

\$180,940,868



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-63**

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, 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.

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
AC(2)	1	\$47,321,715	PAC	3.5%	FIX	31398RPA7	December 2038
PF	1	35,491,285	PAC	(3)	FLT	31398RPB5	December 2038
PS	1	35,491,285(4)	NTL	(3)	INV/IO	31398RPC3	December 2038
PB	1	11,409,000	PAC	5.0	FIX	31398RPD1	June 2040
PO(2)	1	5,963,000	SUP	0.0	PO	31398RPE9	June 2040
F	1	29,815,000	SUP	(3)	FLT	31398RPF6	June 2040
SI(2)	1	29,815,000(4)	NTL	(3)	INV/IO	31398RPG4	June 2040
AP(2)	2	10,915,901	PT	0.0	PO	31398RPH2	June 2040
FA	2	40,024,967	PT	(3)	FLT	31398RPJ8	June 2040
SA(2)	2	40,024,967(4)	NTL	(3)	INV/IO	31398RPK5	June 2040
R		0	NPR	0	NPR	31398RPL3	June 2040
RL		0	NPR	0	NPR	31398RPM1	June 2040

(1) See "Description of the Certificates—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-5 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 AB, AI, AD, AE, AG, AH, BP, AJ, S and AS 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—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 May 28, 2010.

Carefully consider the risk factors on page S-7 of this prospectus supplement and starting on page 11 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.



**RBC
Capital
Markets**

May 24, 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 May 1, 2010 (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”); 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 is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

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 and the MBS Prospectus by writing or calling the dealer at:

RBC Capital Markets Corporation
Three World Financial Center
200 Vesey Street, 8th Floor
New York, New York 10281
(telephone 212-428-7940).

SUMMARY

This summary contains only limited information about the certificates. Unless otherwise specified, statistical information in this summary is provided as of May 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

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

Group 1 and Group 2

Characteristics of the 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 1 MBS	\$130,000,000	5.00%	5.25% to 7.50%	241 to 360
Group 2 MBS	\$ 50,940,868	5.50%	5.75% to 8.00%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$130,000,000	360	296	57	5.621%
Group 2 MBS	\$ 50,940,868	360	269	80	5.933%

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

Settlement Date

We expect to issue the certificates on May 28, 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

All classes other than the R and RL Classes

Physical

R and RL Classes

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
PF	0.76800%	7.00000%	0.43%	LIBOR + 43 basis points
PS	6.23200%	6.57000%	0.00%	6.57% – LIBOR
F	1.83800%	6.00000%	1.50%	LIBOR + 150 basis points
SI	4.16200%	4.50000%	0.00%	4.5% – LIBOR
FA	0.83800%	7.00000%	0.50%	LIBOR + 50 basis points
SA	6.16200%	6.50000%	0.00%	6.50% – LIBOR
S	20.81000%	22.50000%	0.00%	22.50% – (5 × LIBOR)
AS	22.59399%	23.83333%	0.00%	23.83333% – (3.66666636 × 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

PS	100% of the PF Class
SI	100% of the F Class
AI	20% of the AC Class
SA	100% of the FA 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>200%</u>	<u>250%</u>	<u>450%</u>	<u>900%</u>	<u>1500%</u>
AC, PF, PS, AB, AI, AD, AE, AG, AH, BP and AJ	16.0	5.0	5.0	5.0	3.0	1.3	0.5
PB	25.5	16.2	16.2	16.2	10.0	4.3	1.5
PO, F, SI and S	28.2	16.8	5.7	2.1	0.7	0.3	0.1
<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>355%</u>	<u>600%</u>	<u>1200%</u>	<u>1800%</u>	
AP, FA, SA and AS	20.5	8.7	3.7	2.2	0.8	0.1	

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

ADDITIONAL RISK FACTOR

Anticipated increases in our purchases of delinquent loans from our single-family MBS trusts may result in increased rates of principal payments on your certificates. On February 10, 2010, we announced that we intend to increase significantly our purchases of delinquent loans from our single-family MBS trusts. If the MBS directly or indirectly backing your certificates hold a significant number of delinquent loans, those MBS could experience significant prepayments. In turn, this may result in an increase in the rate of principal payments on your

certificates, particularly in the months following the settlement date specified on the cover of this prospectus supplement.

You should refer to the MBS Prospectus for further information about our option to purchase delinquent loans from MBS pools and to our Web site at www.fanniemae.com for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

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 May 1, 2010 and a supplement thereto dated as of May 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 May 1, 2010 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 two groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS” and “Group 2 MBS,” and together, the “MBS”).

