

\$525,646,289



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2009-63**

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 class), 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 and
- Fannie Mae MBS.

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
FA	1	\$ 41,890,066	SC/PT	(2)	FLT	31396QVR7	March 2037
TI	1	4,607,907(3)	NTL	(2)	INV/IO	31396QVS5	March 2037
PA(4) . .	1	11,550,000	SC/PAC	5.0%	FIX	31396QVT3	March 2037
PL(4) . .	1	170,000	SC/PAC	5.0	FIX	31396QVU0	March 2037
HA	1	3,937,000	SC/SUP	5.0	FIX	31396QVV8	March 2037
HB	1	51,775	SC/SUP	5.0	FIX	31396QVW6	March 2037
FB	2	36,755,000	PAC	(2)	FLT	31396QVX4	August 2039
FC	2	5,291,045	SUP	(2)	FLT	31396QVY2	August 2039
SA	2	42,046,045(3)	NTL	(2)	INV/IO	31396QVZ9	August 2039
LA(4) . .	2	6,620,000	PAC	5.0	FIX	31396QWA3	July 2039
LY(4) . .	2	72,000	PAC	5.0	FIX	31396QWB1	August 2039
JA(4) . .	2	1,717,208	SUP	5.0	FIX	31396QWC9	August 2039
AB	3	1,000	SEQ	4.0	FIX	31396QWD7	September 2009
AM	3	158,527,195	SEQ	4.0	FIX	31396QWE5	August 2024
IO	3	17,614,243(3)	NTL	4.5	FIX/IO	31396QWF2	August 2024
BA	4	50,000,000	SEQ	4.5	FIX	31396QWG0	January 2027
BY	4	14,064,000	SEQ	4.5	FIX	31396QWH8	August 2029
LC(4) . .	5	87,692,000	PAC	4.0	FIX	31396QWJ4	April 2035
LI(4) . .	5	17,538,400(3)	NTL	5.0	FIX/IO	31396QWK1	April 2035
LE(4) . .	5	34,319,000	PAC	4.0	FIX	31396QWL9	February 2039
IL(4) . .	5	6,863,800(3)	NTL	5.0	FIX/IO	31396QWM7	February 2039
LM(4) . .	5	5,581,000	PAC	5.0	FIX	31396QWN5	August 2039
PM	5	14,541,000	PAC/AD	5.0	FIX	31396QWP0	August 2039
ZM	5	1,000	PAC	5.0	FIX/Z	31396QWQ8	August 2039
FD	5	37,761,428	SUP	(2)	FLT	31396QWR6	August 2039
SD	5	15,104,572	SUP	(2)	INV	31396QWS4	August 2039
R		0	NPR	0	NPR	31396QWT2	August 2039
RL		0	NPR	0	NPR	31396QWU9	August 2039

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

(2) Based on LIBOR.

(3) Notional balances. These classes are interest only classes. See page S-8 for a description of how their notional balances are calculated.

(4) Exchangeable classes.

Carefully consider the risk factors on page S-9 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.

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 P, PT, LB, LG, LD, LP, LQ, LT and L 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 from time to time in negotiated transactions at varying prices. We expect the settlement date to be July 30, 2009.

BofA Merrill Lynch

July 27, 2009

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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 Class or the R or RL Class, the disclosure document relating to the underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Document”); 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 Document 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 Document by writing or calling the dealer at:

Banc of America Securities LLC
Capital Markets Operations
100 W. 33rd Street, 3rd Floor
New York, New York 10001
(telephone 646-733-4166).

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 July 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 2007-20-F REMIC Certificate Class 2007-20-S RCR Certificate
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS

Group 1

Exhibit A describes the underlying REMIC and RCR certificates in Group 1, 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 document as described on page S-3.

Group 2, Group 3, Group 4 and Group 5

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 2 MBS*	\$ 50,455,253	7.50%	7.75% to 10.00%	241 to 360
Group 3 MBS	\$158,528,195	4.50%	4.75% to 7.00%	91 to 180
Group 4 MBS	\$ 64,064,000	4.50%	4.75% to 7.00%	181 to 240
Group 5 MBS	\$195,000,000	5.00%	5.25% to 7.50%	241 to 360

* As further described in this prospectus supplement, the mortgage loans underlying the Group 2 MBS provide for interest only periods that may range from at least 7 to no more than 10 years following origination. The assumed remaining term to expiration of the interest only period for those mortgage loans is set forth below.

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 2 MBS	\$ 50,455,253	360	338	22	8.440%	98
Group 3 MBS	\$158,528,195	180	110	64	4.960%	N/A
Group 4 MBS	\$ 64,064,000	240	235	3	4.950%	N/A
Group 5 MBS	\$195,000,000	360	352	7	5.515%	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.

Settlement Date

We expect to issue the certificates on July 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>Physical</u>
All classes other than the R and RL Classes	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 (other than the FA and TI Classes) will bear interest at the initial interest rates listed below. The initial interest rates listed below for the FA and TI Classes are assumed rates. 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>
FA.....	1.21375%(2)	7.75%	0.90%	LIBOR + 90 basis points
TI.....	1.00000%(2)	1.00%	0.00%	62.27272% - (9.09090909 × LIBOR)
FB.....	0.82000%	8.00%	0.50%	LIBOR + 50 basis points
FC.....	0.82000%	8.00%	0.50%	LIBOR + 50 basis points
SA.....	7.18000%	7.50%	0.00%	7.5% - LIBOR
FD.....	1.79250%	7.00%	1.50%	LIBOR + 150 basis points
SD.....	13.01875%	13.75%	0.00%	13.75% - (2.49999987 × LIBOR)

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

(2) Assumed initial interest rates. We will calculate the actual interest rates for these classes on July 23, 2009 using the applicable formulas.

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>	
TI	10.9999993793% of the FA Class
SA	100% of the <i>sum</i> of the FB and FC Classes
IO	11.1111105504% of the <i>sum</i> of the AB and AM Classes
LI	20% of the LC Class
IL	20% of the LE Class

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)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>220%</u>	<u>300%</u>	<u>415%</u>	<u>575%</u>	<u>700%</u>
FA and TI	20.6	11.1	6.5	4.9	3.5	2.4	1.9
PA	18.5	7.5	4.0	4.0	4.0	2.9	2.2
PL	25.0	18.0	17.7	17.7	17.7	12.7	10.0
HA	26.4	21.4	13.1	6.7	1.3	0.6	0.4
HB	27.6	27.2	26.5	24.7	4.4	1.3	0.8
P	18.6	7.6	4.2	4.2	4.2	3.0	2.4

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>240%</u>	<u>275%</u>	<u>335%</u>	<u>525%</u>	<u>700%</u>	<u>1500%</u>
FB	22.2	9.6	5.9	5.9	5.9	5.0	3.1	2.2	0.7
FC	29.5	24.8	16.1	7.8	2.0	0.9	0.4	0.2	0.1
SA and PT	23.1	11.5	7.2	6.2	5.4	4.5	2.7	2.0	0.6
LA	21.6	8.4	5.0	5.0	5.0	5.0	3.2	2.3	0.7
LY	28.0	22.1	22.1	22.1	22.1	22.1	14.8	10.6	2.7
JA	29.1	23.2	15.2	10.0	6.4	1.7	0.6	0.4	0.1

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>400%</u>	<u>600%</u>
AB	0.1	0.1	0.1	0.1	0.1
AM	8.8	4.1	3.4	2.5	1.8
IO	8.8	4.1	3.4	2.5	1.8

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>375%</u>	<u>550%</u>
BA	10.5	5.9	4.2	2.8	2.2
BY	18.8	16.0	13.1	9.1	6.6

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>132%</u>	<u>200%</u>	<u>300%</u>	<u>650%</u>	<u>1300%</u>	<u>2400%</u>	<u>3500%</u>
LC, LI, LB and LG	13.1	4.0	4.0	4.0	4.0	2.4	1.4	0.9	0.5
LE, IL and LD	22.9	11.0	11.0	11.0	11.0	5.2	2.5	1.2	0.7
LM	25.0	19.9	19.9	19.9	19.9	9.6	4.0	1.2	0.7
PM	25.7	11.4	3.2	3.2	3.2	1.6	0.9	0.5	0.4
ZM	26.3	13.6	7.7	7.7	7.7	2.0	1.1	0.6	0.4
FD and SD	28.3	20.7	17.6	9.6	2.5	1.0	0.5	0.3	0.2
LP, LQ and LT	14.5	5.0	5.0	5.0	5.0	2.8	1.6	0.9	0.6
L	16.3	6.6	6.6	6.6	6.6	3.5	1.8	0.9	0.6

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

ADDITIONAL RISK FACTOR

“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 mortgage loans underlying the Group 5 MBS are “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 5 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.

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 July 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:

- certain previously issued REMIC and RCR certificates (the “Group 1 Underlying REMIC and RCR Certificates”) issued from the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”) as further described in Exhibit A, and
- four groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS” and “Group 5 MBS” and together, the “Trust MBS”).

The Group 1 Underlying REMIC and RCR 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 (the “Mortgage Loans”) having the characteristics described in this prospectus supplement.

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	Group 1 Underlying REMIC and RCR Certificates and Trust MBS	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 Group 1 Underlying REMIC and RCR Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Document. 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.”

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 Group 1 Underlying REMIC and RCR Certificates

The Group 1 Underlying REMIC and RCR Certificates represent beneficial ownership interests in the related Underlying REMIC Trust. The assets of that trust consists 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.

The Mortgage Loans backing the Group 1 Underlying REMIC and RCR Certificates 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 Group 1 Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 1 Underlying REMIC and RCR Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 1 Underlying REMIC and RCR Certificates.

For further information about the Group 1 Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 1 Underlying REMIC and RCR Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in that document may be limited.

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 the case of the Group 2 MBS and Group 5 MBS, up to 15 years in the case of the Group 3 MBS, and up to 20 years in the case of the Group 4 MBS.

In addition, the scheduled monthly payments on the Mortgage Loans underlying the Group 2 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 payment periods may be more likely to be refinanced or become delinquent than other mortgage loans” in the MBS Prospectus.

Furthermore, the Mortgage Loans underlying the Group 5 MBS are “jumbo-conforming” or “high balance” mortgage loans as described further under “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. See also “Additional Risk Factor—*“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*” in this prospectus supplement.

For additional information, see “Summary—Group 2, Group 3, Group 4 and Group 5—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.

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 Class) 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 Class, see “—*Accrual Class*” 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 Classes	Floating Rate and Inverse Floating Rate Classes

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

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

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 as follows:

- 72.7272724116% to FA until retired, and
- 27.2727275884% in the following priority:
 - first*, to Aggregate Group I to its Planned Balance;
 - second*, to HA and HB, in that order, until retired; and
 - third*, to Aggregate Group I to zero.

} Structured
Collateral/
Pass-Through
Class

} PAC Group
} Support
Classes
} PAC Group
} Structured
Collateral

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

“Aggregate Group I” consists of the PA and PL Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to PA and PL, 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 2*

The Group 2 Principal Distribution Amount as follows:

— 83.333334985% in the following priority:

first, to FB to its Planned Balance; } PAC Class

second, to FC until retired; and } Support Class

third, to FB until retired; and } PAC Class

— 16.666665015% in the following priority:

first, to Aggregate Group II to its Planned Balance; } PAC Group

second, to JA until retired; and } Support Class

third, to Aggregate Group II to zero. } PAC Group

The “Group 2 Principal Distribution Amount” is the principal then paid on the Group 2 MBS.

“Aggregate Group II” consists of the LA and LY Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to LA and LY, 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 3*

The Group 3 Principal Distribution Amount to AB and AM, in that order, until retired. } Sequential Pay Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount to BA and BY, in that order, until retired. } Sequential Pay Classes

The “Group 4 Principal Distribution Amount” is the principal then paid on the Group 4 MBS.

