

**Supplement**  
**(To Prospectus Supplement dated August 24, 2010)**

**\$1,744,760,787**



**Guaranteed REMIC Pass-Through Certificates**  
**Fannie Mae REMIC Trust 2010-101**

This is a supplement to the prospectus supplement dated August 24, 2010 (the "Prospectus Supplement"). If we use a capitalized term in this supplement without defining it, you will find the definition of that term in the Prospectus Supplement.

Notwithstanding anything set forth on pages S-11 or A-2 of the Prospectus Supplement, the ZB Class is an Accrual Class and has an Interest Type of FIX/Z.

**Carefully consider the risk factors on page S-8 of the 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.**

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



September 20, 2010

**\$1,744,760,787**



**FannieMae®**

**Guaranteed REMIC Pass-Through Certificates  
Fannie Mae REMIC Trust 2010-101**

**The Certificates**

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

**Payments to Certificateholders**

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

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
AC(2) . . . . .	1	\$655,776,667	SEQ	4.0%	FIX	31398TN72	April 2036
AF(2) . . . . .	1	131,155,333	SEQ	(3)	FLT	31398TN80	April 2036
SF(2) . . . . .	1	131,155,333(4)	NTL	(3)	INV/IO	31398TN98	April 2036
TI(2) . . . . .	1	131,155,333(4)	NTL	(3)	INV/IO	31398TP21	April 2036
AM(2) . . . . .	1	102,304,167	SEQ	4.0	FIX	31398TP39	January 2038
FM(2) . . . . .	1	20,460,833	SEQ	(3)	FLT	31398TP47	January 2038
SM(2) . . . . .	1	20,460,833(4)	NTL	(3)	INV/IO	31398TP54	January 2038
AV(2) . . . . .	1	36,623,500	SEQ/AD	2.0	FIX	31398TP62	June 2023
AW(2) . . . . .	1	36,623,500	SEQ/AD	7.0	FIX	31398TP70	June 2023
VA . . . . .	1	54,024,000	SEQ/AD	4.5	FIX	31398TP88	September 2029
ZA(2) . . . . .	1	95,052,000	SEQ	4.5	FIX/Z	31398TP96	September 2040
JL . . . . .	2	250,000,000	SEQ	4.0	FIX	31398TQ20	January 2038
FJ(2) . . . . .	2	50,000,000	SEQ	(3)	FLT	31398TQ38	January 2038
SJ(2) . . . . .	2	50,000,000(4)	NTL	(3)	INV/IO	31398TQ46	January 2038
CV(2) . . . . .	2	24,155,000	SEQ/AD	4.5	FIX	31398TQ53	June 2023
VC(2) . . . . .	2	17,816,000	SEQ/AD	4.5	FIX	31398TQ61	September 2029
ZC(2) . . . . .	2	31,347,000	SEQ	4.5	FIX/Z	31398TQ79	September 2040

(Table continued on next page)

**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.

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 BL, BF, CL, VJ, BY, ZB, SN, AG, AH, AJ, AK, AL, AN, AP, AQ, AT, AU, SB, HY, EL, HJ, HK, HL, HM, HN and BA 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 Trust and its Assets**

The trust will own

- Fannie Mae MBS, and
- underlying RCR certificates backed by Fannie Mae MBS.

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

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be August 30, 2010.

**Carefully consider the risk factors starting 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.



**Deutsche Bank Securities**

The date of this Prospectus Supplement is August 24, 2010

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
FA . . . .	3	75,000,000	PT	(3)	FLT	31398T Q 8 7	September 2040
SA . . . .	3	75,000,000(4)	NTL	(3)	INV/IO	31398T Q 9 5	September 2040
MA(2) . .	4	48,021,000	SC/SEQ	4.5	FIX	31398T R 2 9	July 2040
HV(2) . .	4	19,175,000	SC/SEQ/AD	2.0	FIX	31398T R 3 7	July 2040
HF(2) . .	4	19,175,000	SC/SEQ/AD	(3)	FLT	31398T R 4 5	July 2040
HS(2) . .	4	19,175,000(4)	NTL	(3)	INV/IO	31398T R 5 2	July 2040
VH(2) . .	4	28,286,000	SC/SEQ/AD	4.5	FIX	31398T R 6 0	July 2040
ZH(2) . .	4	49,765,787	SC/SEQ	4.5	FIX/Z	31398T R 7 8	July 2040
R . . . .		0	NPR	0	NPR	31398T R 8 6	September 2040
RL . . . .		0	NPR	0	NPR	31398T R 9 4	September 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-6 for a description of how their notional balances are calculated.

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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”);
- if you are purchasing a Group 4 Class or the R or RL Class, the disclosure documents relating to the applicable underlying RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

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

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

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

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

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at [www.fanniemae.com](http://www.fanniemae.com).

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

Deutsche Bank Securities Inc.  
Syndicate Operations  
60 Wall Street  
New York, NY 10005  
(telephone 212-469-5000).

## SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of August 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
3	Group 3 MBS
4	Class 2010-61-EL RCR Certificate Class 2010-77-C RCR Certificate

### Group 1, Group 2 and Group 3

#### Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$1,132,020,000	4.50%	4.75% to 7.00%	241 to 360
Group 2 MBS	\$ 373,318,000	4.50%	4.75% to 7.00%	241 to 360
Group 3 MBS	\$ 75,000,000	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	\$1,132,020,000	360	359	1	5.00%
Group 2 MBS	\$ 373,318,000	360	359	1	5.00%
Group 3 MBS	\$ 75,000,000	360	350	6	5.93%

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

### Group 4 Underlying RCR Certificates

Exhibit A describes the underlying RCR certificates in Group 4, including certain information about the related mortgage loans. To learn more about the underlying RCR certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

### Settlement Date

We expect to issue the certificates on August 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:

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

## Exchanging Certificates Through Combination and Recombination

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

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

## Interest Rates

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

During the initial interest accrual period, the floating rate and inverse floating rate classes 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>
AF .....	0.70%	7.00%	0.35%	LIBOR + 35 basis points
SF .....	6.25%	6.60%	0.00%	6.6% – LIBOR
TI .....	0.05%	0.05%	0.00%	6.65% – LIBOR
FM .....	0.75%	7.00%	0.40%	LIBOR + 40 basis points
SM .....	6.25%	6.60%	0.00%	6.6% – LIBOR
FJ .....	0.75%	7.00%	0.40%	LIBOR + 40 basis points
SJ .....	6.25%	6.60%	0.00%	6.6% – LIBOR
FA .....	1.34%	5.50%	1.02%	LIBOR + 102 basis points
SA .....	4.16%	4.48%	0.00%	4.48% – LIBOR
HF .....	0.64%	7.00%	0.35%	LIBOR + 35 basis points
HS .....	6.36%	6.65%	0.00%	6.65% – LIBOR
SB .....	6.30%	6.65%	0.00%	6.65% – LIBOR
BF .....	0.75%	7.00%	0.40%	LIBOR + 40 basis points
SN .....	6.25%	6.60%	0.00%	6.6% – 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

