Prospectus Supplement
(To REMIC Prospectus dated August 1, 2007)

$826,575,069

FannieMae®

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-5

The Certificates

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

Payments to Certificateholders

We will make monthly payments on the certificates. You, the investor, will receive

- interest accrued on the balance of your certificate (except in the case of the accrual classes), and
- principal to the extent available for payment on your class.

We will pay principal at rates that may vary from time to time. We may not pay principal to certain classes for long periods of time.

The Fannie Mae Guaranty

We will guarantee that required payments of principal and interest on the certificates are available for distribution to investors on time.

The Trust and its Assets

The trust will own

- Fannie Mae MBS and
- underlying REMIC certificates backed by 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
KA	1	$ 75,000,000	SEQ/AD	5.0%	FIX	31398GG45	November 2035
KZ	1	7,000,000	SEQ	5.0	FIX/Z	31398GG52	February 2040
OA(2)	2	26,666,667	PT	0.0	PO	31398GG60	February 2040
FA	2	160,000,000	PT	(3)	FLT	31398GG78	February 2040
SA(2)	2	160,000,000(4)	NTL	(3)	INV/IO	31398GG86	February 2040
PT	3	43,959,853	SC/PT	7.0	FIX	31398GG94	February 2037
PL	4	228,309,854	PAC/AD	4.5	FIX	31398GH28	April 2039
PI	4	22,830,985(4)	NTL	5.0	FIX/IO	31398GH36	April 2039
PZ	4	3,777,005	PAC	5.0	FIX/Z	31398GH44	February 2040
FD	4	52,900,539	SUP	(3)	FLT	31398GH51	February 2040
SD(2)	4	16,200,791	SUP	(3)	INV	31398GH69	February 2040
TD(2)	4	4,959,425	SUP	(3)	INV	31398GH77	February 2040
AK	5	115,726,227	SEQ/AD	4.5	FIX	31398GH85	March 2037
AI	5	11,572,622(4)	NTL	5.0	FIX/IO	31398GH93	March 2037
AZ	5	7,062,804	SEQ	5.0	FIX/Z	31398GJ26	February 2040
FB	6	19,295,917	SC/PT	(3)	FLT	31398GJ34	August 2037
SB	6	3,215,987	SC/PT	(3)	INV	31398GJ42	August 2037
BA(2)	7	50,000,000	SEQ	4.5	FIX	31398GJ59	October 2027
BY	7	12,500,000	SEQ	4.5	FIX	31398GJ67	February 2030
R		0	NPR	0	NPR	31398GJ75	February 2040
RL		0	NPR	0	NPR	31398GJ83	February 2040

(1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
(2) Exchangeable classes.
(3) Based on LIBOR.
(4) Notional balances. These classes are interest only classes. See page S-8 for a description of how their notional balances are calculated.

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The AS, DS, BC, BD, BE, BG, BH, BJ and BI 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 listed above (other than the PT Class) from time to time in negotiated transactions at varying prices. We expect the settlement date to be January 29, 2010.

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

Credit Suisse

The date of this Prospectus Supplement is January 25, 2010

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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 3 or Group 6 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC certificates (together, the "Underlying REMIC Disclosure Documents"); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading "Incorporation by Reference" in the REMIC Prospectus.

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

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

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

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

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

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

Credit Suisse Securities (USA) LLC
Prospectus Department
11 Madison Avenue
New York, NY 10010-3629
(telephone 212-325-2580).

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. On December 24, 2009, the Stock Purchase Agreement was amended (the "December 2009 Amendment") to increase the Commitment from $200 billion to the greater of (i) $200 billion or (ii) $200 billion plus the cumulative amount of our net worth deficit (the amount by which our total liabilities exceed our total assets) as of the end of any and each calendar quarter in 2010, 2011 and 2012, less any positive net worth as of December 31, 2012. 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. The December 2009 Amendment changed the date on which we are scheduled to begin paying a periodic commitment fee from March 31, 2010 to March 31, 2011. The amount of the commitment fee will be determined by the mutual agreement of Treasury and Fannie Mae on or before December 31, 2010, and will be reset every five years. 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") and our quarterly reports on Form 10-Q for the quarters ended March 31, 2009, June 30, 2009, September 30, 2009, and our current report on Form 8-K, filed with the SEC on December 30, 2009, respectively, which are 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. Through September 30, 2009, we had received a total of $44.9 billion from Treasury under the Commitment. On November 4, 2009, the Acting Director of FHFA submitted a request to Treasury on our behalf for an additional $15.0 billion to eliminate our net worth deficit as of September 30, 2009, and requested receipt of those funds on or before December 31, 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. Upon the receipt of the additional $15.0 billion in funds from Treasury that have been requested, the aggregate liquidation preference of the Senior Preferred Stock, including the initial liquidation preference of $1.0 billion, will be $60.9 billion, and the annualized dividend on the Senior Preferred Stock, based on the 10% dividend rate, will be $6.1 billion. If we do not pay the dividend quarterly and in cash, the dividend rate would increase to 12% annually, and the unpaid dividend would accrue and be added to the liquidation preference of the Senior Preferred Stock.

On September 19, 2008, we entered into a lending agreement with Treasury (the "Credit Facility") under which we were permitted to request loans from Treasury until December 31, 2009. The Credit Facility terminated on December 31, 2009, in accordance with its terms. We did not borrow 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 and our quarterly report on Form 10-Q for the quarter ended March 31, 2009, include prohibitions on the following activities unless we have prior written consent from Treasury: the issuance of equity securities (except in limited instances), the payment of dividends or other distributions on our equity securities (other than the Senior Preferred Stock or the Warrant), and the issuance of subordinated debt securities. The covenants also limit the amount of debt securities that 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 January 1, 2010. 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

Group	Assets
1	Group 1 MBS
2	Group 2 MBS
3	Class 2006-93-FM REMIC Certificate Class 2006-93-SM REMIC Certificate Class 2006-125-FA REMIC Certificate Class 2006-125-SA REMIC Certificate Class 2007-7-FM REMIC Certificate Class 2007-7-SM REMIC Certificate
4	Group 4 MBS
5	Group 5 MBS
6	Class 2007-75-FE REMIC Certificate Class 2007-75-SE REMIC Certificate
7	Group 7 MBS

Group 1, Group 2, Group 4, Group 5 and Group 7

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 1 MBS	$ 82,000,000	5.00%	5.25% to 7.50%	241 to 360
Group 2 MBS	$186,666,667	6.00%	6.25% to 8.50%	241 to 360
Group 4 MBS	$306,147,614	5.00%	5.25% to 7.50%	241 to 360
Group 5 MBS	$122,789,031	5.00%	5.25% to 7.50%	241 to 360
Group 7 MBS	$ 62,500,000	4.50%	4.75% to 7.00%	181 to 240

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS	$ 82,000,000	360	351	4	5.400%
Group 2 MBS	$186,666,667	360	339	17	6.490%
Group 4 MBS	$306,147,614	360	276	73	5.570%
Group 5 MBS	$122,789,031	360	291	60	5.700%
Group 7 MBS	$ 62,500,000	240	232	7	4.869%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Trust MBS will differ from those shown above, perhaps significantly.