- *Group 5*

The ZM Accrual Amount to PM until retired, and thereafter to ZM. } Accretion Directed Class and Accrual Class

The Group 5 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group III to its Planned Balance. } PAC Groups

2. To Aggregate Group IV to its Planned Balance.

3. To FD and SD, pro rata, until retired. } Support Classes

4. To Aggregate Group IV to zero. } PAC Groups

5. To Aggregate Group III to zero.

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

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

“Aggregate Group III” consists of the LC, LE and LM Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III to LC, LE and LM, in that order, until retired.

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

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

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

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Group 1 Underlying REMIC and RCR Certificates 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 2, Group 3, Group 4 and Group 5—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 2 MBS have the remaining term to expiration of their interest only periods specified under “Summary—Group 2, Group 3, Group 4 and Group 5—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is July 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 or Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group or Class 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, those 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 applicable Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in each Aggregate Group, we expect

that the effective ranges for those Classes would not be narrower than that shown below for the related Aggregate Group.

<u>Groups and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 220% and 415% PSA	Between 220% and 415% PSA
FB Class Planned Balances	Between 200% and 275% PSA	Between 200% and 275% PSA
Aggregate Group II Planned Balances	Between 200% and 335% PSA	Between 200% and 335% PSA
Aggregate Group III Planned Balances	Between 100% and 300% PSA	Between 100% and 300% PSA
Aggregate Group IV Planned Balances	Between 132% and 300% PSA	Between 132% and 300% PSA

The Aggregate Groups listed above consists of the following Classes:

Aggregate Group I	PA and PL
Aggregate Group II	LA and LY
Aggregate Group III	LC, LE and LM
Aggregate Group IV	PM and ZM

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

We cannot assure you that the balance of an Aggregate Group or Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of an Aggregate Group or Class 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 or Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or Class 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 or Class 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, an Aggregate Group or Class might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Range. This is so particularly if the rate falls at the lower or higher end of that range.
- 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 or Class will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group or Class 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 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 table below, it is possible that investors in the TI and SA 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>
TI	1.5000%
SA	7.1875%
SD	96.0000%

* 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 TI 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>220%</u>	<u>300%</u>	<u>415%</u>	<u>575%</u>	<u>700%</u>
6.74%	72.6%	68.5%	58.5%	51.6%	41.2%	26.0%	13.3%
6.80%	29.4%	25.9%	17.2%	11.3%	2.4%	(10.7)%	(21.6)%
6.85%	*	*	*	*	*	*	*

**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>200%</u>	<u>240%</u>	<u>275%</u>	<u>335%</u>	<u>525%</u>	<u>700%</u>	<u>1500%</u>
0.16%	121.9%	117.5%	108.5%	104.8%	101.6%	95.9%	77.1%	58.3%	(63.6)%
0.32%	118.8%	114.4%	105.5%	101.9%	98.7%	93.0%	74.3%	55.7%	(65.4)%
2.32%	81.7%	77.7%	69.6%	66.2%	63.3%	58.2%	41.1%	24.1%	(87.2)%
4.32%	47.0%	43.4%	36.0%	33.0%	30.3%	25.6%	10.1%	(5.3)%	*
6.32%	13.9%	10.7%	4.1%	1.3%	(1.1)%	(5.3)%	(19.2)%	(33.2)%	*
7.50%	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>132%</u>	<u>200%</u>	<u>300%</u>	<u>650%</u>	<u>1300%</u>	<u>2400%</u>	<u>3500%</u>
0.14625%	14.4%	14.4%	14.4%	14.8%	15.9%	18.7%	22.7%	29.8%	38.0%
0.29250%	14.0%	14.0%	14.0%	14.4%	15.5%	18.3%	22.4%	29.5%	37.7%
2.29250%	8.6%	8.6%	8.7%	9.0%	10.3%	13.2%	17.6%	25.2%	34.0%
4.29250%	3.3%	3.4%	3.4%	3.7%	5.1%	8.3%	12.9%	20.9%	30.3%
5.50000%	0.2%	0.2%	0.3%	0.5%	2.0%	5.3%	10.0%	18.4%	28.1%

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.....	419%
LI.....	517%
IL.....	465%

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.....	10.40625%
LI.....	13.96875%
IL.....	36.25000%

* The prices do not include accrued interest. Accrued interest has been added to the prices in calculating the yields set forth in the tables below.

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

		<u>PSA Prepayment Assumption</u>				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>400%</u>	<u>600%</u>
Pre-Tax Yields to Maturity	26.7%	23.3%	16.2%	1.5%	(14.6)%	

Sensitivity of the LI Class to Prepayments

		<u>PSA Prepayment Assumption</u>							
		<u>50%</u>	<u>100%</u>	<u>132%</u>	<u>200%</u>	<u>300%</u>	<u>650%</u>	<u>1300%</u>	<u>3500%</u>
Pre-Tax Yields to Maturity	24.5%	14.3%	14.3%	14.3%	14.3%	(11.5)%	(63.3)%	*	*

Sensitivity of the IL Class to Prepayments

		<u>PSA Prepayment Assumption</u>							
		<u>50%</u>	<u>100%</u>	<u>132%</u>	<u>200%</u>	<u>300%</u>	<u>650%</u>	<u>1300%</u>	<u>3500%</u>
Pre-Tax Yields to Maturity	10.9%	7.8%	7.8%	7.8%	7.8%	(11.2)%	(60.4)%	*	*

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, and
- the priority sequences of distributions of principal of the Group 1, Group 2, Group 3, Group 4 and Group 5 Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA rates and the corresponding weighted average lives of those Classes. The tables have been prepared on the basis of the Pricing Assumptions.

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 and RCR Certificates	360 months	331 months(1)	9.50%
Group 2 MBS	360 months	360 months(2)	10.00%
Group 3 MBS	180 months	180 months	7.00%
Group 4 MBS	240 months	240 months	7.00%
Group 5 MBS	360 months	360 months	7.50%

(1) In addition, we have assumed that each Mortgage Loan backing the Group 1 Underlying REMIC and RCR Certificates has a remaining interest only period of 91 months.

(2) In addition, we have assumed that each Mortgage Loan backing the Group 2 MBS has a remaining interest only period of 120 months.

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	FA and TI† Classes							PA Class							PL Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	220%	300%	415%	575%	700%	0%	100%	220%	300%	415%	575%	700%	0%	100%	220%	300%	415%	575%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	94	87	82	75	65	58	100	92	82	82	82	82	77	100	100	100	100	100	100	100
July 2011	100	88	75	67	56	43	34	100	84	66	66	66	57	44	100	100	100	100	100	100	100
July 2012	100	83	65	55	42	28	20	100	77	53	53	53	37	25	100	100	100	100	100	100	100
July 2013	100	78	57	45	32	18	11	100	70	41	41	41	24	14	100	100	100	100	100	100	100
July 2014	100	73	49	37	24	12	7	100	64	31	31	31	15	7	100	100	100	100	100	100	100
July 2015	100	69	43	30	18	8	4	100	58	23	23	23	9	4	100	100	100	100	100	100	100
July 2016	100	65	37	25	13	5	2	100	52	17	17	17	6	2	100	100	100	100	100	100	100
July 2017	99	60	32	20	10	3	1	99	46	12	12	12	3	*	100	100	100	100	100	100	100
July 2018	97	55	27	16	7	2	1	97	39	8	8	8	1	0	100	100	100	100	100	100	66
July 2019	95	50	23	13	5	1	*	94	33	6	6	6	*	0	100	100	100	100	100	100	37
July 2020	93	46	19	10	4	1	*	91	27	4	4	4	0	0	100	100	100	100	100	80	21
July 2021	91	42	16	8	3	1	*	87	21	2	2	2	0	0	100	100	100	100	100	51	12
July 2022	88	38	13	6	2	*	*	84	16	1	1	1	0	0	100	100	100	100	100	32	7
July 2023	85	34	11	5	1	*	*	80	11	1	1	1	0	0	100	100	100	100	100	20	4
July 2024	82	31	9	4	1	*	*	75	6	0	0	0	0	0	100	100	98	98	98	13	2
July 2025	78	27	8	3	1	*	*	71	1	0	0	0	0	0	100	100	70	70	70	8	1
July 2026	74	24	6	2	1	*	*	65	0	0	0	0	0	0	100	49	49	49	49	5	1
July 2027	70	21	5	2	*	*	*	59	0	0	0	0	0	0	100	35	35	35	35	3	*
July 2028	65	18	4	1	*	*	*	53	0	0	0	0	0	0	100	24	24	24	24	2	*
July 2029	60	16	3	1	*	*	*	46	0	0	0	0	0	0	100	16	16	16	16	1	*
July 2030	55	13	2	1	*	*	*	38	0	0	0	0	0	0	100	11	11	11	11	1	*
July 2031	48	11	2	1	*	*	*	30	0	0	0	0	0	0	100	7	7	7	7	*	*
July 2032	41	9	1	*	*	*	*	20	0	0	0	0	0	0	100	5	5	5	5	*	*
July 2033	34	6	1	*	*	*	*	10	0	0	0	0	0	0	100	3	3	3	3	*	*
July 2034	26	4	1	*	*	*	*	0	0	0	0	0	0	0	13	1	1	1	1	*	*
July 2035	16	2	*	*	*	*	*	0	0	0	0	0	0	0	1	1	1	1	1	*	*
July 2036	6	*	*	*	*	*	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.6	11.1	6.5	4.9	3.5	2.4	1.9	18.5	7.5	4.0	4.0	4.0	2.9	2.2	25.0	18.0	17.7	17.7	17.7	12.7	10.0

Date	HA Class							HB Class							P Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	220%	300%	415%	575%	700%	0%	100%	220%	300%	415%	575%	700%	0%	100%	220%	300%	415%	575%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	81	53	15	0	100	100	100	100	100	100	0	100	92	82	82	82	82	78
July 2011	100	100	100	68	24	0	0	100	100	100	100	100	0	0	100	84	67	67	67	58	45
July 2012	100	100	100	59	8	0	0	100	100	100	100	100	0	0	100	77	54	54	54	38	26
July 2013	100	100	100	54	*	0	0	100	100	100	100	100	0	0	100	71	42	42	42	25	15
July 2014	100	100	100	51	0	0	0	100	100	100	100	0	0	0	100	64	32	32	32	16	9
July 2015	100	100	98	48	0	0	0	100	100	100	100	0	0	0	100	58	24	24	24	11	5
July 2016	100	100	93	44	0	0	0	100	100	100	100	0	0	0	100	53	18	18	18	7	3
July 2017	100	100	85	39	0	0	0	100	100	100	100	0	0	0	99	46	13	13	13	4	2
July 2018	100	100	77	34	0	0	0	100	100	100	100	0	0	0	97	40	10	10	10	3	1
July 2019	100	100	68	29	0	0	0	100	100	100	100	0	0	0	94	33	7	7	7	2	1
July 2020	100	100	60	24	0	0	0	100	100	100	100	0	0	0	91	28	5	5	5	1	*
July 2021	100	100	52	20	0	0	0	100	100	100	100	0	0	0	88	22	4	4	4	1	*
July 2022	100	100	44	16	0	0	0	100	100	100	100	0	0	0	84	17	3	3	3	*	*
July 2023	100	100	38	13	0	0	0	100	100	100	100	0	0	0	80	12	2	2	2	*	*
July 2024	100	100	32	10	0	0	0	100	100	100	100	0	0	0	76	7	1	1	1	*	*
July 2025	100	100	26	8	0	0	0	100	100	100	100	0	0	0	71	3	1	1	1	*	*
July 2026	100	93	22	6	0	0	0	100	100	100	100	0	0	0	66	1	1	1	1	*	*
July 2027	100	82	17	4	0	0	0	100	100	100	100	0	0	0	60	1	1	1	1	*	*
July 2028	100	71	14	3	0	0	0	100	100	100	100	0	0	0	54	*	*	*	*	*	*
July 2029	100	61	11	2	0	0	0	100	100	100	100	0	0	0	47	*	*	*	*	*	*
July 2030	100	51	8	1	0	0	0	100	100	100	100	0	0	0	39	*	*	*	*	*	*
July 2031	100	42	6	1	0	0	0	100	100	100	100	0	0	0	31	*	*	*	*	*	*
July 2032	100	33	4	0	0	0	0	100	100	100	97	0	0	0	22	*	*	*	*	*	*
July 2033	100	24	2	0	0	0	0	100	100	100	64	0	0	0	11	*	*	*	*	*	*
July 2034	100	16	1	0	0	0	0	100	100	100	38	0	0	0	*	*	*	*	*	*	*
July 2035	64	8	0	0	0	0	0	100	100	86	18	0	0	0	*	*	*	*	*	*	*
July 2036	24	1	0	0	0	0	0	100	100	16	3	0	0	0	*	*	*	*	*	*	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.4	21.4	13.1	6.7	1.3	0.6	0.4	27.6	27.2	26.5	24.7	4.4	1.3	0.8	18.6	7.6	4.2	4.2	4.2	3.0	2.4

