Prospectus Supplement
(To REMIC Prospectus dated May 1, 2010)

$251,996,000

Fannie Mae

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-94

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own 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*
A	1	$150,000,000	SEQ	4.5%	FIX	31398TPY1	August 2037
VA(2)	1	10,692,000	SEQ/AD	4.5	FIX	31398TPZ8	September 2021
VB(2)	1	14,351,000	SEQ/AD	4.5	FIX	31398TQA2	January 2031
Z(2)	1	16,696,000	SEQ	4.5	FIX/Z	31398TQB0	August 2040
PA(2)	2	12,533,000	PAC	4.5	FIX	31398TQC8	March 2032
PB(2)	2	2,089,000	PAC	4.5	FIX	31398TQD6	January 2034
PC(2)	2	4,738,000	PAC	4.5	FIX	31398TQE4	May 2037
PD(2)	2	2,597,000	PAC	4.5	FIX	31398TQF1	November 2038
PE	2	3,300,000	PAC	4.5	FIX	31398TQG9	August 2040
C	2	10,000,000	SUP	4.5	FIX	31398TQH7	August 2040
AC	3	21,533,000	SEQ	4.5	FIX	31398TQJ3	February 2029
BA	3	3,467,000	SEQ	4.5	FIX	31398TQK0	August 2030
R		0	NPR	0	NPR	31398TQL8	August 2040

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

(2) Exchangeable classes.

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 V, B, QA, KA and TA 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 July 30, 2010.

Carefully consider the risk factors on page S-6 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.

BNP PARIBAS

The date of this Prospectus Supplement is July 26, 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:

Static Data NY Securities
BNP Paribas
525 Washington Boulevard
Jersey City, New Jersey 07310
(telephone (201) 850-5627).
StaticDataNYSecurities@americas.bnpparibas.com

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of July 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	Group 3 MBS

Group 1, Group 2 and Group 3

Characteristics of the 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	$191,739,000	4.50%	4.75% to 7.00%	241 to 360
Group 2 MBS	$ 35,257,000	4.50%	4.75% to 7.00%	241 to 360
Group 3 MBS	$ 25,000,000	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	$191,739,000	360	352	7	5.000%
Group 2 MBS	$ 35,257,000	360	331	25	5.282%
Group 3 MBS	$ 25,000,000	240	225	13	4.900%

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

Settlement Date

We expect to issue the certificates on July 30, 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 Class	R Class

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.

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%	298%	450%	602%	900%	1200%	1800%
A	17.5	7.4	3.3	2.4	1.9	1.4	1.1	0.8
VA	6.0	6.0	5.5	4.4	3.6	2.6	2.0	1.5
VB	16.1	15.5	8.9	6.4	4.9	3.4	2.5	1.7
Z	28.6	22.9	13.9	10.0	7.6	5.0	3.5	1.7
V	11.8	11.5	7.4	5.5	4.4	3.0	2.3	1.6
B	28.6	22.3	12.0	8.2	6.2	4.0	2.9	1.7

	PSA Prepayment Assumption							
Group 2 Classes	0%	100%	200%	250%	400%	700%	1000%	1500%
PA	10.9	2.6	2.6	2.6	2.0	1.1	0.7	0.4
PB	18.9	6.0	6.0	6.0	3.8	2.0	1.3	0.6
PC	21.3	8.0	8.0	8.0	5.0	2.7	1.6	0.7
PD	23.6	11.0	11.0	11.0	7.0	3.7	2.3	1.0
PE	25.1	16.7	16.7	16.7	11.2	6.0	3.7	1.6
C	28.1	18.2	5.9	2.2	0.9	0.4	0.2	0.1
QA	12.1	3.1	3.1	3.1	2.3	1.3	0.8	0.4
KA	14.3	4.3	4.3	4.3	3.0	1.6	1.0	0.5
TA	15.4	5.1	5.1	5.1	3.4	1.9	1.2	0.5

	PSA Prepayment Assumption					
Group 3 Classes	0%	100%	309%	550%	750%	1100%
AC	11.2	6.2	3.1	1.9	1.5	1.0
BA	19.3	16.4	11.2	7.0	5.1	3.2

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

ADDITIONAL RISK FACTORS

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 delinquent loans, those MBS could as a result experience increased prepayments. In turn, this may result in an increase in the rate of principal payments on your certificates. 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.

"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 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 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.

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 July 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 three groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS” and “Group 3 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 constitute a “real estate mortgage investment conduit” (“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 interest” of the REMIC. The REMIC Certificates other than the R Class are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R Class is referred to as the “Residual Class” or “Residual Certificate.”

	Assets	Regular Interests	Residual Interest
REMIC	MBS	All Classes of REMIC Certificates other than the R Class	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 Certificate in fully registered, certificated form. The “Holder” or “Certificateholder” of the Residual Certificate is its registered owner. The 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 in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of the Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Class” below.