Group 3 and Group 6

Exhibit A describes the underlying REMIC certificates in Group 3 and Group 6, including certain information about the related mortgage loans. To learn more about the underlying REMIC certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Settlement Date

We expect to issue the certificates on January 29, 2010.

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:

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

Class	Initial Interest Rate	Maximum Interest Rate	Minimum Interest Rate	Formula for Calculation of Interest Rate(1)
FA	0.98344%	7.00000%	0.75%	LIBOR + 75 basis points
SA	6.01656%	6.25000%	0.00%	6.25% − LIBOR
FD	1.49156%	7.00000%	1.25%	LIBOR + 125 basis points
SD	15.53776%	16.32653%	0.00%	16.32653% − (3.265306 × LIBOR)
TD	8.00000%	8.00000%	0.00%	61.33333% − (10.66666667 × LIBOR)
FB	1.57100%	7.00000%	1.25%	LIBOR + 125 basis points
SB	32.57399%	34.50000%	0.00%	34.5% − (6 × LIBOR)
AS	12.03312%	12.50000%	0.00%	12.5% − (2 × LIBOR)
DS	13.77110%	14.37500%	0.00%	14.375% − (2.5 × LIBOR)

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

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:

Class	
SA	100% of the FA Class
PI	10% of the PL Class
AI	10% of the AK Class
BI	33.3333333333% of the BA 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)*

	PSA Prepayment Assumption					
Group 1 Classes	0%	100%	400%	806%	1200%	1650%
KA	16.5	8.0	3.3	2.0	1.5	1.2
KZ	28.0	22.8	11.2	5.8	3.7	2.4

	PSA Prepayment Assumption					
Group 2 Classes	0%	100%	300%	537%	900%	1300%
OA, FA, SA and AS	20.8	10.4	4.8	2.7	1.5	1.0

	PSA Prepayment Assumption					
Group 3 Class	0%	100%	300%	495%	800%	1000%
PT	18.7	10.0	4.6	2.7	1.5	1.1

	PSA Prepayment Assumption								
Group 4 Classes	0%	100%	200%	370%	400%	600%	900%	1300%	1650%
PL and PI	17.0	5.6	3.7	3.7	3.7	2.5	1.5	0.8	0.3
PZ	26.4	14.9	14.8	14.8	14.8	10.4	6.4	3.4	1.2
FD, SD, TD and DS	28.5	17.7	12.3	2.4	1.3	0.5	0.2	0.1	0.1

Group 5 Classes	PSA Prepayment Assumption						
	0%	50%	100%	300%	600%	1300%	1650%
AK and AI	17.6	9.8	7.5	3.5	1.7	0.6	0.2
AZ	28.6	22.1	20.8	13.9	7.6	2.5	0.9

Group 6 Classes	PSA Prepayment Assumption					
	0%	100%	300%	500%	800%	1000%
FB and SB	25.8	19.4	2.7	0.9	0.4	0.3

Group 7 Classes	PSA Prepayment Assumption				
	0%	100%	250%	400%	600%
BA, BC, BD, BE, BG, BH, BJ and BI	10.6	5.9	3.5	2.5	1.9
BY	18.9	16.0	11.8	8.6	6.1

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

ADDITIONAL RISK FACTORS

"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 1 MBS, Group 4 MBS and Group 5 MBS have been designated as pools that include "jumbo-conforming" or "high-balance" mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans than borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower's monthly payment than a similar interest rate change for a conforming balance loan.

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

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

As a result of these factors, the Group 1 Classes, Group 4 Classes and 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.

Payments on the Group 6 Classes also will be affected by the payment priority governing the related underlying REMIC certificates. If you invest in any Group 6 Class, the rate at which you receive payments will be affected by the applicable priority sequence governing principal payments on the related underlying REMIC certificates.

In particular, as described in the related Underlying REMIC Disclosure Document, the Group 6 Underlying REMIC Certificates are support classes. A support class is entitled to receive payments on a distribution date only if scheduled payments of principal have been made on certain other classes in the related underlying REMIC trust. Accordingly, a support class may receive no principal payments for extended periods or may receive principal payments that may vary widely from period to period.

You may obtain additional information about the underlying REMIC certificates in Group 6 by reviewing their current class factors in light of other information available in the related Underlying REMIC Disclosure Document. You may obtain that document from us as described on page S-3.

DESCRIPTION OF THE CERTIFICATES

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

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the "Trust") pursuant to a trust agreement dated as of August 1, 2007 and a supplement thereto dated as of January 1, 2010 (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:

- five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 4 MBS,” “Group 5 MBS” and “Group 7 MBS,” and together, the “Trust MBS”), and
- two groups of previously issued REMIC certificates (the “Group 3 Underlying REMIC Certificates” and “Group 6 Underlying REMIC Certificates,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A.

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

Each MBS represents a beneficial ownership interest in a pool of first lien, one-to four-family (“single-family”), fixed-rate residential mortgage loans (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	Trust MBS and Underlying REMIC Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

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

Characteristics of Certificates. Except as specified below, we will issue the Certificates in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.”

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:

Classes	Denominations
Principal Only, 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 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 1, Group 2, Group 4 and Group 5 MBS, and up to 20 years in the case of the Group 7 MBS.

In addition, the pools underlying the Group 1 MBS, Group 4 MBS and Group 5 MBS include "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. For additional information about the pools underlying the Group 1 MBS, Group 4 MBS and Group 5 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also "Additional Risk Factors—*"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally"* in this prospectus supplement.

For additional information, see "Summary—Group 1, Group 2, Group 4, Group 5 and Group 7—Characteristics of the Trust MBS" and "—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement and "The Mortgage Pools" and "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus.

The Underlying REMIC Certificates

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of those trusts consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under "The Mortgage Pools" and "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus.

The scheduled monthly payments on the Mortgage Loans backing the Group 6 Underlying REMIC Certificates represent accrued interest only for periods that may range from at least 7 to no more than 10 years following origination. See "Risk Factors—Prepayment Factors—*Refinance Environment*—Fixed-rate and adjustable-rate mortgage loans with long initial interest-only payment periods may be more likely to be refinanced or become delinquent than other mortgage loans" in the MBS Prospectus.

Distributions on the Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying REMIC Certificates are described in the applicable Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Underlying REMIC Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Underlying REMIC Certificates.

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

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement on a 30/360 basis. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual Classes) on a Distribution Date will consist of one month's interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Classes, see "*—Accrual Classes*" below.

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

Delay Classes	No-Delay Classes
Fixed Rate Classes	Floating Rate and Inverse Floating Rate Classes

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

The Dealer will treat the OA Class as a delay Class solely for the purpose of facilitating trading.