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

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

Date	FB Class									FC Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	240%	275%	335%	525%	700%	1500%	0%	100%	200%	240%	275%	335%	525%	700%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	94	87	87	87	87	81	70	18	100	100	100	82	67	41	0	0	0
July 2011	100	87	75	75	75	74	56	41	2	100	100	100	68	41	0	0	0	0
July 2012	100	81	64	64	64	59	38	24	*	100	100	100	58	22	0	0	0	0
July 2013	100	75	55	55	55	48	26	14	*	100	100	100	51	11	0	0	0	0
July 2014	100	70	47	47	47	38	18	8	*	100	100	100	46	4	0	0	0	0
July 2015	100	65	39	39	39	30	12	5	*	100	100	100	44	1	0	0	0	0
July 2016	100	60	33	33	33	24	8	3	*	100	100	100	43	0	0	0	0	0
July 2017	100	56	27	27	27	19	6	2	*	100	100	98	41	0	0	0	0	0
July 2018	100	50	23	23	23	15	4	1	0	100	100	93	39	0	0	0	0	0
July 2019	100	45	18	18	18	12	3	*	0	100	100	87	36	0	0	0	0	0
July 2020	98	40	15	15	15	9	2	*	0	100	100	81	32	0	0	0	0	0
July 2021	96	36	12	12	12	7	1	*	0	100	100	74	29	0	0	0	0	0
July 2022	94	31	10	10	10	6	1	*	0	100	100	66	26	0	0	0	0	0
July 2023	91	27	8	8	8	4	1	*	0	100	100	59	23	0	0	0	0	0
July 2024	88	23	6	6	6	3	*	*	0	100	100	53	20	0	0	0	0	0
July 2025	85	19	5	5	5	3	*	*	0	100	100	46	17	0	0	0	0	0
July 2026	82	16	4	4	4	2	*	*	0	100	100	40	15	0	0	0	0	0
July 2027	78	12	3	3	3	1	*	*	0	100	100	35	12	0	0	0	0	0
July 2028	74	9	2	2	2	1	*	*	0	100	100	29	10	0	0	0	0	0
July 2029	69	6	2	2	2	1	*	*	0	100	100	25	9	0	0	0	0	0
July 2030	64	3	1	1	1	1	*	*	0	100	100	20	7	0	0	0	0	0
July 2031	58	1	1	1	1	*	*	*	0	100	94	16	5	0	0	0	0	0
July 2032	52	1	1	1	1	*	*	*	0	100	78	13	4	0	0	0	0	0
July 2033	45	1	1	1	1	*	*	*	0	100	62	10	3	0	0	0	0	0
July 2034	38	*	*	*	*	*	*	*	0	100	46	7	2	0	0	0	0	0
July 2035	29	*	*	*	*	*	*	*	0	100	31	4	1	0	0	0	0	0
July 2036	20	*	*	*	*	*	*	*	0	100	17	2	1	0	0	0	0	0
July 2037	10	*	*	*	*	*	*	0	0	100	2	*	*	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	87	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	22.2	9.6	5.9	5.9	5.9	5.0	3.1	2.2	0.7	29.5	24.8	16.1	7.8	2.0	0.9	0.4	0.2	0.1

Date	SA† and PT Classes									LA Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	240%	275%	335%	525%	700%	1500%	0%	100%	200%	240%	275%	335%	525%	700%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	94	89	87	85	81	71	61	15	100	93	86	86	86	86	86	77	19
July 2011	100	89	78	74	71	65	49	35	2	100	86	72	72	72	72	61	44	1
July 2012	100	83	69	64	59	52	33	21	*	100	79	60	60	60	60	41	25	0
July 2013	100	78	61	54	49	42	23	12	*	100	73	50	50	50	50	28	14	0
July 2014	100	74	53	47	41	33	16	7	*	100	67	41	41	41	41	19	8	0
July 2015	100	69	47	40	34	27	11	4	*	100	61	33	33	33	33	12	4	0
July 2016	100	65	41	34	29	21	7	2	*	100	56	26	26	26	26	8	2	0
July 2017	100	61	36	29	24	17	5	1	*	100	51	20	20	20	20	5	1	0
July 2018	100	57	31	25	20	13	3	1	0	100	45	16	16	16	16	3	0	0
July 2019	100	52	27	21	16	10	2	*	0	100	39	12	12	12	12	2	0	0
July 2020	98	48	23	17	13	8	2	*	0	98	34	9	9	9	9	1	0	0
July 2021	97	44	20	14	11	6	1	*	0	96	28	7	7	7	7	*	0	0
July 2022	94	40	17	12	9	5	1	*	0	93	24	5	5	5	5	0	0	0
July 2023	92	36	14	10	7	4	*	*	0	90	19	4	4	4	4	0	0	0
July 2024	90	33	12	8	6	3	*	*	0	87	14	3	3	3	3	0	0	0
July 2025	87	29	10	7	4	2	*	*	0	84	10	2	2	2	2	0	0	0
July 2026	84	26	9	5	4	2	*	*	0	80	6	1	1	1	1	0	0	0
July 2027	81	23	7	4	3	1	*	*	0	76	3	1	1	1	1	0	0	0
July 2028	77	20	6	3	2	1	*	*	0	71	*	*	*	*	*	0	0	0
July 2029	73	18	5	3	2	1	*	*	0	66	0	0	0	0	0	0	0	0
July 2030	69	15	4	2	1	1	*	*	0	60	0	0	0	0	0	0	0	0
July 2031	64	13	3	2	1	*	*	*	0	54	0	0	0	0	0	0	0	0
July 2032	58	10	2	1	1	*	*	*	0	47	0	0	0	0	0	0	0	0
July 2033	52	8	2	1	*	*	*	*	0	39	0	0	0	0	0	0	0	0
July 2034	45	6	1	1	*	*	*	*	0	31	0	0	0	0	0	0	0	0
July 2035	38	4	1	*	*	*	*	*	0	21	0	0	0	0	0	0	0	0
July 2036	30	2	*	*	*	*	*	*	0	11	0	0	0	0	0	0	0	0
July 2037	21	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0
July 2038	11	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	23.1	11.5	7.2	6.2	5.4	4.5	2.7	2.0	0.6	21.6	8.4	5.0	5.0	5.0	5.0	3.2	2.3	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	LY Class									JA Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	240%	275%	335%	525%	700%	1500%	0%	100%	200%	240%	275%	335%	525%	700%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	89	80	63	12	0	0
July 2011	100	100	100	100	100	100	100	100	100	100	100	100	80	63	35	0	0	0
July 2012	100	100	100	100	100	100	100	100	18	100	100	100	74	52	17	0	0	0
July 2013	100	100	100	100	100	100	100	100	2	100	100	100	70	45	7	0	0	0
July 2014	100	100	100	100	100	100	100	100	*	100	100	100	67	41	1	0	0	0
July 2015	100	100	100	100	100	100	100	100	*	100	100	100	65	39	0	0	0	0
July 2016	100	100	100	100	100	100	100	100	*	100	100	98	63	37	0	0	0	0
July 2017	100	100	100	100	100	100	100	100	*	100	100	95	60	35	0	0	0	0
July 2018	100	100	100	100	100	100	100	90	*	100	100	89	55	31	0	0	0	0
July 2019	100	100	100	100	100	100	100	51	*	100	100	82	50	28	0	0	0	0
July 2020	100	100	100	100	100	100	100	29	0	100	100	74	44	25	0	0	0	0
July 2021	100	100	100	100	100	100	100	16	0	100	100	67	39	21	0	0	0	0
July 2022	100	100	100	100	100	100	78	9	0	100	100	59	34	18	0	0	0	0
July 2023	100	100	100	100	100	100	52	5	0	100	100	52	30	16	0	0	0	0
July 2024	100	100	100	100	100	100	34	3	0	100	100	46	25	13	0	0	0	0
July 2025	100	100	100	100	100	100	22	2	0	100	100	40	22	11	0	0	0	0
July 2026	100	100	100	100	100	100	15	1	0	100	100	34	18	9	0	0	0	0
July 2027	100	100	100	100	100	100	9	*	0	100	100	29	15	7	0	0	0	0
July 2028	100	100	100	100	100	100	6	*	0	100	96	24	12	6	0	0	0	0
July 2029	100	82	82	82	82	82	4	*	0	100	84	20	10	5	0	0	0	0
July 2030	100	59	59	59	59	59	2	*	0	100	72	16	8	4	0	0	0	0
July 2031	100	42	42	42	42	42	1	*	0	100	61	13	6	3	0	0	0	0
July 2032	100	30	30	30	30	30	1	*	0	100	50	10	5	2	0	0	0	0
July 2033	100	20	20	20	20	20	1	*	0	100	40	8	3	2	0	0	0	0
July 2034	100	13	13	13	13	13	*	*	0	100	30	5	2	1	0	0	0	0
July 2035	100	7	7	7	7	7	*	*	0	100	20	3	1	1	0	0	0	0
July 2036	100	3	3	3	3	3	*	*	0	100	10	2	1	*	0	0	0	0
July 2037	57	*	*	*	*	*	*	*	0	100	1	*	*	*	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	54	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	28.0	22.1	22.1	22.1	22.1	22.1	14.8	10.6	2.7	29.1	23.2	15.2	10.0	6.4	1.7	0.6	0.4	0.1

Date	AB Class					AM Class					IO† Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	400%	600%	0%	100%	200%	400%	600%	0%	100%	200%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	0	0	0	0	0	96	86	80	69	58	96	86	80	69	58
July 2011	0	0	0	0	0	92	72	63	47	34	92	72	63	47	34
July 2012	0	0	0	0	0	87	60	49	32	19	87	60	49	32	19
July 2013	0	0	0	0	0	83	48	37	21	10	83	48	37	21	10
July 2014	0	0	0	0	0	77	37	27	13	5	77	37	27	13	5
July 2015	0	0	0	0	0	72	27	18	8	3	72	27	18	8	3
July 2016	0	0	0	0	0	66	18	11	4	1	66	18	11	4	1
July 2017	0	0	0	0	0	60	9	6	2	*	60	9	6	2	*
July 2018	0	0	0	0	0	53	1	1	*	*	53	1	1	*	*
July 2019	0	0	0	0	0	45	0	0	0	0	45	0	0	0	0
July 2020	0	0	0	0	0	38	0	0	0	0	38	0	0	0	0
July 2021	0	0	0	0	0	29	0	0	0	0	29	0	0	0	0
July 2022	0	0	0	0	0	20	0	0	0	0	20	0	0	0	0
July 2023	0	0	0	0	0	10	0	0	0	0	10	0	0	0	0
July 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)**	0.1	0.1	0.1	0.1	0.1	8.8	4.1	3.4	2.5	1.8	8.8	4.1	3.4	2.5	1.8