SF .....	100% of the AF Class
TI .....	100% of the AF Class
SM .....	100% of the FM Class
SJ .....	100% of the FJ Class
SA .....	100% of the FA Class
HS .....	100% of the HF Class
SB .....	100% of the AF Class
SN .....	100% of the <i>sum</i> of the AF, FM and FJ Classes

## Distributions of Principal

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

## Weighted Average Lives (years)\*

		PSA Prepayment Assumption							
<u>Group 1 Classes</u>		<u>0%</u>	<u>100%</u>	<u>298%</u>	<u>500%</u>	<u>800%</u>	<u>1150%</u>	<u>1550%</u>	
AC, AF, SF, TI and SB .....		16.4	6.7	3.3	2.3	1.8	1.4	1.2	
AM, FM, SM and BA .....		26.5	16.3	7.5	4.9	3.3	2.5	2.1	
AV, AW, AG, AH, AJ, AK, AL, AN, AP, AQ, AT and AU .....		7.0	7.0	6.3	4.7	3.4	2.6	2.1	
VA .....		16.0	16.0	9.7	6.5	4.4	3.2	2.4	
ZA .....		28.7	23.5	14.4	9.5	6.1	4.2	2.9	
BL and CL .....		17.8	8.0	3.8	2.7	2.0	1.6	1.3	
		PSA Prepayment Assumption							
<u>Group 2 Classes</u>		<u>0%</u>	<u>100%</u>	<u>298%</u>	<u>500%</u>	<u>800%</u>	<u>1150%</u>	<u>1550%</u>	
CV .....		7.0	7.0	6.3	4.7	3.4	2.6	2.1	
VC .....		16.0	16.0	9.7	6.5	4.4	3.2	2.4	
ZC .....		28.7	23.5	14.4	9.5	6.1	4.2	2.9	
JL, FJ and SJ .....		17.8	8.0	3.8	2.7	2.0	1.6	1.3	
VJ .....		10.8	10.8	7.7	5.5	3.8	2.9	2.3	
BY .....		28.7	23.4	12.8	8.1	5.2	3.6	2.6	
		PSA Prepayment Assumption							
<u>Group 3 Classes</u>		<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>629%</u>	<u>900%</u>	<u>1200%</u>	<u>1600%</u>	<u>2100%</u>
FA and SA .....		20.5	10.9	5.3	2.8	2.0	1.6	1.2	0.9
		PSA Prepayment Assumption							
<u>Group 4 Classes</u>		<u>0%</u>	<u>100%</u>	<u>298%</u>	<u>500%</u>	<u>850%</u>	<u>1250%</u>	<u>1800%</u>	
MA .....		26.8	17.2	7.9	4.9	3.0	2.0	1.3	
HV, HF, HS, HJ, HK, HL, HM and HN .....		7.0	7.0	6.3	4.7	3.1	2.2	1.4	
VH .....		16.0	16.0	9.8	6.4	3.9	2.6	1.7	
ZH .....		28.6	23.4	14.4	9.4	5.5	3.5	2.1	
HY .....		28.6	23.3	12.8	8.0	4.6	3.0	1.8	
EL .....		28.1	21.5	11.4	7.1	4.1	2.7	1.7	



<u>Group 1/2 Classes**</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>298%</u>	<u>500%</u>	<u>800%</u>	<u>1150%</u>	<u>1550%</u>
ZB . . . . .	28.7	23.5	14.4	9.5	6.1	4.2	2.9
BF and SN . . . . .	17.8	8.0	3.8	2.7	2.0	1.6	1.3

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

\*\* These classes are RCR classes formed from combinations of REMIC classes in two different groups. For additional information, see Schedule 1 attached to this prospectus supplement.

## 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](http://www.fanniemae.com) for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

*Payments on the Group 4 Classes also will be affected by the payment priorities governing the related underlying RCR certificates.* If you invest in any Group 4 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying RCR certificates.

As described in the related Underlying REMIC Disclosure Documents, the underlying RCR certificates in Group 4 may be subsequent in payment priority to certain other classes issued from the related underlying REMIC trusts. As a result, such other classes may receive principal before principal is paid on the related underlying RCR certificates in Group 4, possibly for long periods.

You may obtain additional information about the underlying RCR certificates by reviewing their current class factors in light of other information available in the related Underlying REMIC Disclosure Documents. You may obtain those documents from us as described on page S-3.

*“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than*

*conforming balance mortgage loans generally.* The pools underlying the Group 1 MBS, Group 2 MBS and Group 4 Underlying RCR Certificates 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, Group 2 and Group 4 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 August 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 “Trust MBS”), and
- previously issued RCR certificates (the “Group 4 Underlying RCR Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A.

The Group 4 Underlying RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the “MBS”).

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

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

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

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC . . . .	Trust MBS and Group 4 Underlying RCR Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC . . . .	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

*Fannie Mae Guaranty.* For a description of our guaranties of the Certificates, the MBS and the Group 4 Underlying RCR Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Documents. Our guaranties are not backed by the full faith and credit of the United States.

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

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

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

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

## **The Trust MBS**

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

For additional information, see “Summary—Group 1, Group 2 and Group 3—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

## **The Group 4 Underlying RCR Certificates**

The Group 4 Underlying RCR Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of those trusts consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

In addition, the pools of mortgage loans backing the Group 4 Underlying RCR Certificates 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 Balance that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 4 Underlying RCR Certificates, see the Final Data Statement for the related trust and the related prospectus supplement for each MBS. See also “Additional Risk Factors—*“Jumbo-conforming” and*

*“high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally”* in this prospectus supplement.

Distributions on the Group 4 Underlying RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 4 Underlying RCR Certificates are described in the applicable Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Group 4 Underlying RCR Certificates. Exhibit A is being provided in lieu of a Final Data Statement with respect to the Group 4 Underlying RCR Certificates.

For further information about the Group 4 Underlying RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 4 Underlying RCR Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

## Distributions of Interest

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

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

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

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

*Accrual Classes.* The ZA, ZC and ZH Classes are Accrual Classes. Interest will accrue on the Accrual Classes at the applicable annual rates specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on the Accrual Classes will be added as principal to their principal balances on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principal” below.

