 9								
IH	30,458,333(3)	HI	31,708,333(3)	NTL	6.0	FIX/IO	31396QDJ5	September 2038
VI	1,250,000(3)							
Recombination 10								
V	7,500,000	VE	7,500,000	SEQ/AD	5.0	FIX	31396QDK2	December 2019
VI	625,000(3)							
Recombination 11								
V	7,500,000	VH	7,500,000	SEQ/AD	5.5	FIX	31396QDL0	December 2019
VI	1,250,000(3)							
Recombination 12								
FA	40,000,000	AP	40,000,000	PT	7.0	FIX	31396QDM8	July 2039
SA	40,000,000(3)							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, 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.
- (2) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.
- (3) Notional balances. These Classes are Interest Only Classes. See page S-9 for a description of how their notional balances are calculated.
- (4) Principal payments on the REMIC Certificates in Recombinations 4 and 6 from the HZ Accrual Amount will be paid as interest on the related RCR Certificates, and thus will not reduce the principal balances of those RCR Certificates.

Principal Balance Schedules

Aggregate Group I Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$125,000,000.00	October 2013.	\$ 29,664,222.99	February 2018.	\$ 4,494,448.23
July 2009	123,597,998.90	November 2013	28,636,513.67	March 2018	4,326,339.51
August 2009	122,108,826.33	December 2013	27,643,750.80	April 2018	4,164,025.83
September 2009 . . .	120,534,565.80	January 2014	26,684,753.33	May 2018	4,007,309.22
October 2009.	118,877,465.88	February 2014.	25,758,379.96	June 2018.	3,855,998.42
November 2009	117,139,935.35	March 2014	24,863,527.73	July 2018	3,709,908.66
December 2009	115,324,537.80	April 2014	23,999,130.82	August 2018	3,568,861.45
January 2010	113,433,985.67	May 2014	23,164,159.25	September 2018 . . .	3,432,684.34
February 2010.	111,471,133.81	June 2014.	22,357,617.70	October 2018.	3,301,210.76
March 2010	109,438,972.55	July 2014	21,578,544.34	November 2018	3,174,279.76
April 2010	107,340,620.28	August 2014	20,826,009.73	December 2018	3,051,735.88
May 2010	105,179,315.52	September 2014 . . .	20,099,115.70	January 2019	2,933,428.95
June 2010.	102,958,408.72	October 2014.	19,396,994.32	February 2019.	2,819,213.87
July 2010	100,681,353.45	November 2014	18,718,806.89	March 2019	2,708,950.51
August 2010	98,351,697.45	December 2014	18,063,742.96	April 2019	2,602,503.47
September 2010 . . .	95,973,073.14	January 2015	17,431,019.36	May 2019	2,499,741.97
October 2010.	93,549,187.97	February 2015.	16,819,879.33	June 2019.	2,400,539.67
November 2010	91,083,814.46	March 2015	16,229,591.59	July 2019	2,304,774.53
December 2010	88,580,779.98	April 2015	15,659,449.50	August 2019	2,212,328.68
January 2011	86,130,891.07	May 2015	15,108,770.24	September 2019 . . .	2,123,088.22
February 2011.	83,733,031.43	June 2015.	14,576,894.01	October 2019.	2,036,943.16
March 2011	81,386,108.01	July 2015	14,063,183.26	November 2019	1,953,787.24
April 2011	79,089,050.57	August 2015	13,567,021.90	December 2019	1,873,517.83
May 2011	76,840,811.16	September 2015 . . .	13,087,814.67	January 2020	1,796,035.78
June 2011.	74,640,363.71	October 2015.	12,624,986.36	February 2020.	1,721,245.33
July 2011	72,486,703.50	November 2015	12,177,981.16	March 2020	1,649,053.98
August 2011	70,378,846.81	December 2015	11,746,262.01	April 2020	1,579,372.37
September 2011 . . .	68,315,830.42	January 2016	11,329,310.00	May 2020	1,512,114.21
October 2011.	66,296,711.19	February 2016.	10,926,623.72	June 2020.	1,447,196.13
November 2011	64,320,565.68	March 2016	10,537,718.66	July 2020	1,384,537.61
December 2011	62,386,489.72	April 2016	10,162,126.71	August 2020	1,324,060.89
January 2012	60,493,597.98	May 2016	9,799,395.53	September 2020 . . .	1,265,690.84
February 2012.	58,641,023.64	June 2016.	9,449,088.09	October 2020.	1,209,354.91
March 2012	56,827,917.95	July 2016	9,110,782.10	November 2020	1,154,983.03
April 2012	55,053,449.89	August 2016	8,784,069.54	December 2020	1,102,507.51
May 2012	53,316,805.80	September 2016 . . .	8,468,556.18	January 2021	1,051,862.97
June 2012.	51,617,189.00	October 2016.	8,163,861.12	February 2021.	1,002,986.29
July 2012	49,953,819.44	November 2016	7,869,616.32	March 2021	955,816.47
August 2012	48,325,933.38	December 2016	7,585,466.20	April 2021	910,294.63
September 2012 . . .	46,732,783.03	January 2017	7,311,067.19	May 2021	866,363.87
October 2012.	45,173,636.22	February 2017.	7,046,087.34	June 2021.	823,969.25
November 2012	43,647,776.07	March 2017	6,790,205.94	July 2021	783,057.73
December 2012	42,154,500.71	April 2017	6,543,113.12	August 2021	743,578.06
January 2013	40,702,583.96	May 2017	6,304,509.49	September 2021 . . .	705,480.74
February 2013.	39,299,936.13	June 2017.	6,074,105.82	October 2021.	668,717.98
March 2013	37,944,894.90	July 2017	5,851,622.63	November 2021	633,243.62
April 2013	36,635,853.80	August 2017	5,636,789.93	December 2021	599,013.08
May 2013	35,371,260.29	September 2017 . . .	5,429,346.86	January 2022	565,983.32
June 2013.	34,149,614.02	October 2017.	5,229,041.42	February 2022.	534,112.75
July 2013	32,969,465.00	November 2017	5,035,630.11	March 2022	503,361.23
August 2013	31,829,412.01	December 2017	4,848,877.69	April 2022	473,689.98
September 2013 . . .	30,728,100.88	January 2018	4,668,556.92	May 2022	445,061.57