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

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.”

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC . . .	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 and the MBS, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus and the MBS Prospectus. 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, Principal 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 MBS

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years.

For additional information, see “Summary—Group 1 and Group 2—Characteristics of the 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. Interest to be paid on each Certificate on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date.

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—The Certificates—*Distributions on Certificates—Interest Distributions*” in the REMIC Prospectus.

The Dealer will treat the AP and BP Classes as delay Classes and the PO Class as a no-delay Class solely for the purpose of facilitating trading.

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 in the following priority:

1. To the Aggregate Group to its Planned Balance. } PAC Group
2. To PO and F, pro rata, until retired. } Support Classes
3. To the Aggregate Group to zero. } PAC Group

The “Group 1 Principal Distribution Amount” is the principal then paid on the Group 1 MBS.

The “Aggregate Group” consists of the AC, PF and PB Classes. On each Distribution Date we will apply payments of principal of the Aggregate Group as follows:

first, to AC and PF, pro rata, until retired; and

second, to PB until retired.

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

- *Group 2*

The Group 2 Principal Distribution Amount to AP 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.

Structuring Assumptions

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

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1 and Group 2—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 May 28, 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, 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 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.

<u>Group</u>	<u>Structuring Range</u>	<u>Initial Effective Range</u>
Aggregate Group Planned Balances	Between 100% and 250% PSA	Between 100% and 250% PSA

The Aggregate Group consists of the following Classes:

Aggregate Group AC, PF and PB

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 applicable 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 the 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 schedule 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 rate falls at the lower or higher end of the 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 the Aggregate Group will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group, 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 Inverse Floating Rate Classes. **The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the PS, SI, SA and AS 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>
PS	13.1875%
SI	4.0000%
SA	13.0625%
S	101.3750%
AS	133.0000%

* 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 PS 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>250%</u>	<u>450%</u>	<u>900%</u>	
0.170%	42.8%	35.6%	35.6%	35.6%	21.7%	(40.6)%	*
0.338%	41.3%	34.1%	34.1%	34.1%	20.0%	(42.5)%	*
2.338%	23.5%	16.0%	16.0%	16.0%	(1.1)%	(65.3)%	*
4.338%	4.6%	(3.8)%	(3.8)%	(3.8)%	(25.5)%	(92.1)%	*
6.570%	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>900%</u>	
0.170%	135.3%	135.3%	100.4%	77.0%	(47.2)%	*	*
0.338%	129.3%	129.3%	95.1%	71.7%	(51.9)%	*	*
2.338%	63.0%	63.0%	36.4%	10.5%	*	*	*
4.500%	*	*	*	*	*	*	*

**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>355%</u>	<u>600%</u>	<u>1200%</u>	
0.170%	46.7%	43.0%	23.1%	1.9%	(64.4)%	*
0.338%	45.3%	41.6%	21.7%	0.7%	(65.3)%	*
2.338%	27.7%	24.2%	5.6%	(14.1)%	(75.8)%	*
4.338%	10.0%	6.7%	(10.6)%	(28.9)%	(86.9)%	*
6.500%	*	*	*	*	*	*

**Sensitivity of the S 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>250%</u>	<u>450%</u>	<u>900%</u>	<u>1500%</u>
0.170%	22.3%	22.3%	22.0%	21.6%	20.2%	16.3%	8.2%
0.338%	21.4%	21.4%	21.1%	20.8%	19.4%	15.7%	8.0%
2.338%	11.0%	11.0%	10.9%	10.7%	10.1%	8.4%	5.0%
4.500%	0.0%	0.0%	0.0%	0.1%	0.3%	0.7%	1.7%

**Sensitivity of the AS 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>355%</u>	<u>600%</u>	<u>1200%</u>	<u>1800%</u>
0.170%	16.4%	15.6%	11.1%	6.0%	(13.0)%	*
0.338%	15.9%	15.1%	10.6%	5.5%	(13.4)%	*
2.338%	10.0%	9.2%	5.0%	0.1%	(18.1)%	*
4.338%	4.1%	3.4%	(0.5)%	(5.2)%	(22.8)%	*
6.500%	(2.4)%	(2.9)%	(6.4)%	(10.9)%	(27.7)%	*

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

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

<u>Class</u>	<u>Price</u>
PO	81.375%
AP	85.125%
BP	85.000%

Sensitivity of the PO Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>900%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity . . .	1.0%	1.2%	4.2%	10.7%	33.6%	103.7%	331.1%

Sensitivity of the AP Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>355%</u>	<u>600%</u>	<u>1200%</u>	<u>1800%</u>
Pre-Tax Yields to Maturity . . .	1.5%	1.9%	4.7%	8.3%	22.7%	385.2%

Sensitivity of the BP Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>900%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity . . .	2.4%	3.4%	3.4%	3.4%	5.6%	13.1%	38.1%

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

<u>Class</u>	<u>% PSA</u>
AI	368%

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 AI Class would lose money on their initial investments.