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

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Date	BA Class					BY Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	375%	550%	0%	100%	200%	375%	550%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2010	97	94	91	87	83	100	100	100	100	100
July 2011	94	84	77	65	54	100	100	100	100	100
July 2012	90	74	61	42	25	100	100	100	100	100
July 2013	86	64	47	24	6	100	100	100	100	100
July 2014	82	55	36	10	0	100	100	100	100	78
July 2015	78	46	25	*	0	100	100	100	100	50
July 2016	73	38	16	0	0	100	100	100	74	31
July 2017	68	30	9	0	0	100	100	100	54	20
July 2018	63	23	2	0	0	100	100	100	39	12
July 2019	57	16	0	0	0	100	100	88	28	8
July 2020	51	10	0	0	0	100	100	71	20	5
July 2021	45	5	0	0	0	100	100	56	14	3
July 2022	38	0	0	0	0	100	97	44	10	2
July 2023	30	0	0	0	0	100	79	34	6	1
July 2024	22	0	0	0	0	100	63	25	4	1
July 2025	13	0	0	0	0	100	47	18	3	*
July 2026	4	0	0	0	0	100	33	11	2	*
July 2027	0	0	0	0	0	79	19	6	1	*
July 2028	0	0	0	0	0	41	7	2	*	*
July 2029	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.5	5.9	4.2	2.8	2.2	18.8	16.0	13.1	9.1	6.6

Date	LC, LI†, LB and LG Classes										LE, IL† and LD Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%		0%	100%	132%	200%	300%	650%	1300%	2400%	3500%	
Initial Percent	100	100	100	100	100	100	100	100	100		100	100	100	100	100	100	100	100	100	
July 2010	98	91	91	91	91	91	91	21	0		100	100	100	100	100	100	100	100	0	
July 2011	96	77	77	77	77	73	*	0	0		100	100	100	100	100	100	100	0	0	
July 2012	93	62	62	62	62	26	0	0	0		100	100	100	100	100	100	9	0	0	
July 2013	91	48	48	48	48	0	0	0	0		100	100	100	100	100	93	0	0	0	
July 2014	88	35	35	35	35	0	0	0	0		100	100	100	100	100	49	0	0	0	
July 2015	85	22	22	22	22	0	0	0	0		100	100	100	100	100	23	0	0	0	
July 2016	82	11	11	11	11	0	0	0	0		100	100	100	100	100	7	0	0	0	
July 2017	78	0	0	0	0	0	0	0	0		100	100	100	100	100	0	0	0	0	
July 2018	75	0	0	0	0	0	0	0	0		100	76	76	76	76	0	0	0	0	
July 2019	71	0	0	0	0	0	0	0	0		100	58	58	58	58	0	0	0	0	
July 2020	66	0	0	0	0	0	0	0	0		100	43	43	43	43	0	0	0	0	
July 2021	62	0	0	0	0	0	0	0	0		100	30	30	30	30	0	0	0	0	
July 2022	57	0	0	0	0	0	0	0	0		100	21	21	21	21	0	0	0	0	
July 2023	51	0	0	0	0	0	0	0	0		100	13	13	13	13	0	0	0	0	
July 2024	45	0	0	0	0	0	0	0	0		100	7	7	7	7	0	0	0	0	
July 2025	39	0	0	0	0	0	0	0	0		100	2	2	2	2	0	0	0	0	
July 2026	32	0	0	0	0	0	0	0	0		100	0	0	0	0	0	0	0	0	
July 2027	25	0	0	0	0	0	0	0	0		100	0	0	0	0	0	0	0	0	
July 2028	17	0	0	0	0	0	0	0	0		100	0	0	0	0	0	0	0	0	
July 2029	9	0	0	0	0	0	0	0	0		100	0	0	0	0	0	0	0	0	
July 2030	0	0	0	0	0	0	0	0	0		99	0	0	0	0	0	0	0	0	
July 2031	0	0	0	0	0	0	0	0	0		73	0	0	0	0	0	0	0	0	
July 2032	0	0	0	0	0	0	0	0	0		46	0	0	0	0	0	0	0	0	
July 2033	0	0	0	0	0	0	0	0	0		17	0	0	0	0	0	0	0	0	
July 2034	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0	
July 2035	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0	
July 2036	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0	
July 2037	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0	
July 2038	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0	
July 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	4.0	4.0	4.0	4.0	2.4	1.4	0.9	0.5		22.9	11.0	11.0	11.0	11.0	5.2	2.5	1.2	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	LM Class									PM Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	0	100	100	89	89	89	89	27	0	0
July 2011	100	100	100	100	100	100	100	0	0	100	100	69	69	69	0	0	0	0
July 2012	100	100	100	100	100	100	100	0	0	100	100	49	49	49	0	0	0	0
July 2013	100	100	100	100	100	100	33	0	0	100	100	33	33	33	0	0	0	0
July 2014	100	100	100	100	100	100	7	0	0	100	100	20	20	20	0	0	0	0
July 2015	100	100	100	100	100	100	2	0	0	100	100	10	10	10	0	0	0	0
July 2016	100	100	100	100	100	100	*	0	0	100	100	3	3	3	0	0	0	0
July 2017	100	100	100	100	100	85	*	0	0	100	100	0	0	0	0	0	0	0
July 2018	100	100	100	100	100	51	*	0	0	100	93	0	0	0	0	0	0	0
July 2019	100	100	100	100	100	30	*	0	0	100	79	0	0	0	0	0	0	0
July 2020	100	100	100	100	100	18	*	0	0	100	61	0	0	0	0	0	0	0
July 2021	100	100	100	100	100	11	*	0	0	100	38	0	0	0	0	0	0	0
July 2022	100	100	100	100	100	6	*	0	0	100	13	0	0	0	0	0	0	0
July 2023	100	100	100	100	100	4	*	0	0	100	0	0	0	0	0	0	0	0
July 2024	100	100	100	100	100	2	*	0	0	100	0	0	0	0	0	0	0	0
July 2025	100	100	100	100	100	1	0	0	0	100	0	0	0	0	0	0	0	0
July 2026	100	85	85	85	85	1	0	0	0	100	0	0	0	0	0	0	0	0
July 2027	100	66	66	66	66	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2028	100	50	50	50	50	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2029	100	38	38	38	38	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2030	100	29	29	29	29	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2031	100	21	21	21	21	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2032	100	15	15	15	15	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2033	100	11	11	11	11	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2034	11	8	8	8	8	*	0	0	0	100	0	0	0	0	0	0	0	0
July 2035	5	5	5	5	5	*	0	0	0	22	0	0	0	0	0	0	0	0
July 2036	3	3	3	3	3	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	1	1	1	1	1	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.0	19.9	19.9	19.9	19.9	9.6	4.0	1.2	0.7	25.7	11.4	3.2	3.2	3.2	1.6	0.9	0.5	0.4

Date	ZM Class									FD and SD Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	105	105	105	105	105	105	105	0	0	100	100	100	93	83	49	0	0	0
July 2011	110	110	110	110	110	0	0	0	0	100	100	100	82	57	0	0	0	0
July 2012	116	116	116	116	116	0	0	0	0	100	100	100	72	33	0	0	0	0
July 2013	122	122	122	122	122	0	0	0	0	100	100	100	64	17	0	0	0	0
July 2014	128	128	128	128	128	0	0	0	0	100	100	100	58	7	0	0	0	0
July 2015	135	135	135	135	135	0	0	0	0	100	100	100	54	2	0	0	0	0
July 2016	142	142	142	142	142	0	0	0	0	100	100	100	52	*	0	0	0	0
July 2017	149	149	0	0	0	0	0	0	0	100	100	99	50	0	0	0	0	0
July 2018	157	157	0	0	0	0	0	0	0	100	100	96	47	0	0	0	0	0
July 2019	165	165	0	0	0	0	0	0	0	100	100	92	44	0	0	0	0	0
July 2020	173	173	0	0	0	0	0	0	0	100	100	87	40	0	0	0	0	0
July 2021	182	182	0	0	0	0	0	0	0	100	100	81	37	0	0	0	0	0
July 2022	191	191	0	0	0	0	0	0	0	100	100	75	33	0	0	0	0	0
July 2023	201	0	0	0	0	0	0	0	0	100	96	69	29	0	0	0	0	0
July 2024	211	0	0	0	0	0	0	0	0	100	89	62	26	0	0	0	0	0
July 2025	222	0	0	0	0	0	0	0	0	100	81	56	22	0	0	0	0	0
July 2026	234	0	0	0	0	0	0	0	0	100	74	50	19	0	0	0	0	0
July 2027	246	0	0	0	0	0	0	0	0	100	66	44	17	0	0	0	0	0
July 2028	258	0	0	0	0	0	0	0	0	100	59	39	14	0	0	0	0	0
July 2029	271	0	0	0	0	0	0	0	0	100	52	34	12	0	0	0	0	0
July 2030	285	0	0	0	0	0	0	0	0	100	45	29	10	0	0	0	0	0
July 2031	300	0	0	0	0	0	0	0	0	100	39	24	8	0	0	0	0	0
July 2032	315	0	0	0	0	0	0	0	0	100	32	20	6	0	0	0	0	0
July 2033	331	0	0	0	0	0	0	0	0	100	27	16	5	0	0	0	0	0
July 2034	348	0	0	0	0	0	0	0	0	100	21	12	4	0	0	0	0	0
July 2035	366	0	0	0	0	0	0	0	0	100	16	9	3	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	83	11	6	2	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	57	6	3	1	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	30	1	1	*	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.3	13.6	7.7	7.7	7.7	2.0	1.1	0.6	0.4	28.3	20.7	17.6	9.6	2.5	1.0	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.

Date	LP, LQ and LT Classes									L Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%	0%	100%	132%	200%	300%	650%	1300%	2400%	3500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	98	92	92	92	92	92	92	33	0	99	94	94	94	94	94	94	46	0
July 2011	96	80	80	80	80	77	14	0	0	97	84	84	84	84	82	31	0	0
July 2012	94	67	67	67	67	36	1	0	0	95	74	74	74	74	49	7	0	0
July 2013	92	55	55	55	55	13	0	0	0	94	64	64	64	64	29	1	0	0
July 2014	90	44	44	44	44	7	0	0	0	92	55	55	55	55	18	*	0	0
July 2015	87	33	33	33	33	3	0	0	0	90	47	47	47	47	11	*	0	0
July 2016	84	23	23	23	23	1	0	0	0	88	39	39	39	39	6	*	0	0
July 2017	81	14	14	14	14	0	0	0	0	85	31	31	31	31	4	*	0	0
July 2018	78	11	11	11	11	0	0	0	0	83	25	25	25	25	2	*	0	0
July 2019	75	8	8	8	8	0	0	0	0	80	20	20	20	20	1	*	0	0
July 2020	71	6	6	6	6	0	0	0	0	77	16	16	16	16	1	*	0	0
July 2021	67	4	4	4	4	0	0	0	0	74	13	13	13	13	*	*	0	0
July 2022	63	3	3	3	3	0	0	0	0	70	10	10	10	10	*	*	0	0
July 2023	58	2	2	2	2	0	0	0	0	66	8	8	8	8	*	0	0	0
July 2024	53	1	1	1	1	0	0	0	0	62	6	6	6	6	*	0	0	0
July 2025	48	*	*	*	*	0	0	0	0	58	5	5	5	5	*	0	0	0
July 2026	42	0	0	0	0	0	0	0	0	53	4	4	4	4	*	0	0	0
July 2027	36	0	0	0	0	0	0	0	0	48	3	3	3	3	*	0	0	0
July 2028	29	0	0	0	0	0	0	0	0	43	2	2	2	2	*	0	0	0
July 2029	22	0	0	0	0	0	0	0	0	37	2	2	2	2	*	0	0	0
July 2030	14	0	0	0	0	0	0	0	0	31	1	1	1	1	*	0	0	0
July 2031	10	0	0	0	0	0	0	0	0	24	1	1	1	1	*	0	0	0
July 2032	7	0	0	0	0	0	0	0	0	17	1	1	1	1	*	0	0	0
July 2033	2	0	0	0	0	0	0	0	0	9	*	*	*	*	*	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	*	*	*	*	*	*	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.5	5.0	5.0	5.0	5.0	2.8	1.6	0.9	0.6	16.3	6.6	6.6	6.6	6.6	3.5	1.8	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.