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

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 KZ Accrual Amount to KA until retired, and thereafter to KZ. **Accretion Directed Class and Accrual Class**

The Group 1 Cash Flow Distribution Amount to KA and KZ, in that order, until retired. **Sequential Pay Classes**

The "KZ Accrual Amount" is any interest then accrued and added to the principal balance of the KZ Class.

The "Group 1 Cash Flow Distribution Amount" is the principal then paid on the Group 1 MBS.

- *Group 2*

The Group 2 Principal Distribution Amount to OA and FA, pro rata, until retired. **Pass-Through Classes**

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

- *Group 3*

The Group 3 Principal Distribution Amount to PT until retired. **Structured Collateral/ Pass-Through Class**

The "Group 3 Principal Distribution Amount" is the principal then paid on the Group 3 Underlying REMIC Certificates.

- *Group 4*

The PZ Accrual Amount to PL until retired, and thereafter to the PZ Class. **Accretion Directed Class and Accrual Class**

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

1. To the Aggregate Group to its Planned Balance. **PAC Group**
2. To FD, SD and TD, pro rata, until retired. **Support Classes**
3. To the Aggregate Group to zero. **PAC Group**

The "PZ" Accrual Amount" is any interest then accrued and added to the principal balance of the PZ Class.

The "Group 4 Cash Flow Distribution Amount" is the principal then paid on the Group 4 MBS.

The "Aggregate Group" consists of the PL and PZ Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group to PL and PZ, in that order, until retired.

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

- *Group 5*

The AZ Accrual Amount to AK until retired, and thereafter to AZ. **Accretion Directed Class and Accrual Class**

The Group 5 Cash Flow Distribution Amount to AK and AZ, in that order, until retired. **Sequential Pay Classes**

The "AZ Accrual Amount" is any interest then accrued and added to the principal balance of the AZ Class.

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

- *Group 6*

The Group 6 Principal Distribution Amount to FB and SB, pro rata, until retired. **Structured Collateral/ Pass-Through Classes**

The "Group 6 Principal Distribution Amount" is the principal then paid on the Group 6 Underlying REMIC Certificates.

- *Group 7*

The Group 7 Principal Distribution Amount to BA and BY, in that order, until retired. **Sequential Pay Classes**

The "Group 7 Principal Distribution Amount" is the principal then paid on the Group 7 MBS.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Underlying REMIC Certificates, the priority sequence governing principal payments on the Group 6 Underlying REMIC 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 1, Group 2, Group 4, Group 5 and Group 7—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 January 29, 2010; 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 Schedule. The Principal Balance Schedule is set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedule was prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the "Structuring Range" specified in the chart below. The "Effective Range" for the Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce the Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Group. However, these Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

Group	Structuring Range	Initial Effective Range
Aggregate Group Planned Balances	Between 200% and 400% PSA	Between 200% and 400% PSA

The Aggregate Group consists of the following Classes:

Aggregate Group	PL and PZ

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

We cannot assure you that the balance of the Aggregate Group will conform on any Distribution Date to the balance specified in the Principal Balance Schedule or that

distributions of principal of the Aggregate Group will begin or end on the Distribution Dates specified in the Principal Balance Schedule.

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 the Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within the Structuring Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Group to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Range 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 Range will likely differ from the Initial Effective Range specified above. For the same reason, the Aggregate Group might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the Initial Effective Range. This is so particularly if the rates fall at the lower or higher end of this range.
- The actual Effective Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Class that has scheduled balances will be supported by other Classes. When the supporting Classes are retired, the Classes 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. **The tables below are provided for illustrative purposes only and are not intended as a forecast or prediction of the actual yields on the applicable Classes.** 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 Principal Only Class. **The Principal Only Class will not bear interest. As indicated in the tables below, a low rate of principal payments (including prepayments) on the related Mortgage Loans will have a negative effect on the yields to investors in the Principal Only Class.**

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

Class	Price
OA	81.140625%

Sensitivity of the OA Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	300%	537%	900%	1300%
Pre-Tax Yields to Maturity	1.6%	2.1%	4.8%	8.5%	15.3%	24.6%

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 SA and SB 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 price of these Classes (expressed in each case as a percentage of original principal balance) are as follows:

Class	Price*
SA	11.875000%
AS	81.140625%
SD	99.000000%
TD	99.000000%
SB	112.03125%
DS	99.000000%

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

	PSA Prepayment Assumption					
LIBOR	50%	100%	300%	537%	900%	1300%
0.12000%	52.3%	48.8%	34.6%	16.5%	(15.0)%	(58.3)%
0.23344%	51.1%	47.7%	33.5%	15.4%	(16.0)%	(59.2)%
2.23344%	31.7%	28.4%	14.7%	(2.7)%	(33.0)%	(75.3)%
4.23344%	12.5%	9.4%	(3.7)%	(20.4)%	(49.8)%	(91.6)%
6.25000%	*	*	*	*	*	*

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

	PSA Prepayment Assumption					
LIBOR	50%	100%	300%	537%	900%	1300%
0.12000%	16.8%	17.5%	20.5%	24.4%	31.4%	41.2%
0.23344%	16.5%	17.2%	20.2%	24.1%	31.1%	40.9%
2.23344%	11.5%	12.1%	15.1%	19.1%	26.1%	35.9%
4.23344%	6.5%	7.1%	10.1%	14.0%	21.1%	31.0%
6.25000%	1.7%	2.3%	5.1%	9.0%	16.1%	26.0%

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

	PSA Prepayment Assumption								
LIBOR	50%	100%	200%	370%	400%	600%	900%	1300%	1650%
0.12000%	16.6%	16.7%	16.7%	17.1%	17.4%	18.7%	20.9%	24.6%	31.6%
0.24156%	16.2%	16.2%	16.3%	16.7%	17.0%	18.4%	20.6%	24.5%	31.6%
2.24156%	9.3%	9.4%	9.4%	10.0%	10.5%	12.4%	15.6%	21.2%	31.6%
4.24156%	2.6%	2.6%	2.7%	3.4%	4.1%	6.6%	10.7%	18.0%	31.6%
5.00000% and above	0.1%	0.1%	0.2%	0.9%	1.7%	4.4%	8.9%	16.8%	31.6%

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

	PSA Prepayment Assumption								
LIBOR	50%	100%	200%	370%	400%	600%	900%	1300%	1650%
5.000% and below	8.2%	8.2%	8.3%	8.7%	9.0%	10.3%	12.5%	16.2%	23.1%
5.375%	4.1%	4.1%	4.2%	4.7%	5.1%	6.8%	9.5%	14.3%	23.1%
5.750%	0.1%	0.1%	0.1%	0.7%	1.2%	3.3%	6.6%	12.3%	23.1%

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

	PSA Prepayment Assumption					
LIBOR	50%	100%	300%	500%	800%	1000%
0.150%	31.9%	31.9%	27.6%	18.5%	2.5%	(9.9)%
0.321%	30.9%	30.9%	26.6%	17.6%	1.7%	(10.6)%
2.321%	19.2%	19.2%	15.3%	7.1%	(7.2)%	(18.2)%
4.321%	7.7%	7.7%	4.3%	(3.2)%	(15.8)%	(25.6)%
5.750%	(0.4)%	(0.5)%	(3.3)%	(10.3)%	(21.8)%	(30.8)%