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

<u>Class</u>	<u>Price*</u>
AI	18.0%

* This price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table below.

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

Sensitivity of the AI Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>450%</u>	<u>900%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity . . .	17.2%	9.5%	9.5%	9.5%	(9.0)%	(73.9)%	*

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 sequence of distributions of principal of the Group 1 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 and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	7.50%
Group 2 MBS	360 months	8.00%

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates or remaining terms to maturity 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	AC, PF, PS†, AB, AI†, AD, AE, AG, AH, BP and AJ Classes							PB Class							PO, F, SI† and S Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	200%	250%	450%	900%	1500%	0%	100%	200%	250%	450%	900%	1500%	0%	100%	200%	250%	450%	900%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2011	99	88	88	88	88	57	2	100	100	100	100	100	100	100	100	100	79	68	25	0	0
May 2012	97	76	76	76	67	18	0	100	100	100	100	100	100	100	11	100	100	62	44	0	0
May 2013	95	65	65	65	44	1	0	100	100	100	100	100	100	100	1	100	100	49	26	0	0
May 2014	94	55	55	55	27	0	0	100	100	100	100	100	47	*	100	100	40	14	0	0	0
May 2015	92	46	46	46	15	0	0	100	100	100	100	100	21	*	100	100	33	6	0	0	0
May 2016	89	37	37	37	7	0	0	100	100	100	100	100	9	*	100	100	29	2	0	0	0
May 2017	87	28	28	28	1	0	0	100	100	100	100	100	4	*	100	100	27	*	0	0	0
May 2018	85	21	21	21	0	0	0	100	100	100	100	74	2	*	100	99	26	*	0	0	0
May 2019	82	15	15	15	0	0	0	100	100	100	100	52	1	0	100	97	24	*	0	0	0
May 2020	79	9	9	9	0	0	0	100	100	100	100	37	*	0	100	93	22	*	0	0	0
May 2021	76	5	5	5	0	0	0	100	100	100	100	26	*	0	100	88	20	*	0	0	0
May 2022	73	1	1	1	0	0	0	100	100	100	100	18	*	0	100	82	18	*	0	0	0
May 2023	69	0	0	0	0	0	0	100	88	88	88	12	*	0	100	76	16	*	0	0	0
May 2024	66	0	0	0	0	0	0	100	70	70	70	8	*	0	100	69	14	*	0	0	0
May 2025	61	0	0	0	0	0	0	100	56	56	56	6	*	0	100	62	12	*	0	0	0
May 2026	57	0	0	0	0	0	0	100	43	43	43	4	*	0	100	56	10	*	0	0	0
May 2027	52	0	0	0	0	0	0	100	34	34	34	3	*	0	100	48	9	*	0	0	0
May 2028	47	0	0	0	0	0	0	100	25	25	25	2	*	0	100	42	7	*	0	0	0
May 2029	41	0	0	0	0	0	0	100	19	19	19	1	*	0	100	35	6	*	0	0	0
May 2030	35	0	0	0	0	0	0	100	14	14	14	1	*	0	100	28	4	*	0	0	0
May 2031	29	0	0	0	0	0	0	100	9	9	9	*	*	0	100	22	3	*	0	0	0
May 2032	22	0	0	0	0	0	0	100	6	6	6	*	*	0	100	15	2	*	0	0	0
May 2033	15	0	0	0	0	0	0	100	3	3	3	*	*	0	100	9	1	*	0	0	0
May 2034	7	0	0	0	0	0	0	100	1	1	1	*	0	0	100	4	*	*	0	0	0
May 2035	0	0	0	0	0	0	0	84	0	0	0	0	0	0	100	0	0	0	0	0	0
May 2036	0	0	0	0	0	0	0	16	0	0	0	0	0	0	100	0	0	0	0	0	0
May 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	82	0	0	0	0	0	0
May 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	56	0	0	0	0	0	0
May 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	29	0	0	0	0	0	0
May 2040	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)**	16.0	5.0	5.0	5.0	3.0	1.3	0.5	25.5	16.2	16.2	16.2	10.0	4.3	1.5	28.2	16.8	5.7	2.1	0.7	0.3	0.1