## Distributions of Principal

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

- *Group 1*

The ZA Accrual Amount in the following priority:

1. To AV and AW, pro rata, until retired.
2. To VA until retired.
3. Thereafter to ZA.

} Accretion  
Directed  
Classes

} Accrual Class

The Group 1 Cash Flow Distribution Amount in the following priority:

1. To AC and AF, pro rata, until retired.
2. To AM and FM, pro rata, until retired.
3. To AV and AW, pro rata, until retired.
4. To VA and ZA, in that order, until retired.

Sequential  
Pay Classes

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

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

• *Group 2*

The ZC Accrual Amount to CV and VC, in that order, until retired, and thereafter to ZC.

Accretion  
Directed  
Classes and  
Accrual Class

The Group 2 Cash Flow Distribution Amount in the following priority:

1. To JL and FJ, pro rata, until retired.
2. To CV, VC and ZC, in that order, until retired.

Sequential  
Pay Classes

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

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

• *Group 3*

The Group 3 Principal Distribution Amount to FA until retired.

Pass-Through  
Class

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

• *Group 4*

The ZH Accrual Amount in the following priority:

1. To HV and HF, pro rata, until retired.
2. To VH until retired.
3. Thereafter to ZH.

Accretion  
Directed  
Classes

Accrual  
Class

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

1. To MA until retired.
2. To HV and HF, pro rata, until retired.
3. To VH and ZH, in that order, until retired.

Structured  
Collateral/  
Sequential  
Pay Classes

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

The “Group 4 Cash Flow Distribution Amount” is the principal then paid on the Group 4 Underlying RCR Certificates.

## Structuring Assumptions

*Pricing Assumptions.* Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of



Mortgage Loans backing the Group 4 Underlying RCR Certificates, the applicable priority sequences affecting principal payments on the Group 4 Underlying RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

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

### **Yield Tables for the Inverse Floating Rate Classes**

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 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 yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time**

**without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the Inverse Floating Rate Classes would lose money on their initial investments under certain Index and prepayment scenarios.**

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

The information shown in the following yield tables has been prepared on the basis of the Pricing Assumptions and the assumptions that

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

<u>Class</u>	<u>Price*</u>
SF .....	11.187500%
TI .....	0.062500%
SM .....	22.812500%
SJ .....	11.156250%
SA .....	9.593750%
HS .....	18.000000%
SB .....	11.250000%
SN .....	12.484375%

\* 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 SF 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>298%</u>	<u>500%</u>	<u>800%</u>	<u>1150%</u>	<u>1550%</u>
0.17% .....	58.4%	54.9%	39.3%	22.8%	0.7%	(20.9)%	(42.1)%
0.35% .....	56.4%	52.9%	37.1%	20.4%	(1.8)%	(23.4)%	(44.7)%
2.35% .....	34.9%	30.8%	11.9%	(7.2)%	(31.1)%	(52.9)%	(73.5)%
4.35% .....	13.4%	8.0%	(16.5)%	(39.3)%	(65.3)%	(87.1)%	*
6.60% and above .....	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>298%</u>	<u>500%</u>	<u>800%</u>	<u>1150%</u>	<u>1550%</u>
6.600% and below .....	88.4%	85.3%	72.0%	57.5%	37.1%	15.9%	(5.8)%
6.625% .....	38.1%	34.1%	15.9%	(2.9)%	(26.4)%	(48.2)%	(68.9)%
6.650% .....	*	*	*	*	*	*	*



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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>						
	<b>50%</b>	<b>100%</b>	<b>298%</b>	<b>500%</b>	<b>800%</b>	<b>1150%</b>	<b>1550%</b>
0.17% .....	29.8%	29.5%	24.3%	14.1%	(3.5)%	(22.6)%	(40.2)%
0.35% .....	28.9%	28.6%	23.1%	12.8%	(5.1)%	(24.3)%	(41.9)%
2.35% .....	19.0%	18.3%	9.8%	(3.3)%	(24.0)%	(44.8)%	(63.2)%
4.35% .....	8.3%	6.6%	(7.0)%	(24.2)%	(48.6)%	(71.3)%	(90.2)%
6.60% .....	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>						
	<b>50%</b>	<b>100%</b>	<b>298%</b>	<b>500%</b>	<b>800%</b>	<b>1150%</b>	<b>1550%</b>
0.17% .....	59.5%	56.7%	44.3%	30.5%	10.8%	(9.5)%	(29.6)%
0.35% .....	57.6%	54.7%	42.1%	28.2%	8.3%	(12.1)%	(32.2)%
2.35% .....	36.1%	32.8%	18.1%	1.9%	(20.2)%	(41.5)%	(61.4)%
4.35% .....	14.9%	10.9%	(8.3)%	(28.2)%	(53.4)%	(75.7)%	(95.1)%
6.60% .....	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>							
	<b>50%</b>	<b>100%</b>	<b>300%</b>	<b>629%</b>	<b>900%</b>	<b>1200%</b>	<b>1600%</b>	<b>2100%</b>
0.16% .....	44.9%	42.2%	31.1%	11.8%	(5.3)%	(25.6)%	(56.1)%	(93.8)%
0.32% .....	42.9%	40.2%	29.1%	9.7%	(7.4)%	(27.9)%	(58.6)%	(96.1)%
2.32% .....	19.1%	16.2%	4.7%	(15.9)%	(34.4)%	(57.0)%	(91.6)%	*
4.48% .....	*	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>						
	<b>50%</b>	<b>100%</b>	<b>298%</b>	<b>500%</b>	<b>850%</b>	<b>1250%</b>	<b>1800%</b>
0.15% .....	29.0%	29.0%	28.2%	23.1%	6.6%	(17.3)%	(70.7)%
0.29% .....	28.0%	28.0%	27.2%	22.0%	5.2%	(18.8)%	(72.2)%
2.29% .....	14.2%	14.2%	12.7%	5.1%	(15.4)%	(41.8)%	(95.5)%
4.29% .....	(1.6)%	(1.6)%	(4.4)%	(15.7)%	(41.3)%	(70.5)%	*
6.65% .....	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>						
	<b>50%</b>	<b>100%</b>	<b>298%</b>	<b>500%</b>	<b>800%</b>	<b>1150%</b>	<b>1550%</b>
0.17% .....	58.5%	55.1%	39.5%	23.0%	0.9%	(20.7)%	(41.9)%
0.35% .....	56.6%	53.1%	37.3%	20.6%	(1.6)%	(23.2)%	(44.4)%
2.35% .....	35.2%	31.1%	12.3%	(6.9)%	(30.7)%	(52.5)%	(73.1)%
4.35% .....	13.8%	8.4%	(15.9)%	(38.6)%	(64.6)%	(86.4)%	*
6.65% .....	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>						
	<b>50%</b>	<b>100%</b>	<b>298%</b>	<b>500%</b>	<b>800%</b>	<b>1150%</b>	<b>1550%</b>
0.17% .....	51.8%	48.9%	35.8%	21.4%	1.0%	(19.6)%	(39.7)%
0.35% .....	50.1%	47.1%	33.9%	19.4%	(1.2)%	(21.9)%	(42.0)%
2.35% .....	31.2%	27.8%	12.2%	(4.6)%	(27.3)%	(48.9)%	(68.8)%
4.35% .....	12.2%	8.0%	(12.0)%	(32.6)%	(58.2)%	(80.7)%	*
6.60% .....	*	*	*	*	*	*	*