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

	PSA Prepayment Assumption								
LIBOR	50%	100%	200%	370%	400%	600%	900%	1300%	1650%
0.12000%	14.7%	14.7%	14.7%	15.1%	15.4%	16.7%	18.9%	22.6%	29.6%
0.24156%	14.3%	14.3%	14.4%	14.8%	15.1%	16.5%	18.7%	22.5%	29.6%
2.24156%	9.1%	9.1%	9.1%	9.7%	10.1%	11.9%	14.9%	20.0%	29.6%
4.24156%	3.9%	3.9%	4.0%	4.7%	5.2%	7.5%	11.1%	17.6%	29.6%
5.75000%	0.1%	0.1%	0.2%	0.9%	1.6%	4.1%	8.3%	15.7%	29.6%

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:**

Class	% PSA
PI	479%
AI	340%
BI	408%

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:

Class	Price*
PI	15.4375%
AI	15.2500%
BI	11.0000%

* 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 PI Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	200%	370%	400%	600%	900%	1300%	1650%
Pre-Tax Yields to Maturity . . .	23.8%	17.9%	5.5%	5.5%	5.5%	(10.9)%	(45.1)%	*	*

Sensitivity of the AI Class to Prepayments

	PSA Prepayment Assumption						
	25%	50%	100%	300%	600%	1300%	1650%
Pre-Tax Yields to Maturity . . .	28.8%	26.8%	22.8%	4.2%	(31.3)%	*	*

Sensitivity of the BI Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	250%	400%	600%
Pre-Tax Yields to Maturity . . .	33.5%	29.5%	16.0%	0.9%	(19.8)%

Weighted Average Lives of the Certificates

For a description of how the weighted average life of a Certificate is determined, see "Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates" in the REMIC Prospectus.

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Group 1, Group 4, Group 5 and Group 7 Classes, and
- in the case of the Group 6 Classes, the priority sequence affecting principal payments on the related Underlying REMIC Certificates.

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

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

Decrement Tables

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

In the case of the information set forth for each Class under 0% PSA, however, we assumed that the Mortgage Loans have the original and remaining terms to maturity and bear interest at the annual rates specified in the table below.

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 MBS	360 months	360 months	7.50%
Group 2 MBS	360 months	360 months	8.50%
Group 3 Underlying REMIC Certificates	360 months	(1)	9.50%
Group 4 MBS	360 months	360 months	7.50%
Group 5 MBS	360 months	360 months	7.50%
Group 6 Underlying REMIC Certificates	360 months	330 months(2)	8.50%
Group 7 MBS	240 months	240 months	7.00%

(1) The Mortgage Loans backing the Group 3 Underlying REMIC Certificates are assumed to have the following remaining terms to maturity:

Class	Remaining Terms to Maturity
2006-93-FM	320 months
2006-93-SM	320 months
2006-125-FA	323 months
2006-125-SA	323 months
2007-7-FM	324 months
2007-7-SM	324 months

(2) In addition, each Mortgage Loan backing the Group 6 Underlying REMIC Certificates is assumed to have a remaining interest only period of 90 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	KA Class PSA Prepayment Assumption 0%	100%	400%	806%	1200%	1650%
Initial Percent	100	100	100	100	100	100
January 2011	99	96	89	80	70	60
January 2012	97	89	69	46	25	5
January 2013	95	81	49	18	0	0
January 2014	93	73	33	3	0	0
January 2015	91	66	21	0	0	0
January 2016	89	59	12	0	0	0
January 2017	87	53	5	0	0	0
January 2018	85	47	0	0	0	0
January 2019	82	41	0	0	0	0
January 2020	80	35	0	0	0	0
January 2021	77	30	0	0	0	0
January 2022	73	25	0	0	0	0
January 2023	70	20	0	0	0	0
January 2024	67	16	0	0	0	0
January 2025	63	11	0	0	0	0
January 2026	59	7	0	0	0	0
January 2027	54	3	0	0	0	0
January 2028	50	0	0	0	0	0
January 2029	44	0	0	0	0	0
January 2030	39	0	0	0	0	0
January 2031	33	0	0	0	0	0
January 2032	27	0	0	0	0	0
January 2033	20	0	0	0	0	0
January 2034	13	0	0	0	0	0
January 2035	6	0	0	0	0	0
January 2036	0	0	0	0	0	0
January 2037	0	0	0	0	0	0
January 2038	0	0	0	0	0	0
January 2039	0	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	16.5	8.0	3.3	2.0	1.5	1.2

Date	KZ Class PSA Prepayment Assumption 0%	100%	400%	806%	1200%	1650%
Initial Percent	100	100	100	100	100	100
January 2011	105	105	105	105	105	105
January 2012	110	110	110	110	110	110
January 2013	116	116	116	116	106	2
January 2014	122	122	122	122	29	*
January 2015	128	128	128	78	8	*
January 2016	135	135	135	40	2	*
January 2017	142	142	142	20	1	0
January 2018	149	149	146	10	*	0
January 2019	157	157	108	5	*	0
January 2020	165	165	80	3	*	0
January 2021	173	173	59	1	*	0
January 2022	182	182	43	1	*	0
January 2023	191	191	32	*	*	0
January 2024	201	201	23	*	*	0
January 2025	211	211	17	*	*	0
January 2026	222	222	12	*	*	0
January 2027	234	234	9	*	*	0
January 2028	246	233	6	*	0	0
January 2029	258	205	4	*	0	0
January 2030	271	178	3	*	0	0
January 2031	285	153	2	*	0	0
January 2032	300	130	1	*	0	0
January 2033	315	108	1	*	0	0
January 2034	331	87	1	*	0	0
January 2035	348	68	*	*	0	0
January 2036	339	50	*	*	0	0
January 2037	263	34	*	*	0	0
January 2038	182	18	*	*	0	0
January 2039	94	3	*	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	28.0	22.8	11.2	5.8	3.7	2.4

Date	OA, FA, SA† and AS Classes PSA Prepayment Assumption 0%	100%	300%	537%	900%	1300%
Initial Percent	100	100	100	100	100	100
January 2011	99	94	85	74	57	37
January 2012	98	87	69	49	26	8
January 2013	98	81	55	33	12	2
January 2014	97	75	45	22	5	*
January 2015	95	69	36	15	2	*
January 2016	94	64	29	10	1	*
January 2017	93	59	23	6	*	*
January 2018	92	54	19	4	*	*
January 2019	90	49	15	3	*	*
January 2020	89	45	12	2	*	*
January 2021	87	41	9	1	*	*
January 2022	85	37	8	1	*	*
January 2023	83	34	6	1	*	0
January 2024	81	31	5	*	*	0
January 2025	78	27	4	*	*	0
January 2026	75	25	3	*	*	0
January 2027	72	22	2	*	*	0
January 2028	69	19	2	*	*	0
January 2029	66	17	1	*	*	0
January 2030	62	14	1	*	*	0
January 2031	58	12	1	*	*	0
January 2032	53	10	1	*	*	0
January 2033	49	8	*	*	0	0
January 2034	43	7	*	*	0	0
January 2035	37	5	*	*	0	0
January 2036	31	3	*	*	0	0
January 2037	24	2	*	*	0	0
January 2038	17	*	*	*	0	0
January 2039	9	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	10.4	4.8	2.7	1.5	1.0