Date	AP, FA, SA† and AS Classes					
	PSA Prepayment Assumption					
	0%	100%	355%	600%	1200%	1800%
Initial Percent	100	100	100	100	100	100
May 2011	99	92	77	63	27	0
May 2012	98	84	59	39	7	0
May 2013	97	77	45	24	2	0
May 2014	96	71	35	15	1	0
May 2015	95	64	26	9	*	0
May 2016	94	58	20	6	*	0
May 2017	92	53	15	4	*	0
May 2018	91	48	11	2	*	0
May 2019	89	43	9	1	*	0
May 2020	88	38	6	1	*	0
May 2021	86	34	5	*	*	0
May 2022	84	30	4	*	*	0
May 2023	82	26	3	*	*	0
May 2024	79	22	2	*	0	0
May 2025	77	19	1	*	0	0
May 2026	74	16	1	*	0	0
May 2027	71	13	1	*	0	0
May 2028	68	10	*	*	0	0
May 2029	64	8	*	*	0	0
May 2030	60	5	*	*	0	0
May 2031	56	3	*	*	0	0
May 2032	52	1	*	*	0	0
May 2033	47	0	0	0	0	0
May 2034	42	0	0	0	0	0
May 2035	36	0	0	0	0	0
May 2036	30	0	0	0	0	0
May 2037	23	0	0	0	0	0
May 2038	16	0	0	0	0	0
May 2039	8	0	0	0	0	0
May 2040	0	0	0	0	0	0
Weighted Average Life (years)**	20.5	8.7	3.7	2.2	0.8	0.1

* 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—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 Principal Only Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable

income in advance of the receipt of the cash attributable to that income. See “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	200% PSA
2	355% 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 either 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 S and AS 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 to RBC Capital Markets Corporation (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Available Recombinations(1)

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								
AC	\$47,321,715	AB AI	\$47,321,715 9,464,343(3)	PAC NTL	2.50% 5.00	FIX FIX/IO	31398RPN9 31398P7G8	December 2038 December 2038
Recombination 2								
AC	47,321,715	AD AI	47,321,715 7,098,257(3)	PAC NTL	2.75 5.00	FIX FIX/IO	31398RPP4 31398P7G8	December 2038 December 2038
Recombination 3								
AC	47,321,715	AE AI	47,321,715 4,732,171(3)	PAC NTL	3.00 5.00	FIX FIX/IO	31398RPQ2 31398P7G8	December 2038 December 2038
Recombination 4								
AC	47,321,715	AG AI	47,321,715 2,366,085(3)	PAC NTL	3.25 5.00	FIX FIX/IO	31398RPR0 31398P7G8	December 2038 December 2038
Recombination 5								
AC	47,321,715	AH BP	41,406,500 5,915,215	PAC PAC	4.00 0.00	FIX PO	31398RPS8 31398M7K6	December 2038 December 2038
Recombination 6								
AC	47,321,715	AJ BP	36,805,778 10,515,937	PAC PAC	4.50 0.00	FIX PO	31398RPT6 31398M7K6	December 2038 December 2038
Recombination 7								
PO SI	5,963,000 29,815,000(3)	S	5,963,000	SUP	(4)	INV	31398RPV1	June 2040
Recombination 8								
AP SA	10,915,901 40,024,967(3)	AS	10,915,901	PT	(4)	INV	31398RPW9	June 2040

(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-5 for a description of how their notional balances are calculated.

(4) For a description of these interest rates see "Summary—Interest Rates" in this prospectus supplement.