**Weighted Average Lives of the Certificates**

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Group 1, Group 2 and Group 4 Classes and
- in the case of the Group 4 Classes, the applicable priority sequences affecting principal payments on the Group 4 Underlying RCR Certificates.

See “—Distributions of Principal” above and “Description of the Certificates—Distributions of Principal” in the Underlying REMIC Disclosure Documents.

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

**Decrement Tables**

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	7.00%
Group 2 MBS	360 months	360 months	7.00%
Group 3 MBS	360 months	360 months	8.00%
Group 4 Underlying RCR Certificates	360 months	*	7.00%

\* The Mortgage Loans backing the Group 4 Underlying RCR Certificates specified below are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2010-61-EL	357 months
2010-77-C	358 months

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates, or remaining terms to maturity, 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, AF, SF†, TI† and SB† Classes							AM, FM, SM† and BA Classes							AV, AW, AG, AH, AJ, AK, AL, AN, AP, AQ, AT and AU Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	99	96	92	87	81	73	64	100	100	100	100	100	100	100	94	94	94	94	94	94	94
August 2012	97	88	74	60	40	19	0	100	100	100	100	100	100	100	88	88	88	88	88	88	88
August 2013	95	78	52	28	*	0	0	100	100	100	100	100	0	0	81	81	81	81	81	0	0
August 2014	93	69	33	6	0	0	0	100	100	100	100	0	0	0	74	74	74	74	12	0	0
August 2015	92	60	18	0	0	0	0	100	100	100	37	0	0	0	67	67	67	67	0	0	0
August 2016	89	52	6	0	0	0	0	100	100	100	0	0	0	0	60	60	60	7	0	0	0
August 2017	87	44	0	0	0	0	0	100	100	76	0	0	0	0	52	52	52	0	0	0	0
August 2018	85	37	0	0	0	0	0	100	100	25	0	0	0	0	44	44	44	0	0	0	0
August 2019	82	30	0	0	0	0	0	100	100	0	0	0	0	0	35	35	8	0	0	0	0
August 2020	80	24	0	0	0	0	0	100	100	0	0	0	0	0	26	26	0	0	0	0	0
August 2021	77	18	0	0	0	0	0	100	100	0	0	0	0	0	17	17	0	0	0	0	0
August 2022	74	12	0	0	0	0	0	100	100	0	0	0	0	0	7	7	0	0	0	0	0
August 2023	70	7	0	0	0	0	0	100	100	0	0	0	0	0	0	0	0	0	0	0	0
August 2024	67	2	0	0	0	0	0	100	100	0	0	0	0	0	0	0	0	0	0	0	0
August 2025	63	0	0	0	0	0	0	100	84	0	0	0	0	0	0	0	0	0	0	0	0
August 2026	58	0	0	0	0	0	0	100	56	0	0	0	0	0	0	0	0	0	0	0	0
August 2027	54	0	0	0	0	0	0	100	31	0	0	0	0	0	0	0	0	0	0	0	0
August 2028	49	0	0	0	0	0	0	100	7	0	0	0	0	0	0	0	0	0	0	0	0
August 2029	44	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2030	39	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2031	33	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2032	26	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2033	20	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2034	12	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2035	4	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	75	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	18	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)**	16.4	6.7	3.3	2.3	1.8	1.4	1.2	26.5	16.3	7.5	4.9	3.3	2.5	2.1	7.0	7.0	6.3	4.7	3.4	2.6	2.1

  

Date	VA Class							ZA Class							BL and CL Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	105	105	105	105	105	105	105	99	96	93	89	83	77	69
August 2012	100	100	100	100	100	100	100	109	109	109	109	109	109	109	97	90	77	65	48	30	10
August 2013	100	100	100	100	100	93	0	114	114	114	114	114	114	29	96	81	58	38	14	0	0
August 2014	100	100	100	100	100	0	0	120	120	120	120	120	51	2	94	73	42	18	0	0	0
August 2015	100	100	100	100	0	0	0	125	125	125	125	95	15	*	93	66	29	5	0	0	0
August 2016	100	100	100	100	0	0	0	131	131	131	131	48	5	*	91	58	19	0	0	0	0
August 2017	100	100	100	0	0	0	0	137	137	137	132	25	1	*	89	52	10	0	0	0	0
August 2018	100	100	100	0	0	0	0	143	143	143	90	12	*	*	87	45	3	0	0	0	0
August 2019	100	100	100	0	0	0	0	150	150	150	62	6	*	*	85	40	0	0	0	0	0
August 2020	100	100	23	0	0	0	0	157	157	157	42	3	*	0	82	34	0	0	0	0	0
August 2021	100	100	0	0	0	0	0	164	164	135	28	2	*	0	80	29	0	0	0	0	0
August 2022	100	100	0	0	0	0	0	171	171	107	19	1	*	0	77	24	0	0	0	0	0
August 2023	96	96	0	0	0	0	0	179	179	85	13	*	*	0	74	19	0	0	0	0	0
August 2024	82	82	0	0	0	0	0	188	188	67	9	*	*	0	71	15	0	0	0	0	0
August 2025	66	66	0	0	0	0	0	196	196	53	6	*	*	0	68	11	0	0	0	0	0
August 2026	51	51	0	0	0	0	0	205	205	41	4	*	*	0	64	8	0	0	0	0	0
August 2027	34	34	0	0	0	0	0	215	215	32	3	*	*	0	60	4	0	0	0	0	0
August 2028	17	17	0	0	0	0	0	224	224	25	2	*	*	0	56	1	0	0	0	0	0
August 2029	0	0	0	0	0	0	0	234	214	19	1	*	0	0	52	0	0	0	0	0	0
August 2030	0	0	0	0	0	0	0	234	187	15	1	*	0	0	47	0	0	0	0	0	0
August 2031	0	0	0	0	0	0	0	234	161	11	*	*	0	0	42	0	0	0	0	0	0
August 2032	0	0	0	0	0	0	0	234	138	8	*	*	0	0	36	0	0	0	0	0	0
August 2033	0	0	0	0	0	0	0	234	116	6	*	*	0	0	30	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	234	95	4	*	*	0	0	24	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	234	76	3	*	*	0	0	17	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	234	59	2	*	*	0	0	10	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	234	42	1	*	*	0	0	2	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	177	27	1	*	*	0	0	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	92	12	*	*	0	0	0	0	0	0	0	0	0	0
August 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	16.0	9.7	6.5	4.4	3.2	2.4	28.7	23.5	14.4	9.5	6.1	4.2	2.9	17.8	8.0	3.8	2.7	2.0	1.6	1.3