Date	PT Class PSA Prepayment Assumption 0%	100%	300%	495%	800%	1000%
Initial Percent	100	100	100	100	100	100
January 2011	99	93	81	69	51	39
January 2012	98	86	65	48	26	16
January 2013	97	80	53	33	13	6
January 2014	96	74	43	23	7	2
January 2015	95	68	34	16	4	1
January 2016	94	63	28	11	2	*
January 2017	92	58	22	8	1	*
January 2018	90	53	18	5	*	*
January 2019	89	48	14	4	*	*
January 2020	87	44	11	2	*	*
January 2021	84	40	9	2	*	*
January 2022	82	36	7	1	*	*
January 2023	79	33	6	1	*	*
January 2024	77	29	4	1	*	*
January 2025	73	26	3	*	*	*
January 2026	70	23	3	*	*	*
January 2027	66	20	2	*	*	*
January 2028	62	18	2	*	*	0
January 2029	57	15	1	*	*	0
January 2030	52	13	1	*	*	0
January 2031	47	10	1	*	*	0
January 2032	40	8	*	*	*	0
January 2033	34	6	*	*	*	0
January 2034	26	4	*	*	0	0
January 2035	18	2	*	*	0	0
January 2036	9	*	*	*	0	0
January 2037	0	0	0	0	0	0
January 2038	0	0	0	0	0	0
January 2039	0	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	18.7	10.0	4.6	2.7	1.5	1.1

Date	PL and PI† Classes PSA Prepayment Assumption 0%	100%	200%	370%	400%	600%	900%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100	100	100
January 2011	99	89	81	81	81	81	59	27	0
January 2012	97	79	65	65	65	51	25	4	0
January 2013	96	69	51	51	51	31	10	0	0
January 2014	94	60	38	38	38	18	3	0	0
January 2015	92	52	28	28	28	10	*	0	0
January 2016	90	44	20	20	20	6	0	0	0
January 2017	88	36	14	14	14	2	0	0	0
January 2018	86	29	9	9	9	*	0	0	0
January 2019	84	23	6	6	6	0	0	0	0
January 2020	81	16	3	3	3	0	0	0	0
January 2021	78	10	2	2	2	0	0	0	0
January 2022	76	5	*	*	*	0	0	0	0
January 2023	72	0	0	0	0	0	0	0	0
January 2024	69	0	0	0	0	0	0	0	0
January 2025	65	0	0	0	0	0	0	0	0
January 2026	61	0	0	0	0	0	0	0	0
January 2027	57	0	0	0	0	0	0	0	0
January 2028	52	0	0	0	0	0	0	0	0
January 2029	47	0	0	0	0	0	0	0	0
January 2030	42	0	0	0	0	0	0	0	0
January 2031	36	0	0	0	0	0	0	0	0
January 2032	30	0	0	0	0	0	0	0	0
January 2033	23	0	0	0	0	0	0	0	0
January 2034	16	0	0	0	0	0	0	0	0
January 2035	9	0	0	0	0	0	0	0	0
January 2036	*	0	0	0	0	0	0	0	0
January 2037	0	0	0	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.0	5.6	3.7	3.7	3.7	2.5	1.5	0.8	0.3

* 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	PZ Class PSA Prepayment Assumption 0%	100%	200%	370%	400%	600%	900%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100	100	100
January 2011	105	105	105	105	105	105	105	105	79
January 2012	110	110	110	110	110	110	110	110	1
January 2013	116	116	116	116	116	116	116	80	*
January 2014	122	122	122	122	122	122	122	17	*
January 2015	128	128	128	128	128	128	128	4	0
January 2016	135	135	135	135	135	135	65	1	0
January 2017	142	142	142	142	142	142	29	*	0
January 2018	149	149	149	149	149	149	13	*	0
January 2019	157	157	157	157	157	109	6	*	0
January 2020	165	165	165	165	165	67	2	*	0
January 2021	173	173	173	173	173	40	1	*	0
January 2022	182	182	182	182	182	24	*	*	0
January 2023	191	182	135	135	135	14	*	*	0
January 2024	201	95	95	95	95	9	*	*	0
January 2025	211	66	66	66	66	5	*	0	0
January 2026	222	45	45	45	45	3	*	0	0
January 2027	234	30	30	30	30	2	*	0	0
January 2028	246	20	20	20	20	1	*	0	0
January 2029	258	12	12	12	12	*	*	0	0
January 2030	271	7	7	7	7	*	*	0	0
January 2031	285	4	4	4	4	*	*	0	0
January 2032	300	1	1	1	1	*	*	0	0
January 2033	315	0	0	0	0	0	0	0	0
January 2034	331	0	0	0	0	0	0	0	0
January 2035	348	0	0	0	0	0	0	0	0
January 2036	366	0	0	0	0	0	0	0	0
January 2037	0	0	0	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.4	14.9	14.8	14.8	14.8	10.4	6.4	3.4	1.2

Date	FD, SD, TD and DS Classes PSA Prepayment Assumption 0%	100%	200%	370%	400%	600%	900%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100	100	100
January 2011	100	100	100	59	51	3	0	0	0
January 2012	100	100	100	33	22	0	0	0	0
January 2013	100	100	100	19	7	0	0	0	0
January 2014	100	100	100	13	1	0	0	0	0
January 2015	100	100	99	11	0	0	0	0	0
January 2016	100	100	95	10	0	0	0	0	0
January 2017	100	100	88	9	0	0	0	0	0
January 2018	100	100	80	7	0	0	0	0	0
January 2019	100	100	72	6	0	0	0	0	0
January 2020	100	100	63	5	0	0	0	0	0
January 2021	100	100	55	4	0	0	0	0	0
January 2022	100	100	47	3	0	0	0	0	0
January 2023	100	100	39	2	0	0	0	0	0
January 2024	100	90	33	2	0	0	0	0	0
January 2025	100	78	27	1	0	0	0	0	0
January 2026	100	66	22	1	0	0	0	0	0
January 2027	100	55	17	1	0	0	0	0	0
January 2028	100	45	13	1	0	0	0	0	0
January 2029	100	35	9	*	0	0	0	0	0
January 2030	100	25	6	*	0	0	0	0	0
January 2031	100	16	4	*	0	0	0	0	0
January 2032	100	8	2	*	0	0	0	0	0
January 2033	100	0	0	0	0	0	0	0	0
January 2034	100	0	0	0	0	0	0	0	0
January 2035	100	0	0	0	0	0	0	0	0
January 2036	100	0	0	0	0	0	0	0	0
January 2037	93	0	0	0	0	0	0	0	0
January 2038	64	0	0	0	0	0	0	0	0
January 2039	33	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.5	17.7	12.3	2.4	1.3	0.5	0.2	0.1	0.1