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

Classes	Denominations
All Classes (except the R Class)	$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 in the case of the Group 1 MBS and Group 2 MBS, and up to 20 years in the case of the Group 3 MBS.

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

For additional information, see "Summary—Group 1, Group 2 and Group 3—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 (or added to principal, in the case of the Accrual Class) on a Distribution Date will consist of one month's interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Class, see "—*Accrual Class*" below.

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

Delay Classes	No-Delay Classes
Fixed Rate Classes	—

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

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

Distributions of Principal

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

- *Group 1*

The Z Accrual Amount to VA and VB, in that order, until retired, and thereafter to Z. **Accretion Directed Classes and Accrual Class**

The Group 1 Cash Flow Distribution Amount to A, VA, VB and Z, in that order, until retired. **Sequential Pay Classes**

The "Z Accrual Amount" is any interest then accrued and added to the principal balance of the Z 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 in the following priority:

1. To the Aggregate Group to its Planned Balance. } PAC Group
2. To C until retired. } Support Class
3. To the Aggregate Group to zero. } PAC Group

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

The "Aggregate Group" consists of the PA, PB, PC, PD and PE Classes. On each Distribution Date we will apply payments of principal of the Aggregate Group to PA, PB, PC, PD and PE, 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 3*

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

The "Group 3 Principal Distribution Amount" is the principal then paid on the Group 3 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, Group 2 and Group 3—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is July 30, 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 for the Aggregate Group 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.

Group	Structuring Range	Initial Effective Range
Aggregate Group Planned Balances	Between 100% and 250% PSA	Between 100% and 250% PSA

The Aggregate Group consists of the following Classes:

Aggregate Group . . . . . PA, PB, PC, PD and PE

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 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 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 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 other Class. When the related supporting Class is 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.

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions, and

- the priority sequences of distributions of principal of the 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.

Mortgage Loans Backing Trust Assets Specified Below	Original and Remaining Terms to Maturity	Interest Rates
Group 1 MBS	360 months	7.00%
Group 2 MBS	360 months	7.00%
Group 3 MBS	240 months	7.00%

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

A Class — PSA Prepayment Assumption

Date	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	99	95	88	83	77	67	57	35
July 2012	97	86	69	56	44	23	4	0
July 2013	96	78	50	32	17	0	0	0
July 2014	94	70	35	15	*	0	0	0
July 2015	92	62	23	3	0	0	0	0
July 2016	91	55	13	0	0	0	0	0
July 2017	89	48	5	0	0	0	0	0
July 2018	87	42	0	0	0	0	0	0
July 2019	84	36	0	0	0	0	0	0
July 2020	82	30	0	0	0	0	0	0
July 2021	79	25	0	0	0	0	0	0
July 2022	76	20	0	0	0	0	0	0
July 2023	73	16	0	0	0	0	0	0
July 2024	70	11	0	0	0	0	0	0
July 2025	67	7	0	0	0	0	0	0
July 2026	63	4	0	0	0	0	0	0
July 2027	59	*	0	0	0	0	0	0
July 2028	55	0	0	0	0	0	0	0
July 2029	50	0	0	0	0	0	0	0
July 2030	45	0	0	0	0	0	0	0
July 2031	40	0	0	0	0	0	0	0
July 2032	35	0	0	0	0	0	0	0
July 2033	29	0	0	0	0	0	0	0
July 2034	22	0	0	0	0	0	0	0
July 2035	15	0	0	0	0	0	0	0
July 2036	8	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.5	7.4	3.3	2.4	1.9	1.4	1.1	0.8

VA Class — PSA Prepayment Assumption

Date	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	93	93	93	93	93	93	93	93
July 2012	85	85	85	85	85	85	85	0
July 2013	77	77	77	77	77	6	0	0
July 2014	69	69	69	69	69	0	0	0
July 2015	61	61	61	61	0	0	0	0
July 2016	52	52	52	0	0	0	0	0
July 2017	42	42	42	0	0	0	0	0
July 2018	32	32	8	0	0	0	0	0
July 2019	22	22	0	0	0	0	0	0
July 2020	11	11	0	0	0	0	0	0
July 2021	*	*	0	0	0	0	0	0
July 2022	0	0	0	0	0	0	0	0
July 2023	0	0	0	0	0	0	0	0
July 2024	0	0	0	0	0	0	0	0
July 2025	0	0	0	0	0	0	0	0
July 2026	0	0	0	0	0	0	0	0
July 2027	0	0	0	0	0	0	0	0
July 2028	0	0	0	0	0	0	0	0
July 2029	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	6.0	6.0	5.5	4.4	3.6	2.6	2.0	1.5