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

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

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

Date	CV Class							VC Class							ZC Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	94	94	94	94	94	94	94	100	100	100	100	100	100	100	105	105	105	105	105	105	105
August 2012	88	88	88	88	88	88	88	100	100	100	100	100	100	100	109	109	109	109	109	109	109
August 2013	81	81	81	81	81	0	0	100	100	100	100	100	93	0	114	114	114	114	114	114	29
August 2014	74	74	74	74	12	0	0	100	100	100	100	100	0	0	120	120	120	120	120	51	2
August 2015	67	67	67	67	0	0	0	100	100	100	100	0	0	0	125	125	125	125	95	15	*
August 2016	60	60	60	7	0	0	0	100	100	100	100	0	0	0	131	131	131	131	48	5	*
August 2017	52	52	52	0	0	0	0	100	100	100	0	0	0	0	137	137	137	132	25	1	*
August 2018	44	44	44	0	0	0	0	100	100	100	0	0	0	0	143	143	143	90	12	*	*
August 2019	35	35	8	0	0	0	0	100	100	100	0	0	0	0	150	150	150	62	6	*	*
August 2020	26	26	0	0	0	0	0	100	100	23	0	0	0	0	157	157	157	42	3	*	0
August 2021	17	17	0	0	0	0	0	100	100	0	0	0	0	0	164	164	135	28	2	*	0
August 2022	7	7	0	0	0	0	0	100	100	0	0	0	0	0	171	171	107	19	1	*	0
August 2023	0	0	0	0	0	0	0	96	96	0	0	0	0	0	179	179	85	13	*	*	0
August 2024	0	0	0	0	0	0	0	82	82	0	0	0	0	0	188	188	67	9	*	*	0
August 2025	0	0	0	0	0	0	0	66	66	0	0	0	0	0	196	196	53	6	*	*	0
August 2026	0	0	0	0	0	0	0	51	51	0	0	0	0	0	205	205	41	4	*	*	0
August 2027	0	0	0	0	0	0	0	34	34	0	0	0	0	0	215	215	32	3	*	*	0
August 2028	0	0	0	0	0	0	0	17	17	0	0	0	0	0	224	224	25	2	*	*	0
August 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	214	19	1	*	0	0
August 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	187	15	1	*	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	161	11	*	*	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	138	8	*	*	0	0
August 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	116	6	*	*	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	95	4	*	*	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	76	3	*	*	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	59	2	*	*	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	42	1	*	*	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	177	27	1	*	*	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	92	12	*	*	0	0	0
August 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)**	7.0	7.0	6.3	4.7	3.4	2.6	2.1	16.0	16.0	9.7	6.5	4.4	3.2	2.4	28.7	23.5	14.4	9.5	6.1	4.2	2.9

Date	JL, FJ and SJ† Classes							VJ Class							BY Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	99	96	93	89	83	77	69	97	97	97	97	97	97	97	100	100	100	100	100	100	100
August 2012	97	90	77	65	48	30	10	93	93	93	93	93	93	93	100	100	100	100	100	100	100
August 2013	96	81	58	38	14	0	0	89	89	89	89	89	39	0	100	100	100	100	100	72	12
August 2014	94	73	42	18	0	0	0	85	85	85	85	50	0	0	100	100	100	100	80	22	1
August 2015	93	66	29	5	0	0	0	81	81	81	81	0	0	0	100	100	100	100	41	7	*
August 2016	91	58	19	0	0	0	0	77	77	77	47	0	0	0	100	100	100	83	21	2	*
August 2017	89	52	10	0	0	0	0	72	72	72	0	0	0	0	100	100	100	57	11	1	*
August 2018	87	45	3	0	0	0	0	68	68	68	0	0	0	0	100	100	100	39	5	*	*
August 2019	85	40	0	0	0	0	0	63	63	47	0	0	0	0	100	100	91	26	3	*	*
August 2020	82	34	0	0	0	0	0	58	58	10	0	0	0	0	100	100	73	18	1	*	0
August 2021	80	29	0	0	0	0	0	52	52	0	0	0	0	0	100	100	58	12	1	*	0
August 2022	77	24	0	0	0	0	0	47	47	0	0	0	0	0	100	100	46	8	*	*	0
August 2023	74	19	0	0	0	0	0	41	41	0	0	0	0	0	100	100	36	6	*	*	0
August 2024	71	15	0	0	0	0	0	35	35	0	0	0	0	0	100	100	29	4	*	*	0
August 2025	68	11	0	0	0	0	0	28	28	0	0	0	0	0	100	100	23	3	*	*	0
August 2026	64	8	0	0	0	0	0	21	21	0	0	0	0	0	100	100	18	2	*	*	0
August 2027	60	4	0	0	0	0	0	14	14	0	0	0	0	0	100	100	14	1	*	*	0
August 2028	56	1	0	0	0	0	0	7	7	0	0	0	0	0	100	100	11	1	*	*	0
August 2029	52	0	0	0	0	0	0	0	0	0	0	0	0	0	100	91	8	*	*	0	0
August 2030	47	0	0	0	0	0	0	0	0	0	0	0	0	0	100	80	6	*	*	0	0
August 2031	42	0	0	0	0	0	0	0	0	0	0	0	0	0	100	69	5	*	*	0	0
August 2032	36	0	0	0	0	0	0	0	0	0	0	0	0	0	100	59	4	*	*	0	0
August 2033	30	0	0	0	0	0	0	0	0	0	0	0	0	0	100	50	3	*	*	0	0
August 2034	24	0	0	0	0	0	0	0	0	0	0	0	0	0	100	41	2	*	*	0	0
August 2035	17	0	0	0	0	0	0	0	0	0	0	0	0	0	100	33	1	*	*	0	0
August 2036	10	0	0	0	0	0	0	0	0	0	0	0	0	0	100	25	1	*	*	0	0
August 2037	2	0	0	0	0	0	0	0	0	0	0	0	0	0	100	18	1	*	*	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	76	11	*	*	*	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	39	5	*	*	0	0	0
August 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)**	17.8	8.0	3.8	2.7	2.0	1.6	1.3	10.8	10.8	7.7	5.5	3.8	2.9	2.3	28.7	23.4	12.8	8.1	5.2	3.6	2.6