Date	AK and AI† Classes PSA Prepayment Assumption 0%	50%	100%	300%	600%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100
January 2011	99	94	91	79	60	16	0
January 2012	97	89	83	62	35	0	0
January 2013	96	84	76	48	19	0	0
January 2014	94	78	68	36	9	0	0
January 2015	93	73	61	27	2	0	0
January 2016	91	68	55	20	0	0	0
January 2017	89	63	49	13	0	0	0
January 2018	87	58	43	8	0	0	0
January 2019	84	53	38	4	0	0	0
January 2020	82	48	32	1	0	0	0
January 2021	79	43	27	0	0	0	0
January 2022	77	38	23	0	0	0	0
January 2023	74	33	18	0	0	0	0
January 2024	71	29	14	0	0	0	0
January 2025	67	24	10	0	0	0	0
January 2026	63	19	6	0	0	0	0
January 2027	60	14	2	0	0	0	0
January 2028	55	10	0	0	0	0	0
January 2029	51	5	0	0	0	0	0
January 2030	46	*	0	0	0	0	0
January 2031	41	0	0	0	0	0	0
January 2032	35	0	0	0	0	0	0
January 2033	29	0	0	0	0	0	0
January 2034	23	0	0	0	0	0	0
January 2035	16	0	0	0	0	0	0
January 2036	8	0	0	0	0	0	0
January 2037	*	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	9.8	7.5	3.5	1.7	0.6	0.2

Date	AZ Class PSA Prepayment Assumption 0%	50%	100%	300%	600%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100
January 2011	105	105	105	105	105	105	17
January 2012	110	110	110	110	110	81	*
January 2013	116	116	116	116	116	17	*
January 2014	122	122	122	122	122	4	*
January 2015	128	128	128	128	128	1	0
January 2016	135	135	135	135	103	*	0
January 2017	142	142	142	142	64	*	0
January 2018	149	149	149	149	39	*	0
January 2019	157	157	157	157	24	*	0
January 2020	165	165	165	165	15	*	0
January 2021	173	173	173	139	9	*	0
January 2022	182	182	182	108	6	*	0
January 2023	191	191	191	83	3	*	0
January 2024	201	201	201	64	2	0	0
January 2025	211	211	211	48	1	0	0
January 2026	222	222	222	36	1	0	0
January 2027	234	234	234	27	*	0	0
January 2028	246	246	228	20	*	0	0
January 2029	258	258	185	14	*	0	0
January 2030	271	271	145	9	*	0	0
January 2031	285	207	107	6	*	0	0
January 2032	300	143	72	4	*	0	0
January 2033	315	79	38	2	*	0	0
January 2034	331	16	7	*	*	0	0
January 2035	348	0	0	0	0	0	0
January 2036	366	0	0	0	0	0	0
January 2037	385	0	0	0	0	0	0
January 2038	270	0	0	0	0	0	0
January 2039	140	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	22.1	20.8	13.9	7.6	2.5	0.9

Date	FB and SB Classes PSA Prepayment Assumption 0%	100%	300%	500%	800%	1000%
Initial Percent	100	100	100	100	100	100
January 2011	100	100	75	39	0	0
January 2012	100	100	51	0	0	0
January 2013	100	100	32	0	0	0
January 2014	100	100	20	0	0	0
January 2015	100	100	11	0	0	0
January 2016	100	100	7	0	0	0
January 2017	100	100	4	0	0	0
January 2018	100	100	4	0	0	0
January 2019	100	100	3	0	0	0
January 2020	100	100	2	0	0	0
January 2021	100	100	2	0	0	0
January 2022	100	100	2	0	0	0
January 2023	100	96	1	0	0	0
January 2024	100	88	1	0	0	0
January 2025	100	81	1	0	0	0
January 2026	100	73	1	0	0	0
January 2027	100	65	*	0	0	0
January 2028	100	58	*	0	0	0
January 2029	100	51	*	0	0	0
January 2030	100	44	*	0	0	0
January 2031	100	37	*	0	0	0
January 2032	100	30	*	0	0	0
January 2033	100	24	*	0	0	0
January 2034	95	18	*	0	0	0
January 2035	71	13	*	0	0	0
January 2036	44	7	0	0	0	0
January 2037	15	2	0	0	0	0
January 2038	0	0	0	0	0	0
January 2039	0	0	0	0	0	0
January 2040	0	0	0	0	0	0
Weighted Average Life (years)**	25.8	19.4	2.7	0.9	0.4	0.3

* 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	BA, BC, BD, BE, BG, BH, BJ and BI† Classes PSA Prepayment Assumption 0%	100%	250%	400%	600%	BY Class PSA Prepayment Assumption 0%	100%	250%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100
January 2011	97	93	88	83	76	100	100	100	100	100
January 2012	94	83	70	58	43	100	100	100	100	100
January 2013	90	73	53	36	17	100	100	100	100	100
January 2014	87	63	38	19	1	100	100	100	100	100
January 2015	83	54	26	7	0	100	100	100	100	63
January 2016	79	46	17	0	0	100	100	100	93	38
January 2017	74	38	8	0	0	100	100	100	67	23
January 2018	69	30	2	0	0	100	100	100	48	14
January 2019	64	24	0	0	0	100	100	85	34	8
January 2020	58	17	0	0	0	100	100	66	24	5
January 2021	52	11	0	0	0	100	100	52	16	3
January 2022	46	6	0	0	0	100	100	39	11	2
January 2023	39	*	0	0	0	100	100	30	8	1
January 2024	32	0	0	0	0	100	82	22	5	1
January 2025	24	0	0	0	0	100	64	15	3	*
January 2026	15	0	0	0	0	100	48	10	2	*
January 2027	6	0	0	0	0	100	32	6	1	*
January 2028	0	0	0	0	0	87	18	3	*	*
January 2029	0	0	0	0	0	45	4	1	*	*
January 2030	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0	0	0
January 2034	0	0	0	0	0	0	0	0	0	0
January 2035	0	0	0	0	0	0	0	0	0	0
January 2036	0	0	0	0	0	0	0	0	0	0
January 2037	0	0	0	0	0	0	0	0	0	0
January 2038	0	0	0	0	0	0	0	0	0	0
January 2039	0	0	0	0	0	0	0	0	0	0
January 2040	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.6	5.9	3.5	2.5	1.9	18.9	16.0	11.8	8.6	6.1

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

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

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

Characteristics of the Residual Classes

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

Treasury Department regulations (the "Regulations") provide that a transfer of a "noneconomic residual interest" will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had "improper knowledge" at the time of the transfer. See "Description of the Certificates—Special Characteristics of the Residual Certificates" in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