VB Class — PSA Prepayment Assumption

Date	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	100	100	0
July 2013	100	100	100	100	100	100	0	0
July 2014	100	100	100	100	100	0	0	0
July 2015	100	100	100	100	39	0	0	0
July 2016	100	100	100	77	0	0	0	0
July 2017	100	100	100	4	0	0	0	0
July 2018	100	100	100	0	0	0	0	0
July 2019	100	100	43	0	0	0	0	0
July 2020	100	100	0	0	0	0	0	0
July 2021	100	100	0	0	0	0	0	0
July 2022	91	91	0	0	0	0	0	0
July 2023	82	82	0	0	0	0	0	0
July 2024	73	73	0	0	0	0	0	0
July 2025	63	63	0	0	0	0	0	0
July 2026	52	52	0	0	0	0	0	0
July 2027	41	41	0	0	0	0	0	0
July 2028	30	0	0	0	0	0	0	0
July 2029	18	0	0	0	0	0	0	0
July 2030	5	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.1	15.5	8.9	6.4	4.9	3.4	2.5	1.7

Z Class — PSA Prepayment Assumption

Date	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	105	105	105	105	105	105	105	105
July 2012	109	109	109	109	109	109	109	0
July 2013	114	114	114	114	114	114	78	0
July 2014	120	120	120	120	120	92	22	0
July 2015	125	125	125	125	125	42	6	0
July 2016	131	131	131	131	99	19	2	0
July 2017	137	137	137	137	62	8	*	0
July 2018	143	143	143	100	39	4	*	0
July 2019	150	150	150	71	24	2	*	0
July 2020	157	157	149	50	15	1	*	0
July 2021	164	164	119	36	9	*	*	0
July 2022	171	171	94	25	6	*	*	0
July 2023	179	179	74	18	3	*	*	0
July 2024	188	188	59	12	2	*	*	0
July 2025	196	196	46	9	1	*	*	0
July 2026	205	205	36	6	1	*	*	0
July 2027	215	215	28	4	*	*	0	0
July 2028	224	221	22	3	*	*	0	0
July 2029	235	194	16	2	*	*	0	0
July 2030	246	169	13	1	*	*	0	0
July 2031	250	145	9	1	*	*	0	0
July 2032	250	123	7	1	*	*	0	0
July 2033	250	102	5	*	*	*	0	0
July 2034	250	83	4	*	*	*	0	0
July 2035	250	65	2	*	*	*	0	0
July 2036	250	48	2	*	*	0	0	0
July 2037	247	32	1	*	*	0	0	0
July 2038	171	18	*	*	*	0	0	0
July 2039	88	4	*	*	*	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	22.9	13.9	10.0	7.6	5.0	3.5	1.7

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

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

V Class

Date	PSA Prepayment Assumption							
	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	97	97	97	97	97	97	97	97
July 2012	94	94	94	94	94	94	94	0
July 2013	90	90	90	90	90	60	0	0
July 2014	87	87	87	87	87	0	0	0
July 2015	83	83	83	83	22	0	0	0
July 2016	79	79	79	44	0	0	0	0
July 2017	75	75	75	3	0	0	0	0
July 2018	71	71	61	0	0	0	0	0
July 2019	67	67	25	0	0	0	0	0
July 2020	62	62	0	0	0	0	0	0
July 2021	57	57	0	0	0	0	0	0
July 2022	52	52	0	0	0	0	0	0
July 2023	47	47	0	0	0	0	0	0
July 2024	42	42	0	0	0	0	0	0
July 2025	36	36	0	0	0	0	0	0
July 2026	30	30	0	0	0	0	0	0
July 2027	24	24	0	0	0	0	0	0
July 2028	17	0	0	0	0	0	0	0
July 2029	10	0	0	0	0	0	0	0
July 2030	3	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.8	11.5	7.4	5.5	4.4	3.0	2.3	1.6

B Class

Date	PSA Prepayment Assumption							
	0%	100%	298%	450%	602%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	100	100	0
July 2013	100	100	100	100	100	82	31	0
July 2014	100	100	100	100	100	37	9	0
July 2015	100	100	100	100	63	17	2	0
July 2016	100	100	100	79	40	7	1	0
July 2017	100	100	100	56	25	3	*	0
July 2018	100	100	94	40	15	2	*	0
July 2019	100	100	75	28	10	1	*	0
July 2020	100	100	60	20	6	*	*	0
July 2021	100	100	47	14	4	*	*	0
July 2022	100	100	38	10	2	*	*	0
July 2023	100	100	30	7	1	*	*	0
July 2024	100	100	23	5	1	*	*	0
July 2025	100	100	18	3	1	*	*	0
July 2026	100	100	14	2	*	*	*	0
July 2027	100	100	11	2	*	*	0	0
July 2028	100	89	9	1	*	*	0	0
July 2029	100	78	7	1	*	*	0	0
July 2030	100	67	5	1	*	*	0	0
July 2031	100	58	4	*	*	*	0	0
July 2032	100	49	3	*	*	*	0	0
July 2033	100	41	2	*	*	*	0	0
July 2034	100	33	1	*	*	*	0	0
July 2035	100	26	1	*	*	0	0	0
July 2036	100	19	1	*	*	0	0	0
July 2037	99	13	*	*	*	0	0	0
July 2038	68	7	*	*	*	0	0	0
July 2039	35	2	*	*	*	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	22.3	12.0	8.2	6.2	4.0	2.9	1.7