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

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

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

Date	FA and SA† Classes								MA Class						
	PSA Prepayment Assumption								PSA Prepayment Assumption						
	0%	100%	300%	629%	900%	1200%	1600%	2100%	0%	100%	298%	500%	850%	1250%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	99	96	91	83	76	69	58	45	100	100	100	100	100	100	100
August 2012	98	90	77	57	42	27	10	0	100	100	100	100	100	40	0
August 2013	97	83	62	35	19	8	*	0	100	100	100	100	43	0	0
August 2014	96	77	50	21	9	2	*	0	100	100	100	100	0	0	0
August 2015	95	71	40	13	4	1	*	0	100	100	100	100	37	0	0
August 2016	94	66	32	8	2	*	*	0	100	100	100	0	0	0	0
August 2017	92	60	26	5	1	*	0	0	100	100	100	0	0	0	0
August 2018	91	56	21	3	*	*	0	0	100	100	38	0	0	0	0
August 2019	89	51	17	2	*	*	0	0	100	100	0	0	0	0	0
August 2020	88	47	13	1	*	*	0	0	100	100	0	0	0	0	0
August 2021	86	43	11	1	*	*	0	0	100	100	0	0	0	0	0
August 2022	84	39	8	*	*	*	0	0	100	100	0	0	0	0	0
August 2023	82	35	7	*	*	*	0	0	100	100	0	0	0	0	0
August 2024	79	32	5	*	*	*	0	0	100	100	0	0	0	0	0
August 2025	77	29	4	*	*	*	0	0	100	100	0	0	0	0	0
August 2026	74	26	3	*	*	0	0	0	100	92	0	0	0	0	0
August 2027	71	23	3	*	*	0	0	0	100	56	0	0	0	0	0
August 2028	68	20	2	*	*	0	0	0	100	21	0	0	0	0	0
August 2029	64	18	1	*	*	0	0	0	100	0	0	0	0	0	0
August 2030	60	16	1	*	*	0	0	0	100	0	0	0	0	0	0
August 2031	56	13	1	*	*	0	0	0	100	0	0	0	0	0	0
August 2032	52	11	1	*	*	0	0	0	100	0	0	0	0	0	0
August 2033	47	9	*	*	*	0	0	0	100	0	0	0	0	0	0
August 2034	42	8	*	*	0	0	0	0	100	0	0	0	0	0	0
August 2035	36	6	*	*	0	0	0	0	100	0	0	0	0	0	0
August 2036	30	4	*	*	0	0	0	0	100	0	0	0	0	0	0
August 2037	23	3	*	*	0	0	0	0	35	0	0	0	0	0	0
August 2038	16	2	*	*	0	0	0	0	0	0	0	0	0	0	0
August 2039	8	*	*	*	0	0	0	0	0	0	0	0	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.5	10.9	5.3	2.8	2.0	1.6	1.2	0.9	26.8	17.2	7.9	4.9	3.0	2.0	1.3

Date	HV, HF, HS†, HJ, HK, HL, HM and HN Classes							VH Class							ZH Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	850%	1250%	1800%	0%	100%	298%	500%	850%	1250%	1800%	0%	100%	298%	500%	850%	1250%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	94	94	94	94	94	94	94	100	100	100	100	100	100	100	105	105	105	105	105	105	105
August 2012	88	88	88	88	88	88	0	100	100	100	100	100	100	0	109	109	109	109	109	109	72
August 2013	81	81	81	81	81	0	0	100	100	100	100	100	0	0	114	114	114	114	114	80	0
August 2014	74	74	74	74	0	0	0	100	100	100	100	22	0	0	120	120	120	120	120	20	0
August 2015	67	67	67	67	0	0	0	100	100	100	100	0	0	0	125	125	125	125	64	5	0
August 2016	60	60	60	0	0	0	0	100	100	100	95	0	0	0	131	131	131	131	30	1	0
August 2017	52	52	52	0	0	0	0	100	100	100	0	0	0	0	137	137	137	126	15	*	0
August 2018	44	44	44	0	0	0	0	100	100	100	0	0	0	0	143	143	143	86	7	*	0
August 2019	35	35	12	0	0	0	0	100	100	100	0	0	0	0	150	150	150	59	3	*	0
August 2020	26	26	0	0	0	0	0	100	100	28	0	0	0	0	157	157	157	40	2	*	0
August 2021	17	17	0	0	0	0	0	100	100	0	0	0	0	0	164	164	137	27	1	*	0
August 2022	7	7	0	0	0	0	0	100	100	0	0	0	0	0	171	171	109	18	*	*	0
August 2023	0	0	0	0	0	0	0	96	96	0	0	0	0	0	179	179	86	12	*	*	0
August 2024	0	0	0	0	0	0	0	82	82	0	0	0	0	0	188	188	68	8	*	*	0
August 2025	0	0	0	0	0	0	0	66	66	0	0	0	0	0	196	196	53	6	*	*	0
August 2026	0	0	0	0	0	0	0	51	51	0	0	0	0	0	205	205	41	4	*	0	0
August 2027	0	0	0	0	0	0	0	34	34	0	0	0	0	0	215	215	32	2	*	0	0
August 2028	0	0	0	0	0	0	0	17	17	0	0	0	0	0	224	224	25	2	*	0	0
August 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	223	19	1	*	0	0
August 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	193	14	1	*	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	166	11	*	*	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	140	8	*	*	0	0
August 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	116	6	*	*	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	94	4	*	*	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	73	3	*	*	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	54	2	*	*	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	234	36	1	*	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	177	19	*	*	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	81	5	*	*	0	0	0
August 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)**	7.0	7.0	6.3	4.7	3.1	2.2	1.4	16.0	16.0	9.8	6.4	3.9	2.6	1.7	28.6	23.4	14.4	9.4	5.5	3.5	2.1

\* 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.