REMIC Elections and Special Tax Attributes

We will make a REMIC election with respect to each REMIC set forth in the table under "Description of the Certificates—General—*Structure*." The Regular Classes will be designated as "regular interests" and the Residual Classes will be designated as the "residual interests" in the REMICs as set forth in that table. Thus, the REMIC Certificates and any related RCR Certificates generally will be treated as "regular or residual interests in a REMIC" for domestic building and loan associations, as "real estate assets" for real estate investment trusts, and, except for the Residual Classes, as "qualified mortgages" for other REMICs. See "Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes" in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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

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

Group	Prepayment Assumption
1	806% PSA
2	537% PSA
3	495% PSA
4	370% PSA
5	100% PSA
6	500% PSA
7	250% 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 Combination RCR Class (a "Combination RCR Certificate") will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. 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. The AS and DS Classes of RCR Certificates are Combination RCR Certificates. The remaining Classes of RCR Certificates are Strip RCR Certificates. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates" in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates (other than the PT Class) to Credit Suisse Securities (USA) LLC (the "Dealer") in exchange for the Trust MBS and the Underlying REMIC Certificates. The Dealer proposes to offer the Certificates (other than the PT Class) directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers. On the Settlement Date, we expect to transfer the PT Class to Fannie Mae Mega Trust Number 310042 and to deliver the related Mega certificates to the Dealer.

LEGAL MATTERS

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

Exhibit A

Group 3 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	January 2010 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2006-093	FM	September 2006	31396LBK5	(2)	FLT	October 2036	PT	$ 25,000,000	0.55591537	$ 4,308,344.12	7.448%	313	42
2006-093	SM	September 2006	31396LBL3	(2)	INV/IO	October 2036	NTL	25,000,000	0.55591537	4,308,344.12	7.448	313	42
2006-125	FA	December 2006	31396PCW9	(2)	FLT	January 2037	PT	150,000,000	0.51069374	26,045,380.60	7.663	315	40
2006-125	SA	December 2006	31396PCX7	(2)	INV/IO	January 2037	NTL	150,000,000	0.51069374	26,045,380.60	7.663	315	40
2007-007	FM	January 2007	31396PSW2	(2)	FLT	February 2037	PT	100,901,811	0.54424514	13,606,128.49	7.523	316	41
2007-007	SM	January 2007	31396PSX0	(2)	INV/IO	February 2037	NTL	100,901,811	0.54424514	13,606,128.49	7.523	316	41

(1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus.
(2) These Classes bear interest during their respective interest accrual periods, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying REMIC Disclosure Documents.

Group 6 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	January 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)	Approximate Weighted Average Remaining Term to Expiration of Interest Only Period (in months)
2007-075	FE	July 2007	31396W2W5	(2)	FLT	August 2037	SUP/AD	$75,000,000	0.77183672	$19,295,918.08	6.614%	329	31	89
2007-075	SE	July 2007	31396W2X3	(2)	INV	August 2037	SUP/AD	12,500,001	0.77183672	3,215,987.60	6.614	329	31	89

(1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC Prospectus.
(2) These Classes bear interest during their respective interest accrual periods, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying REMIC Disclosure Documents.

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

Schedule 1

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								
OA	$26,666,667	AS	$26,666,667	PT	(3)	INV	31398GJ91	February 2040
SA	53,333,334(4)							
Recombination 2								
SD	16,200,791	DS	21,160,216	SUP	(3)	INV	31398GK24	February 2040
TD	4,959,425							
Recombination 3								
BA	50,000,000	BC	50,000,000	SEQ	3.00%	FIX	31398GK32	October 2027
		BI	16,666,666(4)	NTL	4.50	FIX/IO	31398GK99	October 2027
Recombination 4								
BA	50,000,000	BD	50,000,000	SEQ	3.25	FIX	31398GK40	October 2027
		BI	13,888,888(4)	NTL	4.50	FIX/IO	31398GK99	October 2027
Recombination 5								
BA	50,000,000	BE	50,000,000	SEQ	3.50	FIX	31398GK57	October 2027
		BI	11,111,111(4)	NTL	4.50	FIX/IO	31398GK99	October 2027
Recombination 6								
BA	50,000,000	BG	50,000,000	SEQ	3.75	FIX	31398GK65	October 2027
		BI	8,333,333(4)	NTL	4.50	FIX/IO	31398GK99	October 2027
Recombination 7								
BA	50,000,000	BH	50,000,000	SEQ	4.00	FIX	31398GK73	October 2027
		BI	5,555,555(4)	NTL	4.50	FIX/IO	31398GK99	October 2027

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								
BA	$50,000,000	BJ	$50,000,000	SEQ	4.25	FIX	31398GK81	October 2027
		BI	2,777,777(4)	NTL	4.50	FIX/IO	31398GK99	October 2027

(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) For a description of these interest rates, see "Summary—Interest Rates" in this prospectus supplement.
(4) Notional balances. These Classes are Interest Only Classes. See page S-8 for a description of how their notional balances are calculated.