Principal Balance Schedule

Aggregate Group 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	\$94,222,000.00	September 2014	\$54,494,021.15	January 2019	\$25,128,378.56
June 2010	93,350,657.00	October 2014	53,832,029.09	February 2019	24,710,421.85
July 2010	92,483,893.24	November 2014	53,173,537.15	March 2019	24,298,793.30
August 2010	91,621,685.13	December 2014	52,518,527.28	April 2019	23,893,401.53
September 2010	90,764,009.19	January 2015	51,866,981.53	May 2019	23,494,156.48
October 2010	89,910,842.06	February 2015	51,218,882.04	June 2019	23,100,969.34
November 2010	89,062,160.50	March 2015	50,574,211.04	July 2019	22,713,752.54
December 2010	88,217,941.41	April 2015	49,932,950.84	August 2019	22,332,419.76
January 2011	87,378,161.78	May 2015	49,295,083.87	September 2019	21,956,885.89
February 2011	86,542,798.73	June 2015	48,660,592.62	October 2019	21,587,067.00
March 2011	85,711,829.51	July 2015	48,029,459.68	November 2019	21,222,880.36
April 2011	84,885,231.46	August 2015	47,401,667.74	December 2019	20,864,244.41
May 2011	84,062,982.06	September 2015	46,777,199.57	January 2020	20,511,078.72
June 2011	83,245,058.89	October 2015	46,156,038.03	February 2020	20,163,303.99
July 2011	82,431,439.67	November 2015	45,538,166.07	March 2020	19,820,842.07
August 2011	81,622,102.20	December 2015	44,923,566.72	April 2020	19,483,615.87
September 2011	80,817,024.42	January 2016	44,312,223.10	May 2020	19,151,549.41
October 2011	80,016,184.38	February 2016	43,704,118.44	June 2020	18,824,567.78
November 2011	79,219,560.22	March 2016	43,099,236.01	July 2020	18,502,597.11
December 2011	78,427,130.24	April 2016	42,497,559.21	August 2020	18,185,564.61
January 2012	77,638,872.79	May 2016	41,899,071.50	September 2020	17,873,398.47
February 2012	76,854,766.39	June 2016	41,303,756.43	October 2020	17,566,027.92
March 2012	76,074,789.63	July 2016	40,711,597.65	November 2020	17,263,383.19
April 2012	75,298,921.23	August 2016	40,122,578.87	December 2020	16,965,395.48
May 2012	74,527,140.02	September 2016	39,536,683.90	January 2021	16,671,996.98
June 2012	73,759,424.91	October 2016	38,953,896.63	February 2021	16,383,120.82
July 2012	72,995,754.97	November 2016	38,374,201.02	March 2021	16,098,701.08
August 2012	72,236,109.33	December 2016	37,797,581.14	April 2021	15,818,672.79
September 2012	71,480,467.24	January 2017	37,224,021.12	May 2021	15,542,971.86
October 2012	70,728,808.09	February 2017	36,653,505.17	June 2021	15,271,535.16
November 2012	69,981,111.33	March 2017	36,086,017.60	July 2021	15,004,300.39
December 2012	69,237,356.53	April 2017	35,521,542.79	August 2021	14,741,206.19
January 2013	68,497,523.38	May 2017	34,960,065.18	September 2021	14,482,192.02
February 2013	67,761,591.67	June 2017	34,401,569.34	October 2021	14,227,198.24
March 2013	67,029,541.28	July 2017	33,846,039.87	November 2021	13,976,166.02
April 2013	66,301,352.19	August 2017	33,296,977.33	December 2021	13,729,037.38
May 2013	65,577,004.52	September 2017	32,756,128.75	January 2022	13,485,755.16
June 2013	64,856,478.45	October 2017	32,223,376.33	February 2022	13,246,263.00
July 2013	64,139,754.28	November 2017	31,698,603.92	March 2022	13,010,505.36
August 2013	63,426,812.41	December 2017	31,181,696.97	April 2022	12,778,427.46
September 2013	62,717,633.35	January 2018	30,672,542.57	May 2022	12,549,975.32
October 2013	62,012,197.70	February 2018	30,171,029.37	June 2022	12,325,095.72
November 2013	61,310,486.15	March 2018	29,677,047.59	July 2022	12,103,736.18
December 2013	60,612,479.51	April 2018	29,190,488.98	August 2022	11,885,844.99
January 2014	59,918,158.67	May 2018	28,711,246.82	September 2022	11,671,371.16
February 2014	59,227,504.64	June 2018	28,239,215.87	October 2022	11,460,264.42
March 2014	58,540,498.51	July 2018	27,774,292.37	November 2022	11,252,475.21
April 2014	57,857,121.48	August 2018	27,316,374.04	December 2022	11,047,954.71
May 2014	57,177,354.82	September 2018	26,865,359.99	January 2023	10,846,654.74
June 2014	56,501,179.93	October 2018	26,421,150.79	February 2023	10,648,527.85
July 2014	55,828,578.29	November 2018	25,983,648.37	March 2023	10,453,527.25
August 2014	55,159,531.47	December 2018	25,552,756.07	April 2023	10,261,606.80