PA Class

Date	PSA Prepayment Assumption							
	0%	100%	200%	250%	400%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	97	79	79	79	79	62	14	0
July 2012	94	59	59	59	57	0	0	0
July 2013	91	41	41	41	17	0	0	0
July 2014	87	23	23	23	0	0	0	0
July 2015	83	6	6	6	0	0	0	0
July 2016	79	0	0	0	0	0	0	0
July 2017	75	0	0	0	0	0	0	0
July 2018	70	0	0	0	0	0	0	0
July 2019	65	0	0	0	0	0	0	0
July 2020	60	0	0	0	0	0	0	0
July 2021	54	0	0	0	0	0	0	0
July 2022	48	0	0	0	0	0	0	0
July 2023	42	0	0	0	0	0	0	0
July 2024	35	0	0	0	0	0	0	0
July 2025	27	0	0	0	0	0	0	0
July 2026	19	0	0	0	0	0	0	0
July 2027	10	0	0	0	0	0	0	0
July 2028	1	0	0	0	0	0	0	0
July 2029	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.9	2.6	2.6	2.6	2.0	1.1	0.7	0.4

PB Class

Date	PSA Prepayment Assumption							
	0%	100%	200%	250%	400%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	0
July 2012	100	100	100	100	100	50	0	0
July 2013	100	100	100	100	100	0	0	0
July 2014	100	100	100	100	18	0	0	0
July 2015	100	100	100	100	0	0	0	0
July 2016	100	46	46	46	0	0	0	0
July 2017	100	0	0	0	0	0	0	0
July 2018	100	0	0	0	0	0	0	0
July 2019	100	0	0	0	0	0	0	0
July 2020	100	0	0	0	0	0	0	0
July 2021	100	0	0	0	0	0	0	0
July 2022	100	0	0	0	0	0	0	0
July 2023	100	0	0	0	0	0	0	0
July 2024	100	0	0	0	0	0	0	0
July 2025	100	0	0	0	0	0	0	0
July 2026	100	0	0	0	0	0	0	0
July 2027	100	0	0	0	0	0	0	0
July 2028	100	0	0	0	0	0	0	0
July 2029	44	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.9	6.0	6.0	6.0	3.8	2.0	1.3	0.6

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

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

Date	PC Class								PD Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	250%	400%	700%	1000%	1500%	0%	100%	200%	250%	400%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	0	100	100	100	100	100	100	100	33
July 2012	100	100	100	100	100	100	0	0	100	100	100	100	100	100	91	0
July 2013	100	100	100	100	100	16	0	0	100	100	100	100	100	100	0	0
July 2014	100	100	100	100	100	0	0	0	100	100	100	100	100	18	0	0
July 2015	100	100	100	100	48	0	0	0	100	100	100	100	100	0	0	0
July 2016	100	100	100	100	4	0	0	0	100	100	100	100	100	0	0	0
July 2017	100	82	82	82	0	0	0	0	100	100	100	100	46	0	0	0
July 2018	100	47	47	47	0	0	0	0	100	100	100	100	1	0	0	0
July 2019	100	17	17	17	0	0	0	0	100	100	100	100	0	0	0	0
July 2020	100	0	0	0	0	0	0	0	100	85	85	85	0	0	0	0
July 2021	100	0	0	0	0	0	0	0	100	47	47	47	0	0	0	0
July 2022	100	0	0	0	0	0	0	0	100	15	15	15	0	0	0	0
July 2023	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2024	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2025	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2026	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2027	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2028	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2029	100	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2030	91	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2031	60	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2032	28	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	86	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	18	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.3	8.0	8.0	8.0	5.0	2.7	1.6	0.7	23.6	11.0	11.0	11.0	7.0	3.7	2.3	1.0