Date	HY Class							EL Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	850%	1250%	1800%	0%	100%	298%	500%	850%	1250%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2012	100	100	100	100	100	100	31	100	100	100	100	100	83	22
August 2013	100	100	100	100	100	34	0	100	100	100	100	83	24	0
August 2014	100	100	100	100	57	8	0	100	100	100	100	40	6	0
August 2015	100	100	100	100	27	2	0	100	100	100	82	19	1	0
August 2016	100	100	100	79	13	1	0	100	100	100	56	9	*	0
August 2017	100	100	100	54	6	*	0	100	100	100	38	4	*	0
August 2018	100	100	100	37	3	*	0	100	100	82	26	2	*	0
August 2019	100	100	92	25	1	*	0	100	100	65	18	1	*	0
August 2020	100	100	74	17	1	*	0	100	100	52	12	*	*	0
August 2021	100	100	59	12	*	*	0	100	100	41	8	*	*	0
August 2022	100	100	46	8	*	*	0	100	100	33	6	*	*	0
August 2023	100	100	37	5	*	*	0	100	100	26	4	*	*	0
August 2024	100	100	29	4	*	*	0	100	100	20	3	*	*	0
August 2025	100	100	23	2	*	*	0	100	100	16	2	*	*	0
August 2026	100	100	18	2	*	0	0	100	98	13	1	*	0	0
August 2027	100	100	14	1	*	0	0	100	87	10	1	*	0	0
August 2028	100	100	11	1	*	0	0	100	77	8	*	*	0	0
August 2029	100	95	8	*	*	0	0	100	67	6	*	*	0	0
August 2030	100	83	6	*	*	0	0	100	58	4	*	*	0	0
August 2031	100	71	5	*	*	0	0	100	50	3	*	*	0	0
August 2032	100	60	3	*	*	0	0	100	42	2	*	*	0	0
August 2033	100	50	2	*	*	0	0	100	35	2	*	*	0	0
August 2034	100	40	2	*	*	0	0	100	28	1	*	*	0	0
August 2035	100	31	1	*	*	0	0	100	22	1	*	*	0	0
August 2036	100	23	1	*	*	0	0	100	16	1	*	*	0	0
August 2037	100	15	*	*	0	0	0	81	11	*	*	0	0	0
August 2038	76	8	*	*	0	0	0	54	6	*	*	0	0	0
August 2039	35	2	*	*	0	0	0	24	1	*	*	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	23.3	12.8	8.0	4.6	3.0	1.8	28.1	21.5	11.4	7.1	4.1	2.7	1.7

Date	ZB Class							SN† Class							BF Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%	0%	100%	298%	500%	800%	1150%	1550%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	105	105	105	105	105	105	105	99	96	93	89	83	77	69	99	96	93	89	83	77	69
August 2012	109	109	109	109	109	109	109	97	90	77	65	48	30	10	97	90	77	65	48	30	10
August 2013	114	114	114	114	114	114	29	96	81	58	38	14	0	0	96	81	58	38	14	0	0
August 2014	120	120	120	120	120	51	2	94	73	42	18	0	0	0	94	73	42	18	0	0	0
August 2015	125	125	125	125	95	15	*	93	66	29	5	0	0	0	93	66	29	5	0	0	0
August 2016	131	131	131	131	48	5	*	91	58	19	0	0	0	0	91	58	19	0	0	0	0
August 2017	137	137	137	132	25	1	*	89	52	10	0	0	0	0	89	52	10	0	0	0	0
August 2018	143	143	143	90	12	*	*	87	45	3	0	0	0	0	87	45	3	0	0	0	0
August 2019	150	150	150	62	6	*	*	85	40	0	0	0	0	0	85	40	0	0	0	0	0
August 2020	157	157	157	42	3	*	0	82	34	0	0	0	0	0	82	34	0	0	0	0	0
August 2021	164	164	135	28	2	*	0	80	29	0	0	0	0	0	80	29	0	0	0	0	0
August 2022	171	171	107	19	1	*	0	77	24	0	0	0	0	0	77	24	0	0	0	0	0
August 2023	179	179	85	13	*	*	0	74	19	0	0	0	0	0	74	19	0	0	0	0	0
August 2024	188	188	67	9	*	*	0	71	15	0	0	0	0	0	71	15	0	0	0	0	0
August 2025	196	196	53	6	*	*	0	68	11	0	0	0	0	0	68	11	0	0	0	0	0
August 2026	205	205	41	4	*	*	0	64	8	0	0	0	0	0	64	8	0	0	0	0	0
August 2027	215	215	32	3	*	*	0	60	4	0	0	0	0	0	60	4	0	0	0	0	0
August 2028	224	224	25	2	*	*	0	56	1	0	0	0	0	0	56	1	0	0	0	0	0
August 2029	234	214	19	1	*	0	0	52	0	0	0	0	0	0	52	0	0	0	0	0	0
August 2030	234	187	15	1	*	0	0	47	0	0	0	0	0	0	47	0	0	0	0	0	0
August 2031	234	161	11	*	*	0	0	42	0	0	0	0	0	0	42	0	0	0	0	0	0
August 2032	234	138	8	*	*	0	0	36	0	0	0	0	0	0	36	0	0	0	0	0	0
August 2033	234	116	6	*	*	0	0	30	0	0	0	0	0	0	30	0	0	0	0	0	0
August 2034	234	95	4	*	*	0	0	24	0	0	0	0	0	0	24	0	0	0	0	0	0
August 2035	234	76	3	*	*	0	0	17	0	0	0	0	0	0	17	0	0	0	0	0	0
August 2036	234	59	2	*	*	0	0	10	0	0	0	0	0	0	10	0	0	0	0	0	0
August 2037	234	42	1	*	*	0	0	2	0	0	0	0	0	0	2	0	0	0	0	0	0
August 2038	177	27	1	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2039	92	12	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)**	28.7	23.5	14.4	9.5	6.1	4.2	2.9	17.8	8.0	3.8	2.7	2.0	1.6	1.3	17.8	8.0	3.8	2.7	2.0	1.6	1.3

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

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

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



## **Characteristics of the Residual Classes**

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 Elections and Special Tax Attributes**

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

### **Taxation of Beneficial Owners of Regular Certificates**

The Notional Classes and the Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with



OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, the AW Class will be treated as having been issued at a premium, and certain other 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	298% PSA
2	298% PSA
3	629% PSA
4	298% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

### **Taxation of Beneficial Owners of Residual Certificates**

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

### **Taxation of Beneficial Owners of RCR Certificates**

The RCR Classes will be created, sold and administered pursuant to an arrangement that will be classified as a grantor trust under subpart E, part I of subchapter J of the Code. The Regular Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The Classes of 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 Deutsche Bank Securities Inc. (the “Dealer”) in exchange for the Trust MBS and the Group 4 Underlying RCR Certificates. 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. Sonnenschein Nath & Rosenthal LLP will provide legal representation for the Dealer.