Principal Balance Schedule

Aggregate Group Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$232,086,859.00	May 2014	$ 83,379,725.10	September 2018	$ 21,599,035.77
February 2010	228,299,984.39	June 2014	81,314,535.12	October 2018	21,030,213.93
March 2010	224,556,495.62	July 2014	79,273,611.36	November 2018	20,475,707.52
April 2010	220,855,913.39	August 2014	77,280,933.86	December 2018	19,935,166.58
May 2010	217,197,763.61	September 2014	75,336,931.06	January 2019	19,408,249.54
June 2010	213,581,577.33	October 2014	73,440,436.98	February 2019	18,894,623.03
July 2010	210,006,890.66	November 2014	71,590,313.20	March 2019	18,393,961.64
August 2010	206,473,244.77	December 2014	69,785,448.21	April 2019	17,905,947.82
September 2010	202,980,185.79	January 2015	68,024,756.74	May 2019	17,430,271.59
October 2010	199,527,264.77	February 2015	66,307,179.22	June 2019	16,966,630.45
November 2010	196,114,037.66	March 2015	64,631,681.10	July 2019	16,514,729.14
December 2010	192,740,065.20	April 2015	62,997,252.32	August 2019	16,074,279.51
January 2011	189,404,912.89	May 2015	61,402,906.70	September 2019	15,645,000.34
February 2011	186,108,150.96	June 2015	59,847,681.43	October 2019	15,226,617.15
March 2011	182,849,354.32	July 2015	58,330,636.46	November 2019	14,818,862.08
April 2011	179,628,102.46	August 2015	56,850,854.00	December 2019	14,421,473.71
May 2011	176,443,979.47	September 2015	55,407,438.03	January 2020	14,034,196.90
June 2011	173,296,573.91	October 2015	53,999,513.71	February 2020	13,656,782.68
July 2011	170,185,478.87	November 2015	52,626,226.97	March 2020	13,288,988.06
August 2011	167,110,291.80	December 2015	51,286,743.97	April 2020	12,930,575.90
September 2011	164,070,614.55	January 2016	49,980,250.62	May 2020	12,581,314.78
October 2011	161,066,053.30	February 2016	48,705,952.16	June 2020	12,240,978.89
November 2011	158,096,218.50	March 2016	47,463,072.67	July 2020	11,909,347.81
December 2011	155,160,724.83	April 2016	46,250,854.66	August 2020	11,586,206.50
January 2012	152,259,191.16	May 2016	45,068,558.59	September 2020	11,271,345.07
February 2012	149,391,240.50	June 2016	43,915,462.50	October 2020	10,964,558.72
March 2012	146,556,499.97	July 2016	42,790,861.56	November 2020	10,665,647.59
April 2012	143,754,600.72	August 2016	41,694,067.70	December 2020	10,374,416.65
May 2012	140,985,177.92	September 2016	40,624,409.19	January 2021	10,090,675.60
June 2012	138,247,870.73	October 2016	39,581,230.24	February 2021	9,814,238.72
July 2012	135,542,322.20	November 2016	38,563,890.70	March 2021	9,544,924.81
August 2012	132,868,179.27	December 2016	37,571,765.61	April 2021	9,282,557.05
September 2012	130,225,092.75	January 2017	36,604,244.87	May 2021	9,026,962.88
October 2012	127,612,717.20	February 2017	35,660,732.93	June 2021	8,777,973.96
November 2012	125,030,710.98	March 2017	34,740,648.39	July 2021	8,535,426.00
December 2012	122,478,736.14	April 2017	33,843,423.70	August 2021	8,299,158.71
January 2013	119,956,458.43	May 2017	32,968,504.82	September 2021	8,069,015.68
February 2013	117,463,547.22	June 2017	32,115,350.92	October 2021	7,844,844.31
March 2013	114,999,675.49	July 2017	31,283,434.05	November 2021	7,626,495.70
April 2013	112,564,519.78	August 2017	30,472,238.84	December 2021	7,413,824.55
May 2013	110,157,760.14	September 2017	29,681,262.22	January 2022	7,206,689.12
June 2013	107,779,080.12	October 2017	28,910,013.11	February 2022	7,004,951.10
July 2013	105,428,166.71	November 2017	28,158,012.16	March 2022	6,808,475.55
August 2013	103,104,710.30	December 2017	27,424,791.45	April 2022	6,617,130.81
September 2013	100,808,404.68	January 2018	26,709,894.23	May 2022	6,430,788.43
October 2013	98,538,946.94	February 2018	26,012,874.65	June 2022	6,249,323.09
November 2013	96,296,037.50	March 2018	25,333,297.53	July 2022	6,072,612.51
December 2013	94,079,380.03	April 2018	24,670,738.08	August 2022	5,900,537.42
January 2014	91,888,681.45	May 2018	24,024,781.67	September 2022	5,732,981.44
February 2014	89,723,651.84	June 2018	23,395,023.57	October 2022	5,569,831.02
March 2014	87,584,004.47	July 2018	22,781,068.74	November 2022	5,410,975.41
April 2014	85,469,455.73	August 2018	22,182,531.59	December 2022	5,256,306.55

Aggregate Group (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
January 2023	$ 5,105,719.02	June 2026	$ 1,436,670.58	November 2029	$ 296,253.66
February 2023	4,959,109.98	July 2026	1,389,432.04	December 2029	282,570.07
March 2023	4,816,379.11	August 2026	1,343,528.24	January 2030	269,322.11
April 2023	4,677,428.55	September 2026	1,298,924.20	February 2030	256,497.65
May 2023	4,542,162.81	October 2026	1,255,585.79	March 2030	244,084.89
June 2023	4,410,488.78	November 2026	1,213,479.75	April 2030	232,072.31
July 2023	4,282,315.59	December 2026	1,172,573.65	May 2030	220,448.69
August 2023	4,157,554.64	January 2027	1,132,835.87	June 2030	209,203.14
September 2023	4,036,119.48	February 2027	1,094,235.61	July 2030	198,325.01
October 2023	3,917,925.79	March 2027	1,056,742.82	August 2030	187,803.95
November 2023	3,802,891.31	April 2027	1,020,328.22	September 2030	177,629.88
December 2023	3,690,935.82	May 2027	984,963.27	October 2030	167,792.99
January 2024	3,581,981.05	June 2027	950,620.15	November 2030	158,283.71
February 2024	3,475,950.69	July 2027	917,271.73	December 2030	149,092.73
March 2024	3,372,770.27	August 2027	884,891.58	January 2031	140,211.00
April 2024	3,272,367.18	September 2027	853,453.93	February 2031	131,629.68
May 2024	3,174,670.59	October 2027	822,933.68	March 2031	123,340.18
June 2024	3,079,611.43	November 2027	793,306.35	April 2031	115,334.15
July 2024	2,987,122.30	December 2027	764,548.07	May 2031	107,603.42
August 2024	2,897,137.51	January 2028	736,635.61	June 2031	100,140.08
September 2024	2,809,592.96	February 2028	709,546.30	July 2031	92,936.40
October 2024	2,724,426.15	March 2028	683,258.06	August 2031	85,984.88
November 2024	2,641,576.10	April 2028	657,749.37	September 2031	79,278.18
December 2024	2,560,983.38	May 2028	632,999.26	October 2031	72,809.21
January 2025	2,482,590.00	June 2028	608,987.29	November 2031	66,571.02
February 2025	2,406,339.42	July 2028	585,693.54	December 2031	60,556.87
March 2025	2,332,176.50	August 2028	563,098.61	January 2032	54,760.19
April 2025	2,260,047.46	September 2028	541,183.58	February 2032	49,174.60
May 2025	2,189,899.86	October 2028	519,930.03	March 2032	43,793.87
June 2025	2,121,682.56	November 2028	499,320.00	April 2032	38,611.96
July 2025	2,055,345.71	December 2028	479,336.00	May 2032	33,622.97
August 2025	1,990,840.67	January 2029	459,960.97	June 2032	28,821.17
September 2025	1,928,120.02	February 2029	441,178.32	July 2032	24,200.98
October 2025	1,867,137.54	March 2029	422,971.85	August 2032	19,756.99
November 2025	1,807,848.13	April 2029	405,325.80	September 2032	15,483.90
December 2025	1,750,207.84	May 2029	388,224.81	October 2032	11,376.58
January 2026	1,694,173.79	June 2029	371,653.92	November 2032	7,430.04
February 2026	1,639,704.21	July 2029	355,598.54	December 2032	3,639.41
March 2026	1,586,758.33	August 2029	340,044.49		
April 2026	1,535,296.43	September 2029	324,977.92		
May 2026	1,485,279.77	October 2029	310,385.35	January 2033 and thereafter	0.00

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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$826,575,069

FannieMae®

Guaranteed REMIC
Pass-Through Certificates

Fannie Mae REMIC Trust 2010-5

PROSPECTUS SUPPLEMENT

Credit Suisse

January 25, 2010