Date	PE Class								C Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	250%	400%	700%	1000%	1500%	0%	100%	200%	250%	400%	700%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	100	100	100	80	70	39	0	0	0
July 2012	100	100	100	100	100	100	100	12	100	100	63	46	0	0	0	0
July 2013	100	100	100	100	100	100	67	1	100	100	51	28	0	0	0	0
July 2014	100	100	100	100	100	100	26	*	100	100	41	16	0	0	0	0
July 2015	100	100	100	100	100	65	10	*	100	100	34	7	0	0	0	0
July 2016	100	100	100	100	100	37	4	*	100	100	30	2	0	0	0	0
July 2017	100	100	100	100	100	21	2	*	100	100	27	*	0	0	0	0
July 2018	100	100	100	100	100	12	1	*	100	100	26	*	0	0	0	0
July 2019	100	100	100	100	74	7	*	*	100	98	24	*	0	0	0	0
July 2020	100	100	100	100	55	4	*	0	100	95	23	*	0	0	0	0
July 2021	100	100	100	100	40	2	*	0	100	91	21	*	0	0	0	0
July 2022	100	100	100	100	29	1	*	0	100	86	19	*	0	0	0	0
July 2023	100	91	91	91	21	1	*	0	100	81	17	*	0	0	0	0
July 2024	100	74	74	74	15	*	*	0	100	75	15	*	0	0	0	0
July 2025	100	59	59	59	11	*	*	0	100	69	13	*	0	0	0	0
July 2026	100	48	48	48	8	*	*	0	100	63	12	*	0	0	0	0
July 2027	100	38	38	38	6	*	*	0	100	56	10	*	0	0	0	0
July 2028	100	30	30	30	4	*	*	0	100	50	9	*	0	0	0	0
July 2029	100	23	23	23	3	*	*	0	100	44	7	*	0	0	0	0
July 2030	100	18	18	18	2	*	*	0	100	38	6	*	0	0	0	0
July 2031	100	14	14	14	1	*	*	0	100	32	5	*	0	0	0	0
July 2032	100	10	10	10	1	*	0	0	100	27	4	*	0	0	0	0
July 2033	100	7	7	7	1	*	0	0	100	21	3	*	0	0	0	0
July 2034	100	5	5	5	*	*	0	0	100	16	2	*	0	0	0	0
July 2035	56	3	3	3	*	*	0	0	100	11	1	*	0	0	0	0
July 2036	2	2	2	2	*	*	0	0	97	7	1	*	0	0	0	0
July 2037	1	1	1	1	*	*	0	0	76	2	*	*	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	52	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	27	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.1	16.7	16.7	16.7	11.2	6.0	3.7	1.6	28.1	18.2	5.9	2.2	0.9	0.4	0.2	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.

Date	QA Class 0%	100%	200%	250%	400%	700%	1000%	1500%
	PSA Prepayment Assumption							
Initial Percent	100	100	100	100	100	100	100	100
July 2011	98	82	82	82	82	68	26	0
July 2012	95	65	65	65	63	7	0	0
July 2013	92	49	49	49	28	0	0	0
July 2014	89	34	34	34	3	0	0	0
July 2015	86	20	20	20	0	0	0	0
July 2016	82	7	7	7	0	0	0	0
July 2017	79	0	0	0	0	0	0	0
July 2018	75	0	0	0	0	0	0	0
July 2019	70	0	0	0	0	0	0	0
July 2020	66	0	0	0	0	0	0	0
July 2021	61	0	0	0	0	0	0	0
July 2022	56	0	0	0	0	0	0	0
July 2023	50	0	0	0	0	0	0	0
July 2024	44	0	0	0	0	0	0	0
July 2025	37	0	0	0	0	0	0	0
July 2026	30	0	0	0	0	0	0	0
July 2027	23	0	0	0	0	0	0	0
July 2028	15	0	0	0	0	0	0	0
July 2029	6	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.1	3.1	3.1	3.1	2.3	1.3	0.8	0.4

Date	KA Class 0%	100%	200%	250%	400%	700%	1000%	1500%
	PSA Prepayment Assumption							
Initial Percent	100	100	100	100	100	100	100	100
July 2011	98	87	87	87	87	75	44	0
July 2012	96	74	74	74	72	30	0	0
July 2013	94	61	61	61	46	4	0	0
July 2014	92	50	50	50	26	0	0	0
July 2015	89	39	39	39	12	0	0	0
July 2016	87	29	29	29	1	0	0	0
July 2017	84	20	20	20	0	0	0	0
July 2018	81	11	11	11	0	0	0	0
July 2019	78	4	4	4	0	0	0	0
July 2020	74	0	0	0	0	0	0	0
July 2021	70	0	0	0	0	0	0	0
July 2022	66	0	0	0	0	0	0	0
July 2023	62	0	0	0	0	0	0	0
July 2024	58	0	0	0	0	0	0	0
July 2025	53	0	0	0	0	0	0	0
July 2026	47	0	0	0	0	0	0	0
July 2027	42	0	0	0	0	0	0	0
July 2028	36	0	0	0	0	0	0	0
July 2029	29	0	0	0	0	0	0	0
July 2030	22	0	0	0	0	0	0	0
July 2031	15	0	0	0	0	0	0	0
July 2032	7	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.3	4.3	4.3	4.3	3.0	1.6	1.0	0.5