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 Class 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	300% PSA
2	240% PSA
3	200% PSA
4	200% PSA
5	200% 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 to Banc of America Securities LLC (the “Dealer”) in exchange for the Group 1 Underlying REMIC and RCR Certificates and the Trust MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. K&L Gates LLP will provide legal representation for the Dealer.

Group 1 Underlying REMIC and RCR 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 Balance of Class	July 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)	Approximate Weighted Average Term to Expiration of Interest Only Period (in months)
2007-020	F	February 2007	31396PX89	(2)	FLT	March 2037	PT	\$280,000,000	0.55921205	\$57,598,841.15	7.796%	327	33	87
2007-020	S	February 2007	31396P2E0	(2)	INV/IO	March 2037	NTL	280,000,000	0.55921205	15,708,774.81	7.796	327	33	87

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

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

Note: For any pool of Mortgage Loans backing an underlying REMIC or RCR 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		P	\$ 11,720,000	SC/PAC	5.0%	FIX	31396QWV7	March 2037
PA	\$11,550,000							
PL	170,000							
Recombination 2		PT	8,409,208	PT	5.0	FIX	31396QWW5	August 2039
JA	1,717,208							
LA	6,620,000							
LY	72,000							
Recombination 3		LB	87,692,000	PAC	4.5	FIX	31396QWX3	April 2035
LC	87,692,000							
LI	8,769,200(3)							
Recombination 4		LG	87,692,000	PAC	5.0	FIX	31396QWY1	April 2035
LC	87,692,000							
LI	17,538,400(3)							
Recombination 5		LD	34,319,000	PAC	5.0	FIX	31396QWZ8	February 2039
LE	34,319,000							
IL	6,863,800(3)							
Recombination 6		LP	102,277,575	PAC	4.0	FIX	31396QXA2	February 2039
LC	87,692,000							
LE	14,585,575							
Recombination 7		LQ	102,277,575	PAC	4.5	FIX	31396QXB0	February 2039
LC	87,692,000							
LI	8,769,200(3)							
LE	14,585,575							
IL	1,458,557(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								
LC	\$87,692,000	LT	\$102,277,575	PAC	5.0%	FIX	31396QXC8	February 2039
LI	17,538,400(3)							
LE	14,585,575							
IL	2,917,115(3)							
Recombination 9								
LM	5,581,000	L	127,592,000	PAC	5.0	FIX	31396QXD6	August 2039
LC	87,692,000							
LI	17,538,400(3)							
LE	34,319,000							
IL	6,863,800(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-8 for a description of how their notional balances are calculated.

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	\$11,720,000.00	November 2013	\$ 4,517,382.43	March 2018	\$ 1,271,494.87
August 2009	11,535,883.05	December 2013	4,417,626.47	April 2018	1,239,014.99
September 2009	11,353,816.55	January 2014	4,319,040.40	May 2018	1,207,344.05
October 2009	11,173,885.26	February 2014	4,221,610.52	June 2018	1,176,462.24
November 2009	10,996,064.14	March 2014	4,125,323.27	July 2018	1,146,350.21
December 2009	10,820,328.45	April 2014	4,030,165.24	August 2018	1,116,989.09
January 2010	10,646,653.73	May 2014	3,936,123.18	September 2018	1,088,360.49
February 2010	10,475,015.80	June 2014	3,843,309.35	October 2018	1,060,446.42
March 2010	10,305,390.78	July 2014	3,752,684.08	November 2018	1,033,229.37
April 2010	10,137,755.06	August 2014	3,664,195.74	December 2018	1,006,692.22
May 2010	9,972,085.32	September 2014	3,577,793.96	January 2019	980,818.29
June 2010	9,808,358.50	October 2014	3,493,429.54	February 2019	955,591.30
July 2010	9,646,551.80	November 2014	3,411,054.43	March 2019	930,995.34
August 2010	9,486,642.72	December 2014	3,330,621.73	April 2019	907,014.93
September 2010	9,328,609.00	January 2015	3,252,085.63	May 2019	883,634.93
October 2010	9,172,428.64	February 2015	3,175,401.42	June 2019	860,840.58
November 2010	9,018,079.91	March 2015	3,100,525.42	July 2019	838,617.48
December 2010	8,865,541.33	April 2015	3,027,414.99	August 2019	816,951.57
January 2011	8,714,791.67	May 2015	2,956,028.51	September 2019	795,829.16
February 2011	8,565,809.94	June 2015	2,886,325.32	October 2019	775,236.85
March 2011	8,418,575.43	July 2015	2,818,265.74	November 2019	755,161.60
April 2011	8,273,067.63	August 2015	2,751,811.00	December 2019	735,590.67
May 2011	8,129,266.29	September 2015	2,686,923.27	January 2020	716,511.64
June 2011	7,987,151.41	October 2015	2,623,565.59	February 2020	697,912.38
July 2011	7,846,703.20	November 2015	2,561,701.88	March 2020	679,781.06
August 2011	7,707,902.11	December 2015	2,501,259.41	April 2020	662,106.15
September 2011	7,570,728.84	January 2016	2,442,211.17	May 2020	644,876.39
October 2011	7,435,164.29	February 2016	2,384,528.03	June 2020	628,080.78
November 2011	7,301,189.59	March 2016	2,328,094.15	July 2020	611,708.61
December 2011	7,168,786.11	April 2016	2,272,994.58	August 2020	595,749.43
January 2012	7,037,935.40	May 2016	2,219,197.79	September 2020	580,193.03
February 2012	6,908,619.26	June 2016	2,166,625.38	October 2020	565,029.45
March 2012	6,780,819.70	July 2016	2,115,253.92	November 2020	550,248.99
April 2012	6,654,518.93	August 2016	2,065,062.88	December 2020	535,842.18
May 2012	6,529,699.37	September 2016	2,015,629.35	January 2021	521,799.76
June 2012	6,406,343.65	October 2016	1,966,697.05	February 2021	508,112.72
July 2012	6,284,434.61	November 2016	1,918,366.07	March 2021	494,772.26
August 2012	6,163,955.27	December 2016	1,870,838.20	April 2021	481,769.80
September 2012	6,044,888.87	January 2017	1,823,499.20	May 2021	469,096.97
October 2012	5,927,218.84	February 2017	1,777,314.45	June 2021	456,745.59
November 2012	5,810,928.80	March 2017	1,732,273.68	July 2021	444,707.70
December 2012	5,696,002.57	April 2017	1,688,348.97	August 2021	432,975.51
January 2013	5,582,424.16	May 2017	1,645,513.05	September 2021	421,541.45
February 2013	5,470,177.75	June 2017	1,603,739.36	October 2021	410,398.11
March 2013	5,359,247.74	July 2017	1,563,001.93	November 2021	399,538.28
April 2013	5,249,618.67	August 2017	1,523,275.45	December 2021	388,954.91
May 2013	5,141,275.29	September 2017	1,484,535.21	January 2022	378,641.14
June 2013	5,034,202.52	October 2017	1,446,757.11	February 2022	368,590.25
July 2013	4,928,385.47	November 2017	1,409,917.62	March 2022	358,795.71
August 2013	4,823,809.41	December 2017	1,373,993.78	April 2022	349,251.15
September 2013	4,720,459.77	January 2018	1,338,963.20	May 2022	339,950.33
October 2013	4,618,322.18	February 2018	1,304,804.00	June 2022	330,887.20

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
July 2022	\$ 322,055.82	February 2027	\$ 68,327.50	September 2031	\$ 11,336.23
August 2022	313,450.43	March 2027	66,327.70	October 2031	10,919.56
September 2022	305,065.39	April 2027	64,381.75	November 2031	10,515.30
October 2022	296,895.20	May 2027	62,488.28	December 2031	10,123.10
November 2022	288,934.50	June 2027	60,645.92	January 2032	9,742.63
December 2022	281,178.06	July 2027	58,853.37	February 2032	9,373.58
January 2023	273,620.79	August 2027	57,109.33	March 2032	9,015.63
February 2023	266,257.69	September 2027	55,412.56	April 2032	8,668.48
March 2023	259,083.92	October 2027	53,761.83	May 2032	8,331.83
April 2023	252,094.75	November 2027	52,155.96	June 2032	8,005.41
May 2023	245,285.54	December 2027	50,593.79	July 2032	7,688.92
June 2023	238,651.81	January 2028	49,074.18	August 2032	7,382.09
July 2023	232,189.15	February 2028	47,596.03	September 2032	7,084.67
August 2023	225,893.28	March 2028	46,158.27	October 2032	6,796.38
September 2023	219,760.02	April 2028	44,759.85	November 2032	6,516.98
October 2023	213,785.29	May 2028	43,399.75	December 2032	6,246.22
November 2023	207,965.10	June 2028	42,076.97	January 2033	5,983.87
December 2023	202,295.59	July 2028	40,790.54	February 2033	5,729.68
January 2024	196,772.96	August 2028	39,539.52	March 2033	5,483.44
February 2024	191,393.53	September 2028	38,322.98	April 2033	5,244.92
March 2024	186,153.69	October 2028	37,140.03	May 2033	5,013.91
April 2024	181,049.94	November 2028	35,989.79	June 2033	4,790.19
May 2024	176,078.85	December 2028	34,871.40	July 2033	4,573.57
June 2024	171,237.07	January 2029	33,784.03	August 2033	4,363.84
July 2024	166,521.36	February 2029	32,726.87	September 2033	4,160.82
August 2024	161,928.53	March 2029	31,699.13	October 2033	3,964.30
September 2024	157,455.48	April 2029	30,700.04	November 2033	3,774.12
October 2024	153,099.19	May 2029	29,728.84	December 2033	3,590.09
November 2024	148,856.72	June 2029	28,784.81	January 2034	3,412.03
December 2024	144,725.19	July 2029	27,867.22	February 2034	3,239.79
January 2025	140,701.79	August 2029	26,975.39	March 2034	3,073.18
February 2025	136,783.79	September 2029	26,108.64	April 2034	2,912.06
March 2025	132,968.53	October 2029	25,266.29	May 2034	2,756.27
April 2025	129,253.40	November 2029	24,447.72	June 2034	2,605.66
May 2025	125,635.86	December 2029	23,652.29	July 2034	2,460.07
June 2025	122,113.45	January 2030	22,879.40	August 2034	2,319.36
July 2025	118,683.75	February 2030	22,128.43	September 2034	2,183.40
August 2025	115,344.40	March 2030	21,398.82	October 2034	2,052.04
September 2025	112,093.12	April 2030	20,690.00	November 2034	1,925.16
October 2025	108,927.67	May 2030	20,001.40	December 2034	1,802.62
November 2025	105,845.86	June 2030	19,332.51	January 2035	1,684.31
December 2025	102,845.57	July 2030	18,682.79	February 2035	1,570.09
January 2026	99,924.72	August 2030	18,051.73	March 2035	1,459.84
February 2026	97,081.29	September 2030	17,438.84	April 2035	1,353.46
March 2026	94,313.30	October 2030	16,843.62	May 2035	1,250.83
April 2026	91,618.84	November 2030	16,265.61	June 2035	1,151.83
May 2026	88,996.03	December 2030	15,704.35	July 2035	1,056.37
June 2026	86,443.03	January 2031	15,159.39	August 2035	964.33
July 2026	83,958.06	February 2031	14,630.28	September 2035	875.63
August 2026	81,539.40	March 2031	14,116.61	October 2035	790.15
September 2026	79,185.33	April 2031	13,617.96	November 2035	707.80
October 2026	76,894.20	May 2031	13,133.93	December 2035	629.08
November 2026	74,664.41	June 2031	12,664.12	January 2036	553.73
December 2026	72,494.37	July 2031	12,208.15	February 2036	481.62
January 2027	70,382.57	August 2031	11,765.64	March 2036	413.88