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 2022	\$ 417,439.82	March 2023	\$ 208,760.11	December 2023	\$ 57,807.21
July 2022	390,789.83	April 2023	189,469.50	January 2024	43,866.20
August 2022	365,077.86	May 2023	170,861.09	February 2024.	30,420.75
September 2022 . . .	340,271.37	June 2023.	152,911.11	March 2024	17,453.52
October 2022.	316,338.91	July 2023	135,596.62	April 2024	4,947.77
November 2022	293,250.12	August 2023	118,895.46	May 2024 and thereafter	0.00
December 2022	270,975.67	September 2023 . . .	102,786.24		
January 2023	249,487.25	October 2023.	87,248.31		
February 2023.	228,757.53	November 2023	72,261.71		

Aggregate Group II 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	\$45,230,000.00	November 2012.	\$23,796,568.80	April 2016	\$ 8,940,790.35
July 2009	44,652,490.58	December 2012	23,353,197.32	May 2016	8,697,213.05
August 2009	44,068,254.67	January 2013	22,913,218.12	June 2016	8,457,656.73
September 2009	43,477,532.98	February 2013	22,476,601.96	July 2016	8,224,456.99
October 2009	42,880,573.78	March 2013	22,043,319.90	August 2016	7,997,446.56
November 2009.	42,288,351.67	April 2013	21,613,343.25	September 2016	7,776,462.55
December 2009	41,700,824.63	May 2013	21,186,643.60	October 2016	7,561,346.32
January 2010	41,117,951.01	June 2013	20,763,192.81	November 2016.	7,351,943.41
February 2010	40,539,689.62	July 2013	20,342,962.99	December 2016	7,148,103.36
March 2010	39,965,999.62	August 2013	19,925,926.52	January 2017	6,949,679.68
April 2010	39,396,840.57	September 2013	19,512,056.04	February 2017	6,756,529.69
May 2010	38,832,172.42	October 2013	19,101,324.46	March 2017	6,568,514.44
June 2010	38,271,955.50	November 2013.	18,693,704.92	April 2017	6,385,498.65
July 2010	37,716,150.53	December 2013	18,289,170.82	May 2017	6,201,964.94
August 2010	37,164,718.60	January 2014	17,887,695.82	June 2017	6,023,418.60
September 2010	36,617,621.17	February 2014	17,489,253.81	July 2017	5,849,726.07
October 2010	36,074,820.07	March 2014	17,093,818.94	August 2017	5,680,757.35
November 2010.	35,536,277.49	April 2014	16,701,365.59	September 2017	5,516,385.85
December 2010	35,001,955.98	May 2014	16,311,868.37	October 2017	5,356,488.38
January 2011	34,471,818.47	June 2014	15,925,302.16	November 2017.	5,200,944.97
February 2011	33,945,828.21	July 2014	15,541,642.04	December 2017	5,049,638.88
March 2011	33,423,948.82	August 2014	15,160,863.35	January 2018	4,902,456.42
April 2011	32,906,144.27	September 2014	14,782,941.64	February 2018	4,759,286.94
May 2011	32,392,378.85	October 2014	14,407,852.69	March 2018	4,620,022.72
June 2011	31,882,617.22	November 2014.	14,035,639.68	April 2018	4,484,558.91
July 2011	31,376,824.36	December 2014	13,671,126.53	May 2018	4,352,793.43
August 2011.	30,874,965.58	January 2015	13,315,927.43	June 2018	4,224,626.90
September 2011	30,377,006.52	February 2015	12,969,804.38	July 2018	4,099,962.62
October 2011	29,882,913.16	March 2015	12,632,525.46	August 2018	3,978,706.41
November 2011.	29,392,651.80	April 2015	12,303,864.70	September 2018	3,860,766.62
December 2011	28,906,189.03	May 2015	11,983,601.89	October 2018	3,746,054.04
January 2012	28,423,491.80	June 2015	11,671,522.43	November 2018.	3,634,481.80
February 2012	27,944,527.36	July 2015	11,367,417.23	December 2018	3,525,965.39
March 2012	27,469,263.24	August 2015	11,071,082.53	January 2019	3,420,422.50
April 2012	26,997,667.32	September 2015	10,782,319.77	February 2019	3,317,773.03
May 2012	26,529,707.75	October 2015	10,499,656.96	March 2019	3,217,939.02
June 2012	26,065,353.03	November 2015.	10,224,243.15	April 2019	3,120,844.56
July 2012	25,604,571.88	December 2015	9,955,879.66	May 2019	3,026,415.79
August 2012.	25,147,333.39	January 2016	9,694,398.97	June 2019	2,934,580.80
September 2012	24,693,606.90	February 2016	9,439,246.48	July 2019	2,845,269.59
October 2012	24,243,362.07	March 2016	9,190,026.75	August 2019	2,758,414.04