Date	TA Class 0%	100%	200%	250%	400%	700%	1000%	1500%
	PSA Prepayment Assumption							
Initial Percent	100	100	100	100	100	100	100	100
July 2011	98	88	88	88	88	78	51	4
July 2012	97	77	77	77	75	38	11	0
July 2013	95	66	66	66	52	15	0	0
July 2014	93	56	56	56	35	2	0	0
July 2015	91	47	47	47	22	0	0	0
July 2016	88	38	38	38	13	0	0	0
July 2017	86	30	30	30	5	0	0	0
July 2018	83	22	22	22	*	0	0	0
July 2019	80	15	15	15	0	0	0	0
July 2020	77	10	10	10	0	0	0	0
July 2021	74	6	6	6	0	0	0	0
July 2022	70	2	2	2	0	0	0	0
July 2023	67	0	0	0	0	0	0	0
July 2024	63	0	0	0	0	0	0	0
July 2025	58	0	0	0	0	0	0	0
July 2026	54	0	0	0	0	0	0	0
July 2027	49	0	0	0	0	0	0	0
July 2028	43	0	0	0	0	0	0	0
July 2029	38	0	0	0	0	0	0	0
July 2030	31	0	0	0	0	0	0	0
July 2031	25	0	0	0	0	0	0	0
July 2032	18	0	0	0	0	0	0	0
July 2033	10	0	0	0	0	0	0	0
July 2034	2	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.4	5.1	5.1	5.1	3.4	1.9	1.2	0.5

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

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

Date	AC Class PSA Prepayment Assumption 0%	100%	309%	550%	750%	1100%	BA Class PSA Prepayment Assumption 0%	100%	309%	550%	750%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	97	92	83	72	63	47	100	100	100	100	100	100
July 2012	94	82	62	42	27	6	100	100	100	100	100	100
July 2013	91	72	45	21	7	0	100	100	100	100	100	44
July 2014	88	63	31	8	0	0	100	100	100	100	74	14
July 2015	84	55	21	0	0	0	100	100	100	94	39	5
July 2016	80	47	12	0	0	0	100	100	100	60	20	2
July 2017	76	40	6	0	0	0	100	100	100	38	10	*
July 2018	71	33	1	0	0	0	100	100	100	24	5	*
July 2019	67	27	0	0	0	0	100	100	78	15	3	*
July 2020	61	21	0	0	0	0	100	100	58	9	1	*
July 2021	56	16	0	0	0	0	100	100	43	5	1	*
July 2022	50	10	0	0	0	0	100	100	31	3	*	*
July 2023	44	6	0	0	0	0	100	100	22	2	*	*
July 2024	37	1	0	0	0	0	100	100	15	1	*	*
July 2025	29	0	0	0	0	0	100	81	10	1	*	*
July 2026	21	0	0	0	0	0	100	58	6	*	*	*
July 2027	13	0	0	0	0	0	100	35	3	*	*	*
July 2028	4	0	0	0	0	0	100	15	1	*	*	0
July 2029	0	0	0	0	0	0	65	0	0	0	0	0
July 2030	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.2	6.2	3.1	1.9	1.5	1.0	19.3	16.4	11.2	7.0	5.1	3.2

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

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

Characteristics of the Residual Class

A Residual Certificate will be subject to certain transfer restrictions. See "Description of the Certificates—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 Election and Special Tax Attributes

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

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

Group	Prepayment Assumption
1	298% PSA
2	200% PSA
3	309% 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 Class 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 RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to BNP Paribas Securities Corp. (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. K&L Gates LLP will provide legal representation for the Dealer.

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								
VA	$10,692,000	V	$25,043,000	SEQ/AD	4.5%	FIX	31398TQN4	January 2031
VB	14,351,000							
Recombination 2								
VA	10,692,000	B(3)	41,739,000	SEQ	4.5	FIX	31398TQP9	August 2040
VB	14,351,000							
Z	16,696,000							
Recombination 3								
PA	12,533,000	QA	14,622,000	PAC	4.5	FIX	31398TQQ7	January 2034
PB	2,089,000							
Recombination 4								
PA	12,533,000	KA	19,360,000	PAC	4.5	FIX	31398TQR5	May 2037
PB	2,089,000							
PC	4,738,000							
Recombination 5								
PA	12,533,000	TA	21,957,000	PAC	4.5	FIX	31398TQS3	November 2038
PB	2,089,000							
PC	4,738,000							
PD	2,597,000							

(1) REMIC Certificates and RCR Certificates may be exchanged only in the proportions of *original* principal or notional 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—The Certificates—*Class Definitions and Abbreviations*" in the REMIC Prospectus.

(3) Principal payments on the REMIC Certificates in Recombination 2 from the Z Accrual Amount will be paid as interest on the related RCR Certificates, and thus will not reduce the principal balances of those RCR Certificates.