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>
April 2036	\$ 348.71	August 2036	\$ 115.96	December 2036	\$ 0.01
May 2036	286.03	September 2036	71.04	January 2037 and thereafter	0.00
June 2036	226.46	October 2036	38.40		
July 2036	169.83	November 2036	16.04		

FB Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$36,755,000.00	May 2013	\$20,738,385.73	March 2017	\$10,712,453.75
August 2009	36,418,273.31	June 2013	20,462,572.40	April 2017	10,552,681.56
September 2009	36,068,949.06	July 2013	20,189,681.67	May 2017	10,395,292.31
October 2009	35,707,396.74	August 2013	19,919,682.55	June 2017	10,240,250.46
November 2009	35,333,922.39	September 2013	19,652,544.40	July 2017	10,087,521.00
December 2009	34,948,843.71	October 2013	19,388,236.92	August 2017	9,937,069.44
January 2010	34,552,489.68	November 2013	19,126,730.10	September 2017	9,788,861.81
February 2010	34,145,200.07	December 2013	18,867,994.27	October 2017	9,627,368.93
March 2010	33,727,324.91	January 2014	18,612,000.07	November 2017	9,468,408.41
April 2010	33,313,877.66	February 2014	18,358,718.44	December 2017	9,311,941.48
May 2010	32,904,811.39	March 2014	18,108,120.65	January 2018	9,157,929.99
June 2010	32,500,079.69	April 2014	17,860,178.25	February 2018	9,006,336.32
July 2010	32,099,636.63	May 2014	17,614,863.11	March 2018	8,857,123.47
August 2010	31,703,436.76	June 2014	17,372,147.39	April 2018	8,710,254.95
September 2010	31,311,435.11	July 2014	17,132,003.54	May 2018	8,565,694.87
October 2010	30,923,587.21	August 2014	16,894,404.31	June 2018	8,423,407.84
November 2010	30,539,849.04	September 2014	16,659,322.74	July 2018	8,283,359.03
December 2010	30,160,177.05	October 2014	16,426,732.16	August 2018	8,145,514.13
January 2011	29,784,528.16	November 2014	16,196,606.16	September 2018	8,009,839.35
February 2011	29,412,859.73	December 2014	15,968,918.63	October 2018	7,876,301.41
March 2011	29,045,129.59	January 2015	15,743,643.73	November 2018	7,744,867.54
April 2011	28,681,296.01	February 2015	15,520,755.90	December 2018	7,615,505.46
May 2011	28,321,317.70	March 2015	15,300,229.84	January 2019	7,488,183.37
June 2011	27,965,153.80	April 2015	15,082,040.53	February 2019	7,362,869.98
July 2011	27,612,763.90	May 2015	14,866,163.21	March 2019	7,239,534.44
August 2011	27,264,108.01	June 2015	14,652,573.37	April 2019	7,118,146.38
September 2011	26,919,146.57	July 2015	14,441,246.78	May 2019	6,998,675.90
October 2011	26,577,840.41	August 2015	14,232,159.46	June 2019	6,881,093.54
November 2011	26,240,150.82	September 2015	14,025,287.69	July 2019	6,765,370.29
December 2011	25,906,039.47	October 2015	13,820,607.97	August 2019	6,651,477.59
January 2012	25,575,468.45	November 2015	13,618,097.09	September 2019	6,539,387.29
February 2012	25,248,400.23	December 2015	13,417,732.06	October 2019	6,429,071.69
March 2012	24,924,797.71	January 2016	13,219,490.15	November 2019	6,320,503.49
April 2012	24,604,624.16	February 2016	13,023,348.86	December 2019	6,213,655.81
May 2012	24,287,843.24	March 2016	12,829,285.93	January 2020	6,108,502.19
June 2012	23,974,419.02	April 2016	12,637,941.99	February 2020	6,005,016.57
July 2012	23,664,315.91	May 2016	12,449,451.87	March 2020	5,903,173.25
August 2012	23,357,498.72	June 2016	12,263,773.00	April 2020	5,802,946.97
September 2012	23,053,932.65	July 2016	12,080,863.47	May 2020	5,704,312.82
October 2012	22,753,583.24	August 2016	11,900,681.97	June 2020	5,607,246.27
November 2012	22,456,416.40	September 2016	11,723,187.80	July 2020	5,511,723.18
December 2012	22,162,398.41	October 2016	11,548,340.89	August 2020	5,417,719.77
January 2013	21,871,495.90	November 2016	11,376,101.76	September 2020	5,325,212.60
February 2013	21,583,675.88	December 2016	11,206,431.51	October 2020	5,234,178.61
March 2013	21,298,905.66	January 2017	11,039,291.82	November 2020	5,144,595.08
April 2013	21,017,152.93	February 2017	10,874,644.96	December 2020	5,056,439.63

FB Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2021	\$ 4,969,690.24	August 2025	\$ 1,840,669.29	March 2030	\$ 590,560.84
February 2021	4,884,325.21	September 2025	1,805,982.13	April 2030	577,098.38
March 2021	4,800,323.16	October 2025	1,771,870.09	May 2030	563,873.89
April 2021	4,717,663.04	November 2025	1,738,324.13	June 2030	550,883.51
May 2021	4,636,324.14	December 2025	1,705,335.36	July 2030	538,123.46
June 2021	4,556,286.04	January 2026	1,672,895.00	August 2030	525,590.00
July 2021	4,477,528.64	February 2026	1,640,994.42	September 2030	513,279.48
August 2021	4,400,032.15	March 2026	1,609,625.14	October 2030	501,188.27
September 2021	4,323,777.06	April 2026	1,578,778.77	November 2030	489,312.82
October 2021	4,248,744.19	May 2026	1,548,447.09	December 2030	477,649.64
November 2021	4,174,914.62	June 2026	1,518,621.98	January 2031	466,195.26
December 2021	4,102,269.73	July 2026	1,489,295.45	February 2031	454,946.31
January 2022	4,030,791.20	August 2026	1,460,459.64	March 2031	443,899.44
February 2022	3,960,460.95	September 2026	1,432,106.80	April 2031	433,051.37
March 2022	3,891,261.22	October 2026	1,404,229.31	May 2031	422,398.84
April 2022	3,823,174.47	November 2026	1,376,819.65	June 2031	411,938.69
May 2022	3,756,183.48	December 2026	1,349,870.44	July 2031	401,667.78
June 2022	3,690,271.25	January 2027	1,323,374.39	August 2031	391,583.01
July 2022	3,625,421.07	February 2027	1,297,324.34	September 2031	381,681.34
August 2022	3,561,616.45	March 2027	1,271,713.23	October 2031	371,959.79
September 2022	3,498,841.19	April 2027	1,246,534.10	November 2031	362,415.41
October 2022	3,437,079.30	May 2027	1,221,780.13	December 2031	353,045.30
November 2022	3,376,315.06	June 2027	1,197,444.56	January 2032	343,846.60
December 2022	3,316,532.97	July 2027	1,173,520.78	February 2032	334,816.51
January 2023	3,257,717.79	August 2027	1,150,002.23	March 2032	325,952.26
February 2023	3,199,854.48	September 2027	1,126,882.50	April 2032	317,251.13
March 2023	3,142,928.27	October 2027	1,104,155.26	May 2032	308,710.44
April 2023	3,086,924.57	November 2027	1,081,814.26	June 2032	300,327.55
May 2023	3,031,829.04	December 2027	1,059,853.37	July 2032	292,099.86
June 2023	2,977,627.56	January 2028	1,038,266.55	August 2032	284,024.82
July 2023	2,924,306.22	February 2028	1,017,047.84	September 2032	276,099.91
August 2023	2,871,851.30	March 2028	996,191.39	October 2032	268,322.66
September 2023	2,820,249.33	April 2028	975,691.43	November 2032	260,690.63
October 2023	2,769,487.02	May 2028	955,542.28	December 2032	253,201.42
November 2023	2,719,551.29	June 2028	935,738.34	January 2033	245,852.66
December 2023	2,670,429.24	July 2028	916,274.12	February 2033	238,642.04
January 2024	2,622,108.20	August 2028	897,144.18	March 2033	231,567.27
February 2024	2,574,575.68	September 2028	878,343.20	April 2033	224,626.08
March 2024	2,527,819.37	October 2028	859,865.91	May 2033	217,816.28
April 2024	2,481,827.15	November 2028	841,707.15	June 2033	211,135.67
May 2024	2,436,587.10	December 2028	823,861.82	July 2033	204,582.10
June 2024	2,392,087.48	January 2029	806,324.91	August 2033	198,153.47
July 2024	2,348,316.70	February 2029	789,091.47	September 2033	191,847.69
August 2024	2,305,263.39	March 2029	772,156.65	October 2033	185,662.72
September 2024	2,262,916.33	April 2029	755,515.67	November 2033	179,596.54
October 2024	2,221,264.46	May 2029	739,163.80	December 2033	173,647.16
November 2024	2,180,296.92	June 2029	723,096.41	January 2034	167,812.64
December 2024	2,140,002.99	July 2029	707,308.94	February 2034	162,091.04
January 2025	2,100,372.12	August 2029	691,796.89	March 2034	156,480.49
February 2025	2,061,393.94	September 2029	676,555.82	April 2034	150,979.12
March 2025	2,023,058.21	October 2029	661,581.39	May 2034	145,585.10
April 2025	1,985,354.87	November 2029	646,869.30	June 2034	140,296.62
May 2025	1,948,274.00	December 2029	632,415.32	July 2034	135,111.91
June 2025	1,911,805.83	January 2030	618,215.31	August 2034	130,029.22
July 2025	1,875,940.74	February 2030	604,265.15	September 2034	125,046.84

FB Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
October 2034	\$ 120,163.07	November 2035	\$ 64,925.13	December 2036	\$ 22,846.51
November 2034	115,376.25	December 2035	61,258.59	January 2037	20,074.65
December 2034	110,684.73	January 2036	57,668.29	February 2037	17,363.55
January 2035	106,086.92	February 2036	54,152.91	March 2037	14,712.15
February 2035	101,581.21	March 2036	50,711.17	April 2037	12,119.39
March 2035	97,166.05	April 2036	47,341.80	May 2037	9,584.26
April 2035	92,839.91	May 2036	44,043.55	June 2037	7,105.75
May 2035	88,601.26	June 2036	40,815.19	July 2037	4,682.85
June 2035	84,448.62	July 2036	37,655.52	August 2037	2,314.59
July 2035	80,380.53	August 2036	34,563.34	September 2037 and thereafter	0.00
August 2035	76,395.54	September 2036	31,537.50		
September 2035	72,492.24	October 2036	28,576.83		
October 2035	68,669.22	November 2036	25,680.20		