Aggregate Group II (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 2019	\$ 2,673,947.83	February 2022	\$ 1,020,897.40	July 2024	\$ 294,811.21
October 2019	2,591,806.43	March 2022	984,585.81	August 2024	279,019.96
November 2019	2,511,927.01	April 2022	949,291.41	September 2024	263,681.16
December 2019	2,434,248.43	May 2022	914,986.37	October 2024	248,782.25
January 2020	2,358,711.15	June 2022	881,643.62	November 2024	234,311.01
February 2020	2,285,257.27	July 2022	849,236.81	December 2024	220,255.53
March 2020	2,213,830.39	August 2022	817,740.30	January 2025	206,604.25
April 2020	2,144,375.64	September 2022	787,129.14	February 2025	193,345.92
May 2020	2,076,839.61	October 2022	757,379.05	March 2025	180,469.59
June 2020	2,011,170.31	November 2022	728,466.41	April 2025	167,964.62
July 2020	1,947,317.15	December 2022	700,368.23	May 2025	155,820.64
August 2020	1,885,230.88	January 2023	673,062.16	June 2025	144,027.57
September 2020	1,824,863.58	February 2023	646,526.42	July 2025	132,575.63
October 2020	1,766,168.61	March 2023	620,739.85	August 2025	121,455.27
November 2020	1,709,100.56	April 2023	595,681.83	September 2025	110,657.22
December 2020	1,653,615.25	May 2023	571,332.33	October 2025	100,172.46
January 2021	1,599,669.69	June 2023	547,671.84	November 2025	89,992.23
February 2021	1,547,222.02	July 2023	524,681.37	December 2025	80,107.98
March 2021	1,496,231.52	August 2023	502,342.48	January 2026	70,511.41
April 2021	1,446,658.55	September 2023	480,637.18	February 2026	61,194.46
May 2021	1,398,464.54	October 2023	459,548.00	March 2026	52,149.28
June 2021	1,351,611.94	November 2023	439,057.93	April 2026	43,368.22
July 2021	1,306,064.22	December 2023	419,150.44	May 2026	34,843.86
August 2021	1,261,785.84	January 2024	399,809.41	June 2026	26,568.99
September 2021	1,218,742.17	February 2024	381,019.20	July 2026	18,536.56
October 2021	1,176,899.57	March 2024	362,764.55	August 2026	10,739.75
November 2021	1,136,225.25	April 2024	345,030.66	September 2026	3,171.92
December 2021	1,096,687.33	May 2024	327,803.10	October 2026 and thereafter	0.00
January 2022	1,058,254.78	June 2024	311,067.83		

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.

\$958,773,482



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2009-48**

PROSPECTUS SUPPLEMENT

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June 22, 2009