Principal Balance Schedule

Aggregate Group Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$25,257,000.00	November 2014	$14,899,105.55	March 2019	$ 7,133,145.99
August 2010	25,053,336.64	December 2014	14,725,720.83	April 2019	7,019,076.94
September 2010	24,844,447.35	January 2015	14,553,262.45	May 2019	6,906,707.35
October 2010	24,630,424.98	February 2015	14,381,725.64	June 2019	6,796,012.85
November 2010	24,411,364.86	March 2015	14,211,105.61	July 2019	6,686,969.42
December 2010	24,187,364.71	April 2015	14,041,397.64	August 2019	6,579,553.37
January 2011	23,964,552.51	May 2015	13,872,597.01	September 2019	6,473,741.35
February 2011	23,742,922.14	June 2015	13,704,699.01	October 2019	6,369,510.33
March 2011	23,522,467.48	July 2015	13,537,698.99	November 2019	6,266,837.60
April 2011	23,303,182.47	August 2015	13,371,592.30	December 2019	6,165,700.79
May 2011	23,085,061.06	September 2015	13,206,374.31	January 2020	6,066,077.83
June 2011	22,868,097.23	October 2015	13,042,040.44	February 2020	5,967,946.94
July 2011	22,652,285.02	November 2015	12,878,586.10	March 2020	5,871,286.68
August 2011	22,437,618.46	December 2015	12,716,006.75	April 2020	5,776,075.89
September 2011	22,224,091.64	January 2016	12,554,297.86	May 2020	5,682,293.71
October 2011	22,011,698.66	February 2016	12,393,454.94	June 2020	5,589,919.59
November 2011	21,800,433.68	March 2016	12,233,473.49	July 2020	5,498,933.23
December 2011	21,590,290.86	April 2016	12,074,349.06	August 2020	5,409,314.66
January 2012	21,381,264.40	May 2016	11,916,077.22	September 2020	5,321,044.17
February 2012	21,173,348.54	June 2016	11,758,653.56	October 2020	5,234,102.31
March 2012	20,966,537.53	July 2016	11,602,073.68	November 2020	5,148,469.94
April 2012	20,760,825.67	August 2016	11,446,333.23	December 2020	5,064,128.15
May 2012	20,556,207.28	September 2016	11,291,427.86	January 2021	4,981,058.34
June 2012	20,352,676.70	October 2016	11,137,353.25	February 2021	4,899,242.13
July 2012	20,150,228.32	November 2016	10,984,105.10	March 2021	4,818,661.42
August 2012	19,948,856.53	December 2016	10,831,679.13	April 2021	4,739,298.37
September 2012	19,748,555.79	January 2017	10,680,071.10	May 2021	4,661,135.37
October 2012	19,549,320.54	February 2017	10,529,276.76	June 2021	4,584,155.07
November 2012	19,351,145.29	March 2017	10,379,291.90	July 2021	4,508,340.38
December 2012	19,154,024.55	April 2017	10,230,112.34	August 2021	4,433,674.42
January 2013	18,957,952.88	May 2017	10,081,733.91	September 2021	4,360,140.57
February 2013	18,762,924.86	June 2017	9,934,152.47	October 2021	4,287,722.44
March 2013	18,568,935.08	July 2017	9,787,363.88	November 2021	4,216,403.86
April 2013	18,375,978.18	August 2017	9,641,364.05	December 2021	4,146,168.90
May 2013	18,184,048.83	September 2017	9,496,148.89	January 2022	4,077,001.86
June 2013	17,993,141.71	October 2017	9,351,714.34	February 2022	4,008,887.24
July 2013	17,803,251.54	November 2017	9,208,056.36	March 2022	3,941,809.78
August 2013	17,614,373.06	December 2017	9,065,170.94	April 2022	3,875,754.42
September 2013	17,426,501.04	January 2018	8,923,054.06	May 2022	3,810,706.33
October 2013	17,239,630.27	February 2018	8,782,431.42	June 2022	3,746,650.87
November 2013	17,053,755.59	March 2018	8,643,887.98	July 2022	3,683,573.62
December 2013	16,868,871.84	April 2018	8,507,394.07	August 2022	3,621,460.36
January 2014	16,684,973.90	May 2018	8,372,920.42	September 2022	3,560,297.07
February 2014	16,502,056.67	June 2018	8,240,438.19	October 2022	3,500,069.92
March 2014	16,320,115.08	July 2018	8,109,918.91	November 2022	3,440,765.30
April 2014	16,139,144.09	August 2018	7,981,334.55	December 2022	3,382,369.77
May 2014	15,959,138.67	September 2018	7,854,657.43	January 2023	3,324,870.08
June 2014	15,780,093.85	October 2018	7,729,860.28	February 2023	3,268,253.18
July 2014	15,602,004.64	November 2018	7,606,916.21	March 2023	3,212,506.20
August 2014	15,424,866.11	December 2018	7,485,798.71	April 2023	3,157,616.45
September 2014	15,248,673.34	January 2019	7,366,481.63	May 2023	3,103,571.42
October 2014	15,073,421.44	February 2019	7,248,939.20	June 2023	3,050,358.78