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	\$6,692,000.00	August 2012	\$4,013,368.07	September 2015	\$2,148,415.44
August 2009	6,625,522.67	September 2012	3,952,654.86	October 2015	2,108,614.38
September 2009	6,555,657.83	October 2012	3,892,584.99	November 2015	2,069,550.66
October 2009	6,483,347.38	November 2012	3,833,151.62	December 2015	2,031,210.63
November 2009	6,408,652.52	December 2012	3,774,348.03	January 2016	1,993,580.88
December 2009	6,331,636.79	January 2013	3,716,167.54	February 2016	1,956,648.24
January 2010	6,252,365.99	February 2013	3,658,603.54	March 2016	1,920,399.81
February 2010	6,170,908.08	March 2013	3,601,649.50	April 2016	1,884,822.92
March 2010	6,087,333.06	April 2013	3,545,298.97	May 2016	1,849,905.11
April 2010	6,004,643.62	May 2013	3,489,545.53	June 2016	1,815,634.18
May 2010	5,922,830.38	June 2013	3,434,382.87	July 2016	1,781,998.15
June 2010	5,841,884.05	July 2013	3,379,804.73	August 2016	1,748,985.25
July 2010	5,761,795.44	August 2013	3,325,804.91	September 2016	1,716,583.94
August 2010	5,682,555.48	September 2013	3,272,377.29	October 2016	1,684,782.89
September 2010	5,604,155.16	October 2013	3,219,515.80	November 2016	1,653,570.98
October 2010	5,526,585.59	November 2013	3,167,214.44	December 2016	1,622,937.29
November 2010	5,449,837.96	December 2013	3,115,467.28	January 2017	1,592,871.12
December 2010	5,373,903.57	January 2014	3,064,268.45	February 2017	1,563,361.95
January 2011	5,298,773.80	February 2014	3,013,612.13	March 2017	1,534,399.45
February 2011	5,224,440.13	March 2014	2,963,492.58	April 2017	1,505,973.51
March 2011	5,150,894.11	April 2014	2,913,904.10	May 2017	1,478,074.18
April 2011	5,078,127.40	May 2014	2,864,841.08	June 2017	1,450,691.71
May 2011	5,006,131.75	June 2014	2,816,297.94	July 2017	1,423,816.52
June 2011	4,934,898.97	July 2014	2,768,269.18	August 2017	1,397,439.22
July 2011	4,864,421.00	August 2014	2,720,749.34	September 2017	1,371,550.57
August 2011	4,794,689.83	September 2014	2,673,733.03	October 2017	1,343,978.33
September 2011	4,725,697.55	October 2014	2,627,214.92	November 2017	1,316,942.04
October 2011	4,657,436.33	November 2014	2,581,189.73	December 2017	1,290,431.46
November 2011	4,589,898.42	December 2014	2,535,652.22	January 2018	1,264,436.57
December 2011	4,523,076.16	January 2015	2,490,597.25	February 2018	1,238,947.53
January 2012	4,456,961.96	February 2015	2,446,019.69	March 2018	1,213,954.69
February 2012	4,391,548.33	March 2015	2,401,914.48	April 2018	1,189,448.58
March 2012	4,326,827.83	April 2015	2,358,276.63	May 2018	1,165,419.90
April 2012	4,262,793.13	May 2015	2,315,101.17	June 2018	1,141,859.54
May 2012	4,199,436.95	June 2015	2,272,383.20	July 2018	1,118,758.55
June 2012	4,136,752.11	July 2015	2,230,285.54	August 2018	1,096,108.15
July 2012	4,074,731.50	August 2015	2,188,967.77	September 2018	1,073,899.74

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>
October 2018	\$1,052,124.86	May 2023	\$ 330,922.32	December 2027	\$ 94,524.32
November 2018	1,030,775.24	June 2023	323,814.84	January 2028	92,259.62
December 2018	1,009,842.72	July 2023	316,850.39	February 2028	90,042.84
January 2019	989,319.35	August 2023	310,026.19	March 2028	87,873.03
February 2019	969,197.29	September 2023	303,339.50	April 2028	85,749.25
March 2019	949,468.85	October 2023	296,787.64	May 2028	83,670.58
April 2019	930,126.51	November 2023	290,368.00	June 2028	81,636.12
May 2019	911,162.88	December 2023	284,078.00	July 2028	79,644.97
June 2019	892,570.69	January 2024	277,915.11	August 2028	77,696.28
July 2019	874,342.84	February 2024	271,876.86	September 2028	75,789.18
August 2019	856,472.34	March 2024	265,960.81	October 2028	73,922.86
September 2019	838,952.35	April 2024	260,164.58	November 2028	72,096.48
October 2019	821,776.14	May 2024	254,485.83	December 2028	70,309.25
November 2019	804,937.13	June 2024	248,922.26	January 2029	68,560.37
December 2019	788,428.84	July 2024	243,471.64	February 2029	66,849.09
January 2020	772,244.94	August 2024	238,131.74	March 2029	65,174.63
February 2020	756,379.19	September 2024	232,900.41	April 2029	63,536.26
March 2020	740,825.49	October 2024	227,775.52	May 2029	61,933.25
April 2020	725,577.85	November 2024	222,755.00	June 2029	60,364.89
May 2020	710,630.38	December 2024	217,836.78	July 2029	58,830.48
June 2020	695,977.33	January 2025	213,018.89	August 2029	57,329.33
July 2020	681,613.03	February 2025	208,299.33	September 2029	55,860.77
August 2020	667,531.94	March 2025	203,676.20	October 2029	54,424.14
September 2020	653,728.61	April 2025	199,147.60	November 2029	53,018.80
October 2020	640,197.69	May 2025	194,711.68	December 2029	51,644.11
November 2020	626,933.95	June 2025	190,366.61	January 2030	50,299.44
December 2020	613,932.24	July 2025	186,110.61	February 2030	48,984.20
January 2021	601,187.53	August 2025	181,941.93	March 2030	47,697.77
February 2021	588,694.85	September 2025	177,858.86	April 2030	46,439.59
March 2021	576,449.37	October 2025	173,859.72	May 2030	45,209.06
April 2021	564,446.31	November 2025	169,942.84	June 2030	44,005.64
May 2021	552,681.00	December 2025	166,106.62	July 2030	42,828.76
June 2021	541,148.86	January 2026	162,349.46	August 2030	41,677.89
July 2021	529,845.40	February 2026	158,669.81	September 2030	40,552.49
August 2021	518,766.20	March 2026	155,066.14	October 2030	39,452.05
September 2021	507,906.93	April 2026	151,536.94	November 2030	38,376.05
October 2021	497,263.35	May 2026	148,080.76	December 2030	37,324.00
November 2021	486,831.30	June 2026	144,696.15	January 2031	36,295.40
December 2021	476,606.69	July 2026	141,381.70	February 2031	35,289.78
January 2022	466,585.51	August 2026	138,136.01	March 2031	34,306.66
February 2022	456,763.83	September 2026	134,957.73	April 2031	33,345.58
March 2022	447,137.80	October 2026	131,845.54	May 2031	32,406.08
April 2022	437,703.62	November 2026	128,798.11	June 2031	31,487.74
May 2022	428,457.60	December 2026	125,814.16	July 2031	30,590.10
June 2022	419,396.08	January 2027	122,892.45	August 2031	29,712.74
July 2022	410,515.49	February 2027	120,031.73	September 2031	28,855.25
August 2022	401,812.34	March 2027	117,230.80	October 2031	28,017.22
September 2022	393,283.19	April 2027	114,488.46	November 2031	27,198.23
October 2022	384,924.65	May 2027	111,803.56	December 2031	26,397.91
November 2022	376,733.44	June 2027	109,174.96	January 2032	25,615.85
December 2022	368,706.29	July 2027	106,601.52	February 2032	24,851.69
January 2023	360,840.03	August 2027	104,082.17	March 2032	24,105.05
February 2023	353,131.54	September 2027	101,615.82	April 2032	23,375.58
March 2023	345,577.75	October 2027	99,201.41	May 2032	22,662.90
April 2023	338,175.66	November 2027	96,837.92	June 2032	21,966.68

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>
July 2032	\$ 21,286.56	May 2034	\$ 9,785.92	March 2036	\$ 3,144.12
August 2032	20,622.23	June 2034	9,395.87	April 2036	2,924.46
September 2032	19,973.33	July 2034	9,015.47	May 2036	2,710.74
October 2032	19,339.56	August 2034	8,644.52	June 2036	2,502.84
November 2032	18,720.60	September 2034	8,282.81	July 2036	2,300.62
December 2032	18,116.13	October 2034	7,930.14	August 2036	2,103.96
January 2033	17,525.86	November 2034	7,586.33	September 2036	1,912.73
February 2033	16,949.48	December 2034	7,251.17	October 2036	1,726.81
March 2033	16,386.70	January 2035	6,924.48	November 2036	1,546.09
April 2033	15,837.25	February 2035	6,606.08	December 2036	1,370.45
May 2033	15,300.82	March 2035	6,295.78	January 2037	1,199.76
June 2033	14,777.17	April 2035	5,993.42	February 2037	1,033.93
July 2033	14,266.00	May 2035	5,698.82	March 2037	872.84
August 2033	13,767.06	June 2035	5,411.82	April 2037	716.38
September 2033	13,280.10	July 2035	5,132.23	May 2037	564.45
October 2033	12,804.85	August 2035	4,859.91	June 2037	416.95
November 2033	12,341.07	September 2035	4,594.70	July 2037	273.77
December 2033	11,888.51	October 2035	4,336.43	August 2037	134.82
January 2034	11,446.94	November 2035	4,084.97	September 2037 and thereafter	0.00
February 2034	11,016.12	December 2035	3,840.15		
March 2034	10,595.83	January 2036	3,601.83		
April 2034	10,185.84	February 2036	3,369.87		

Aggregate Group III Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$127,592,000.00	November 2011	\$102,990,334.83	March 2014	\$ 74,170,604.79
August 2009	127,108,018.94	December 2011	101,886,023.65	April 2014	73,218,129.24
September 2009	126,590,659.19	January 2012	100,787,522.08	May 2014	72,270,680.35
October 2009	126,040,526.85	February 2012	99,694,800.15	June 2014	71,328,232.17
November 2009	125,457,833.01	March 2012	98,607,828.08	July 2014	70,390,758.93
December 2009	124,842,805.69	April 2012	97,526,576.22	August 2014	69,458,234.96
January 2010	124,195,689.75	May 2012	96,451,015.07	September 2014	68,530,634.74
February 2010	123,516,746.71	June 2012	95,381,115.30	October 2014	67,607,932.87
March 2010	122,806,254.59	July 2012	94,316,847.71	November 2014	66,690,104.08
April 2010	122,064,507.73	August 2012	93,258,183.26	December 2014	65,777,123.24
May 2010	121,291,816.64	September 2012	92,205,093.06	January 2015	64,868,965.35
June 2010	120,488,507.71	October 2012	91,157,548.37	February 2015	63,965,605.52
July 2010	119,654,923.08	November 2012	90,115,520.59	March 2015	63,067,019.01
August 2010	118,791,420.34	December 2012	89,078,981.28	April 2015	62,173,181.19
September 2010	117,898,372.31	January 2013	88,047,902.13	May 2015	61,284,067.58
October 2010	116,976,166.76	February 2013	87,022,255.00	June 2015	60,399,653.79
November 2010	116,025,206.18	March 2013	86,002,011.86	July 2015	59,519,915.59
December 2010	115,045,907.43	April 2013	84,987,144.85	August 2015	58,644,828.87
January 2011	114,038,701.48	May 2013	83,977,626.26	September 2015	57,774,369.61
February 2011	113,004,033.08	June 2013	82,973,428.50	October 2015	56,908,513.95
March 2011	111,942,360.45	July 2013	81,974,524.12	November 2015	56,047,238.15
April 2011	110,854,154.93	August 2013	80,980,885.84	December 2015	55,190,518.57
May 2011	109,739,900.62	September 2013	79,992,486.49	January 2016	54,338,331.72
June 2011	108,600,094.06	October 2013	79,009,299.07	February 2016	53,490,654.20
July 2011	107,466,280.11	November 2013	78,031,296.68	March 2016	52,647,462.75
August 2011	106,338,427.86	December 2013	77,058,452.59	April 2016	51,808,734.24
September 2011	105,216,506.59	January 2014	76,090,740.20	May 2016	50,974,445.62
October 2011	104,100,485.72	February 2014	75,128,133.04	June 2016	50,144,574.01