Group 4 Underlying RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(t)	Final Distribution Date	Principal Type(t)	Original Principal Balance of Class	August 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
2010-61	EL	May 2010	31398RSA4	4.5%	FIX	June 2040	SEQ	\$126,500,000	1.00000000	\$91,500,000	4.979%	11
2010-77	C	June 2010	31398R4U6	4.5	FIX	July 2040	SEQ	112,992,787	1.00000000	72,922,787	4.969	2

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

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

## Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1		BL	\$758,080,834	SEQ	4.00%	FIX	31398TS28	January 2038
AC	\$655,776,667							
AM	102,304,167							
Recombination 2		BF(5)	201,616,166	SEQ	(3)	FLT	31398TS51	January 2038
FJ	50,000,000							
AF	131,155,333							
FM	20,460,833							
TI	131,155,333(4)							
Recombination 3		CL	758,080,834	SEQ	4.00	FIX	31398TS36	January 2038
AC	655,776,667							
AM	102,304,167							
Recombination 4		VJ	41,971,000	SEQ	4.50	FIX	31398TS69	September 2029
CV	24,155,000							
VC	17,816,000							
Recombination 5		BY(6)	73,318,000	SEQ	4.50	FIX	31398TS77	September 2040
CV	24,155,000							
VC	17,816,000							
ZC	31,347,000							
Recombination 6		ZB(7)	126,399,000	SEQ/AD	4.50	FIX	31398TS85	September 2040
ZC	31,347,000							
ZA	95,052,000							
Recombination 7		SN(8)	201,616,166(4)	NTL	(3)	INV/IO	31398TS93	January 2038
SJ	50,000,000(4)							
SM	20,460,833(4)							
SF	131,155,333(4)							
Recombination 8		AG	38,551,052	SEQ/AD	2.25	FIX	31398TT27	June 2023
AV	36,623,500							
AW	1,927,552							

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 9		AH	\$ 36,623,500	SEQ/AD	2.50%	FIX	31398TT35	June 2023
AV	\$ 4,069,277							
AW								
Recombination 10		AJ	36,623,500	SEQ/AD	2.75	FIX	31398TT43	June 2023
AV	6,462,970							
AW								
Recombination 11		AK	36,623,500	SEQ/AD	3.00	FIX	31398TT50	June 2023
AV	9,155,875							
AW								
Recombination 12		AL	36,623,500	SEQ/AD	3.25	FIX	31398TT68	June 2023
AV	12,207,833							
AW								
Recombination 13		AN	36,623,500	SEQ/AD	3.50	FIX	31398TT76	June 2023
AV	15,695,785							
AW								
Recombination 14		AP	36,623,500	SEQ/AD	3.75	FIX	31398TT84	June 2023
AV	19,720,346							
AW								
Recombination 15		AQ	36,623,500	SEQ/AD	4.00	FIX	31398TT92	June 2023
AV	24,415,666							
AW								
Recombination 16		AT	36,623,500	SEQ/AD	4.25	FIX	31398TU25	June 2023
AV	29,964,681							
AW								
Recombination 17		AU	36,623,500	SEQ/AD	4.50	FIX	31398TU33	June 2023
AV	36,623,500							
AW								
Recombination 18		SB	131,155,333(4)	NTL	(3)	INV/IO	31398TS44	April 2036
SF	131,155,333(4)							
TI	131,155,333(4)							

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 19								
HV	\$ 19,175,000	HY(9)	\$116,401,787	SC/SEQ	4.50%	FIX	31398TU41	July 2040
HF	19,175,000							
HS	19,175,000(4)							
VH	28,286,000							
ZH	49,765,787							
Recombination 20								
MA	48,021,000	EL(9)	164,422,787	SC/PT	4.50	FIX	31398TU58	July 2040
HV	19,175,000							
HF	19,175,000							
HS	19,175,000(4)							
VH	28,286,000							
ZH	49,765,787							
Recombination 21								
HV	19,175,000	HJ	20,184,210	SC/SEQ/AD	2.25	FIX	31398TU66	July 2040
HF	1,009,210							
HS	1,009,210(4)							
Recombination 22								
HV	19,175,000	HK	21,305,555	SC/SEQ/AD	2.50	FIX	31398TU74	July 2040
HF	2,130,555							
HS	2,130,555(4)							
Recombination 23								
HV	19,175,000	HL	22,558,823	SC/SEQ/AD	2.75	FIX	31398TU82	July 2040
HF	3,383,823							
HS	3,383,823(4)							
Recombination 24								
HV	19,175,000	HM	23,968,750	SC/SEQ/AD	3.00	FIX	31398TU90	July 2040
HF	4,793,750							
HS	4,793,750(4)							
Recombination 25								
HV	19,175,000	HN	38,350,000	SC/SEQ/AD	4.50	FIX	31398TV24	July 2040
HF	19,175,000							
HS	19,175,000(4)							

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 26								
AM	\$102,304,167	BA	\$122,765,000	SEQ	4.50%	FIX	31398T6G1	January 2038
FM	20,460,833							
SM	20,460,833							

- (1) REMIC Certificates and RCR Certificates in any Recombination 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) For a description of these interest rates, see “Summary—Interest Rates” in this prospectus supplement.
- (4) Notional balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional balances are calculated.
- (5) The BF Class is an RCR Class formed from a combination of the AF, TI and FM Classes in Group 1 and the FJ Class in Group 2.
- (6) Principal payments on the REMIC Certificates in Recombination 5 from the ZC Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.
- (7) The ZB Class is an RCR Class formed from a combination of the ZA Class in Group 1 and the ZC Class in Group 2.
- (8) The SN Class is an RCR Class formed from a combination of the SF and SM Classes in Group 1 and the SJ Class in Group 2.
- (9) Principal payments on the REMIC Certificates in Recombinations 19 and 20 from the ZH Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.

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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**\$1,744,760,787**



**Guaranteed REMIC  
Pass-Through Certificates  
Fannie Mae REMIC Trust 2010-101**

**PROSPECTUS SUPPLEMENT**



**August 24, 2010**

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