Aggregate Group (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
July 2023	$ 2,997,966.38	February 2028	$ 1,087,141.82	September 2032	$ 312,869.58
August 2023	2,946,382.22	March 2028	1,065,712.96	October 2032	304,546.91
September 2023	2,895,594.49	April 2028	1,044,634.34	November 2032	296,373.67
October 2023	2,845,591.54	May 2028	1,023,900.68	December 2032	288,347.50
November 2023	2,796,361.90	June 2028	1,003,506.79	January 2033	280,466.08
December 2023	2,747,894.24	July 2028	983,447.53	February 2033	272,727.14
January 2024	2,700,177.41	August 2028	963,717.86	March 2033	265,128.42
February 2024	2,653,200.40	September 2028	944,312.80	April 2033	257,667.71
March 2024	2,606,952.37	October 2028	925,227.45	May 2033	250,342.83
April 2024	2,561,422.62	November 2028	906,456.96	June 2033	243,151.62
May 2024	2,516,600.63	December 2028	887,996.57	July 2033	236,091.97
June 2024	2,472,476.00	January 2029	869,841.59	August 2033	229,161.79
July 2024	2,429,038.49	February 2029	851,987.38	September 2033	222,359.03
August 2024	2,386,278.01	March 2029	834,429.40	October 2033	215,681.66
September 2024	2,344,184.60	April 2029	817,163.13	November 2033	209,127.68
October 2024	2,302,748.45	May 2029	800,184.16	December 2033	202,695.13
November 2024	2,261,959.90	June 2029	783,488.11	January 2034	196,382.07
December 2024	2,221,809.41	July 2029	767,070.69	February 2034	190,186.60
January 2025	2,182,287.58	August 2029	750,927.65	March 2034	184,106.83
February 2025	2,143,385.14	September 2029	735,054.81	April 2034	178,140.92
March 2025	2,105,092.98	October 2029	719,448.06	May 2034	172,287.03
April 2025	2,067,402.08	November 2029	704,103.34	June 2034	166,543.38
May 2025	2,030,303.58	December 2029	689,016.64	July 2034	160,908.20
June 2025	1,993,788.72	January 2030	674,184.04	August 2034	155,379.73
July 2025	1,957,848.89	February 2030	659,601.64	September 2034	149,956.27
August 2025	1,922,475.58	March 2030	645,265.61	October 2034	144,636.12
September 2025	1,887,660.42	April 2030	631,172.19	November 2034	139,417.61
October 2025	1,853,395.15	May 2030	617,317.65	December 2034	134,299.11
November 2025	1,819,671.63	June 2030	603,698.34	January 2035	129,279.00
December 2025	1,786,481.84	July 2030	590,310.65	February 2035	124,355.68
January 2026	1,753,817.86	August 2030	577,151.02	March 2035	119,527.59
February 2026	1,721,671.91	September 2030	564,215.94	April 2035	114,793.18
March 2026	1,690,036.29	October 2030	551,501.96	May 2035	110,150.93
April 2026	1,658,903.43	November 2030	539,005.68	June 2035	105,599.34
May 2026	1,628,265.87	December 2030	526,723.75	July 2035	101,136.94
June 2026	1,598,116.25	January 2031	514,652.85	August 2035	96,762.26
July 2026	1,568,447.31	February 2031	502,789.73	September 2035	92,473.88
August 2026	1,539,251.90	March 2031	491,131.19	October 2035	88,270.38
September 2026	1,510,522.97	April 2031	479,674.07	November 2035	84,150.38
October 2026	1,482,253.58	May 2031	468,415.24	December 2035	80,112.51
November 2026	1,454,436.87	June 2031	457,351.63	January 2036	76,155.42
December 2026	1,427,066.11	July 2031	446,480.23	February 2036	72,277.78
January 2027	1,400,134.64	August 2031	435,798.05	March 2036	68,478.29
February 2027	1,373,635.89	September 2031	425,302.16	April 2036	64,755.65
March 2027	1,347,563.42	October 2031	414,989.65	May 2036	61,108.60
April 2027	1,321,910.84	November 2031	404,857.69	June 2036	57,535.88
May 2027	1,296,671.88	December 2031	394,903.45	July 2036	54,036.28
June 2027	1,271,840.35	January 2032	385,124.18	August 2036	50,608.57
July 2027	1,247,410.16	February 2032	375,517.14	September 2036	47,251.57
August 2027	1,223,375.28	March 2032	366,079.65	October 2036	43,964.09
September 2027	1,199,729.80	April 2032	356,809.05	November 2036	40,744.99
October 2027	1,176,467.87	May 2032	347,702.75	December 2036	37,593.11
November 2027	1,153,583.74	June 2032	338,758.16	January 2037	34,507.35
December 2027	1,131,071.73	July 2032	329,972.76	February 2037	31,486.59
January 2028	1,108,926.26	August 2032	321,344.05	March 2037	28,529.74

Aggregate Group (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
April 2037	$ 25,635.74	August 2037	$ 14,667.30	December 2037	$ 4,622.76
May 2037	22,803.53	September 2037	12,072.00	January 2038	2,248.73
June 2037	20,032.06	October 2037	9,533.45	February 2038 and thereafter	0.00
July 2037	17,320.32	November 2037	7,050.69		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in or incorporated into this Prospectus Supplement and the additional Disclosure Documents. We take no responsibility for 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.

Neither the Securities and Exchange Commission nor any state securities commission has 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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$251,996,000

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PROSPECTUS SUPPLEMENT

BNP PARIBAS

July 26, 2010