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
July 2016	\$ 49,319,096.60	February 2021	\$ 17,640,634.25	September 2025	\$ 5,873,071.05
August 2016	48,497,990.73	March 2021	17,303,133.83	October 2025	5,751,783.25
September 2016	47,681,233.84	April 2021	16,971,741.22	November 2025	5,632,781.31
October 2016	46,868,803.50	May 2021	16,646,349.45	December 2025	5,516,024.22
November 2016	46,060,677.38	June 2021	16,326,853.36	January 2026	5,401,471.69
December 2016	45,256,833.26	July 2021	16,013,149.63	February 2026	5,289,084.11
January 2017	44,457,249.07	August 2021	15,705,136.69	March 2026	5,178,822.57
February 2017	43,661,902.81	September 2021	15,402,714.71	April 2026	5,070,648.85
March 2017	42,870,772.62	October 2021	15,105,785.60	May 2026	4,964,525.38
April 2017	42,083,836.74	November 2021	14,814,252.94	June 2026	4,860,415.26
May 2017	41,310,127.49	December 2021	14,528,021.95	July 2026	4,758,282.21
June 2017	40,550,099.99	January 2022	14,246,999.51	August 2026	4,658,090.63
July 2017	39,803,518.04	February 2022	13,971,094.08	September 2026	4,559,805.49
August 2017	39,070,149.49	March 2022	13,700,215.70	October 2026	4,463,392.40
September 2017	38,349,766.11	April 2022	13,434,275.96	November 2026	4,368,817.56
October 2017	37,642,143.55	May 2022	13,173,187.96	December 2026	4,276,047.79
November 2017	36,947,061.28	June 2022	12,916,866.32	January 2027	4,185,050.44
December 2017	36,264,302.52	July 2022	12,665,227.09	February 2027	4,095,793.48
January 2018	35,593,654.19	August 2022	12,418,187.80	March 2027	4,008,245.41
February 2018	34,934,906.81	September 2022	12,175,667.39	April 2027	3,922,375.28
March 2018	34,287,854.47	October 2022	11,937,586.19	May 2027	3,838,152.72
April 2018	33,652,294.80	November 2022	11,703,865.91	June 2027	3,755,547.85
May 2018	33,028,028.82	December 2022	11,474,429.60	July 2027	3,674,531.33
June 2018	32,414,860.98	January 2023	11,249,201.65	August 2027	3,595,074.33
July 2018	31,812,599.03	February 2023	11,028,107.74	September 2027	3,517,148.54
August 2018	31,221,054.03	March 2023	10,811,074.84	October 2027	3,440,726.13
September 2018	30,640,040.22	April 2023	10,598,031.19	November 2027	3,365,779.78
October 2018	30,069,375.04	May 2023	10,388,906.23	December 2027	3,292,282.61
November 2018	29,508,879.01	June 2023	10,183,630.67	January 2028	3,220,208.26
December 2018	28,958,375.73	July 2023	9,982,136.38	February 2028	3,149,530.80
January 2019	28,417,691.79	August 2023	9,784,356.41	March 2028	3,080,224.77
February 2019	27,886,656.77	September 2023	9,590,224.99	April 2028	3,012,265.16
March 2019	27,365,103.12	October 2023	9,399,677.46	May 2028	2,945,627.39
April 2019	26,852,866.17	November 2023	9,212,650.29	June 2028	2,880,287.32
May 2019	26,349,784.06	December 2023	9,029,081.05	July 2028	2,816,221.23
June 2019	25,855,697.66	January 2024	8,848,908.37	August 2028	2,753,405.82
July 2019	25,370,450.61	February 2024	8,672,071.98	September 2028	2,691,818.21
August 2019	24,893,889.18	March 2024	8,498,512.63	October 2028	2,631,435.90
September 2019	24,425,862.27	April 2024	8,328,172.08	November 2028	2,572,236.82
October 2019	23,966,221.38	May 2024	8,160,993.12	December 2028	2,514,199.27
November 2019	23,514,820.53	June 2024	7,996,919.53	January 2029	2,457,301.92
December 2019	23,071,516.23	July 2024	7,835,896.07	February 2029	2,401,523.85
January 2020	22,636,167.47	August 2024	7,677,868.42	March 2029	2,346,844.47
February 2020	22,208,635.62	September 2024	7,522,783.26	April 2029	2,293,243.60
March 2020	21,788,784.44	October 2024	7,370,588.14	May 2029	2,240,701.37
April 2020	21,376,480.00	November 2024	7,221,231.55	June 2029	2,189,198.30
May 2020	20,971,590.69	December 2024	7,074,662.87	July 2029	2,138,715.24
June 2020	20,573,987.12	January 2025	6,930,832.35	August 2029	2,089,233.36
July 2020	20,183,542.15	February 2025	6,789,691.12	September 2029	2,040,734.19
August 2020	19,800,130.77	March 2025	6,651,191.13	October 2029	1,993,199.59
September 2020	19,423,630.16	April 2025	6,515,285.20	November 2029	1,946,611.71
October 2020	19,053,919.56	May 2025	6,381,926.94	December 2029	1,900,953.05
November 2020	18,690,880.32	June 2025	6,251,070.79	January 2030	1,856,206.41
December 2020	18,334,395.78	July 2025	6,122,671.96	February 2030	1,812,354.89
January 2021	17,984,351.32	August 2025	5,996,686.46	March 2030	1,769,381.89

Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
April 2030	\$ 1,727,271.11	March 2033	\$ 689,023.37	February 2036	\$ 202,473.49
May 2030	1,686,006.54	April 2033	669,209.46	March 2036	193,549.91
June 2030	1,645,572.45	May 2033	649,821.67	April 2036	184,839.27
July 2030	1,605,953.40	June 2033	630,851.80	May 2036	176,337.27
August 2030	1,567,134.21	July 2033	612,291.83	June 2036	168,039.71
September 2030 . . .	1,529,099.98	August 2033	594,133.85	July 2036	159,942.47
October 2030	1,491,836.07	September 2033 . . .	576,370.11	August 2036	152,041.49
November 2030	1,455,328.12	October 2033	558,993.00	September 2036 . . .	144,332.80
December 2030	1,419,561.99	November 2033	541,995.05	October 2036	136,812.51
January 2031	1,384,523.83	December 2033	525,368.91	November 2036	129,476.79
February 2031	1,350,200.01	January 2034	509,107.39	December 2036	122,321.88
March 2031	1,316,577.17	February 2034	493,203.40	January 2037	115,344.10
April 2031	1,283,642.15	March 2034	477,650.02	February 2037	108,539.83
May 2031	1,251,382.07	April 2034	462,440.42	March 2037	101,905.53
June 2031	1,219,784.25	May 2034	447,567.90	April 2037	95,437.71
July 2031	1,188,836.24	June 2034	433,025.91	May 2037	89,132.97
August 2031	1,158,525.83	July 2034	418,807.99	June 2037	82,987.94
September 2031 . . .	1,128,841.01	August 2034	404,907.80	July 2037	76,999.34
October 2031	1,099,770.00	September 2034 . . .	391,319.14	August 2037	71,163.94
November 2031	1,071,301.22	October 2034	378,035.89	September 2037 . . .	65,478.58
December 2031	1,043,423.30	November 2034	365,052.08	October 2037	59,940.15
January 2032	1,016,125.08	December 2034	352,361.82	November 2037	54,545.60
February 2032	989,395.60	January 2035	339,959.33	December 2037	49,291.94
March 2032	963,224.09	February 2035	327,838.96	January 2038	44,176.24
April 2032	937,599.97	March 2035	315,995.13	February 2038	39,195.62
May 2032	912,512.88	April 2035	304,422.40	March 2038	34,347.26
June 2032	887,952.60	May 2035	293,115.39	April 2038	29,628.38
July 2032	863,909.14	June 2035	282,068.86	May 2038	25,036.27
August 2032	840,372.65	July 2035	271,277.63	June 2038	20,568.27
September 2032 . . .	817,333.49	August 2035	260,736.64	July 2038	16,221.76
October 2032	794,782.18	September 2035 . . .	250,440.91	August 2038	11,994.17
November 2032	772,709.41	October 2035	240,385.57	September 2038 . . .	7,882.98
December 2032	751,106.03	November 2035	230,565.82	October 2038	3,885.73
January 2033	729,963.08	December 2035	220,976.95	November 2038 and thereafter	0.00
February 2033	709,271.75	January 2036	211,614.35		

Aggregate Group IV Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$14,542,000.00	October 2010	\$12,256,580.41	January 2012	\$ 8,503,072.54
August 2009	14,457,265.85	November 2010	12,033,765.50	February 2012	8,265,485.90
September 2009	14,362,450.12	December 2010	11,803,385.86	March 2012	8,031,766.70
October 2009	14,257,462.05	January 2011	11,565,706.23	April 2012	7,801,877.52
November 2009	14,142,412.74	February 2011	11,321,000.25	May 2012	7,575,781.29
December 2009	14,017,425.60	March 2011	11,069,550.04	June 2012	7,353,441.20
January 2010	13,882,636.14	April 2011	10,811,645.90	July 2012	7,134,820.78
February 2010	13,738,191.89	May 2011	10,547,585.84	August 2012	6,919,883.86
March 2010	13,584,252.20	June 2011	10,277,675.24	September 2012	6,708,594.54
April 2010	13,420,988.10	July 2011	10,011,942.74	October 2012	6,500,917.26
May 2010	13,248,582.01	August 2011	9,750,348.38	November 2012	6,296,816.71
June 2010	13,067,227.65	September 2011	9,492,852.50	December 2012	6,096,257.92
July 2010	12,877,129.67	October 2011	9,239,415.81	January 2013	5,899,206.18
August 2010	12,678,503.51	November 2011	8,989,999.31	February 2013	5,705,627.06
September 2010	12,471,575.06	December 2011	8,744,564.33	March 2013	5,515,486.46

Aggregate Group IV (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
April 2013	\$ 5,328,750.53	September 2014	\$ 2,643,693.29	February 2016	\$ 781,581.89
May 2013	5,145,385.69	October 2014	2,512,765.46	March 2016	694,742.60
June 2013	4,965,358.67	November 2014	2,384,650.47	April 2016	610,261.55
July 2013	4,788,636.49	December 2014	2,259,319.72	May 2016	528,114.00
August 2013	4,615,186.40	January 2015	2,136,744.85	June 2016	448,275.40
September 2013	4,444,975.95	February 2015	2,016,897.74	July 2016	370,721.46
October 2013	4,277,972.94	March 2015	1,899,750.51	August 2016	295,428.04
November 2013	4,114,145.49	April 2015	1,785,275.53	September 2016	222,371.25
December 2013	3,953,461.94	May 2015	1,673,445.36	October 2016	158,355.07
January 2014	3,795,890.90	June 2015	1,564,232.85	November 2016	105,488.01
February 2014	3,641,401.27	July 2015	1,457,611.05	December 2016	63,526.01
March 2014	3,489,962.16	August 2015	1,353,553.21	January 2017	32,229.41
April 2014	3,341,543.01	September 2015	1,252,032.87	February 2017	11,362.90
May 2014	3,196,113.45	October 2015	1,153,023.75	March 2017	695.39
June 2014	3,053,643.41	November 2015	1,056,499.81	April 2017	0.01
July 2014	2,914,103.05	December 2015	962,435.22	May 2017 and thereafter	0.00
August 2014	2,777,462.79	January 2016	870,804.37		

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

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

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\$525,646,289



**Guaranteed REMIC
Pass-Through Certificates**

Fannie Mae REMIC Trust 2009-63

PROSPECTUS SUPPLEMENT

BofA Merrill Lynch

July 27, 2009