Aggregate Group (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>
May 2023	\$10,072,721.04	May 2027	\$ 3,826,405.43	May 2031	\$ 1,062,118.51
June 2023	9,886,825.15	June 2027	3,742,007.60	June 2031	1,026,320.33
July 2023	9,703,874.93	July 2027	3,659,035.81	July 2031	991,193.62
August 2023	9,523,826.84	August 2027	3,577,468.30	August 2031	956,727.68
September 2023	9,346,637.94	September 2027	3,497,283.63	September 2031	922,911.94
October 2023	9,172,265.91	October 2027	3,418,460.69	October 2031	889,736.03
November 2023	9,000,669.03	November 2027	3,340,978.66	November 2031	857,189.70
December 2023	8,831,806.17	December 2027	3,264,817.02	December 2031	825,262.86
January 2024	8,665,636.80	January 2028	3,189,955.55	January 2032	793,945.57
February 2024	8,502,120.96	February 2028	3,116,374.33	February 2032	763,228.04
March 2024	8,341,219.26	March 2028	3,044,053.72	March 2032	733,100.64
April 2024	8,182,892.88	April 2028	2,972,974.38	April 2032	703,553.85
May 2024	8,027,103.54	May 2028	2,903,117.24	May 2032	674,578.32
June 2024	7,873,813.52	June 2028	2,834,463.50	June 2032	646,164.83
July 2024	7,722,985.63	July 2028	2,766,994.66	July 2032	618,304.31
August 2024	7,574,583.22	August 2028	2,700,692.46	August 2032	590,987.79
September 2024	7,428,570.16	September 2028	2,635,538.92	September 2032	564,206.48
October 2024	7,284,910.84	October 2028	2,571,516.32	October 2032	537,951.68
November 2024	7,143,570.16	November 2028	2,508,607.21	November 2032	512,214.85
December 2024	7,004,513.51	December 2028	2,446,794.37	December 2032	486,987.57
January 2025	6,867,706.80	January 2029	2,386,060.86	January 2033	462,261.54
February 2025	6,733,116.40	February 2029	2,326,389.95	February 2033	438,028.58
March 2025	6,600,709.18	March 2029	2,267,765.20	March 2033	414,280.65
April 2025	6,470,452.48	April 2029	2,210,170.38	April 2033	391,009.82
May 2025	6,342,314.12	May 2029	2,153,589.49	May 2033	368,208.28
June 2025	6,216,262.35	June 2029	2,098,006.80	June 2033	345,868.33
July 2025	6,092,265.92	July 2029	2,043,406.78	July 2033	323,982.39
August 2025	5,970,293.99	August 2029	1,989,774.13	August 2033	302,543.02
September 2025	5,850,316.18	September 2029	1,937,093.79	September 2033	281,542.84
October 2025	5,732,302.55	October 2029	1,885,350.90	October 2033	260,974.63
November 2025	5,616,223.59	November 2029	1,834,530.85	November 2033	240,831.26
December 2025	5,502,050.19	December 2029	1,784,619.20	December 2033	221,105.70
January 2026	5,389,753.70	January 2030	1,735,601.75	January 2034	201,791.03
February 2026	5,279,305.84	February 2030	1,687,464.52	February 2034	182,880.44
March 2026	5,170,678.77	March 2030	1,640,193.70	March 2034	164,367.22
April 2026	5,063,845.04	April 2030	1,593,775.71	April 2034	146,244.76
May 2026	4,958,777.59	May 2030	1,548,197.16	May 2034	128,506.56
June 2026	4,855,449.74	June 2030	1,503,444.86	June 2034	111,146.21
July 2026	4,753,835.23	July 2030	1,459,505.82	July 2034	94,157.39
August 2026	4,653,908.15	August 2030	1,416,367.22	August 2034	77,533.88
September 2026	4,555,642.96	September 2030	1,374,016.46	September 2034	61,269.57
October 2026	4,459,014.51	October 2030	1,332,441.10	October 2034	45,358.43
November 2026	4,363,998.00	November 2030	1,291,628.89	November 2034	29,794.51
December 2026	4,270,568.98	December 2030	1,251,567.77	December 2034	14,571.98
January 2027	4,178,703.38	January 2031	1,212,245.86	January 2035 and thereafter	0.00
February 2027	4,088,377.45	February 2031	1,173,651.42		
March 2027	3,999,567.80	March 2031	1,135,772.94		
April 2027	3,912,251.37	April 2031	1,098,599.03		

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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\$180,940,868



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-63**

PROSPECTUS SUPPLEMENT



May 24, 2010