

\$1,202,075,102



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-119**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
AG(2)	1	\$194,675,638	SEQ	3.50%	FIX	31398NYS7	April 2040
EF(2)	1	97,337,818	SEQ	(3)	FLT	31398NYT5	April 2040
ES(2)	1	97,337,818(4)	NTL	(3)	INV/IO	31398NYU2	April 2040
AY(2)	1	13,710,469	SEQ	4.50	FIX	31398NYV0	October 2040
BG(2)	2	135,324,362	SC/PT	3.50	FIX	31398NYW8	June 2036
BF(2)	2	54,129,745	SC/PT	(3)	FLT	31398NYX6	June 2036
BS(2)	2	54,129,745(4)	NTL	(3)	INV/IO	31398NYY4	June 2036
AC(2)	3	107,103,804	SC/PT	3.50	FIX	31398NYZ1	April 2036
CF(2)	3	42,841,521	SC/PT	(3)	FLT	31398NZA5	April 2036
CS(2)	3	42,841,521(4)	NTL	(3)	INV/IO	31398NZB3	April 2036
DG(2)	4	137,896,196	SEQ	3.50	FIX	31398NZC1	April 2040
FD(2)	4	68,948,098	SEQ	(3)	FLT	31398NZD9	April 2040
SD(2)	4	68,948,098(4)	NTL	(3)	INV/IO	31398NZE7	April 2040
DY(2)	4	9,428,741	SEQ	4.50	FIX	31398NZF4	October 2040
PA	5	40,000,000	PAC/AD	2.50	FIX	31398NZG2	September 2030
PB	5	7,141,647	PAC/AD	2.75	FIX	31398NZH0	September 2030
PF	5	58,034,353	PAC/AD	(3)	FLT	31398NZJ6	September 2030
PS	5	58,034,353(4)	NTL	(3)	INV/IO	31398NZK3	September 2030
PL	5	1,017,000	PAC/AD	5.00	FIX	31398NZL1	October 2030
ZX	5	13,956,240	SUP	5.00	FIX/Z	31398NZM9	October 2030
A	6	3,330,001	SC/SEQ	4.50	FIX	31398NZN7	July 2040
VA(2)	6	63,585,483	SC/SEQ	2.00	FIX	31398NZP2	July 2040
VF(2)	6	63,585,483	SC/SEQ	(3)	FLT	31398NZQ0	July 2040
VS(2)	6	63,585,483(4)	NTL	(3)	INV/IO	31398NZR8	July 2040
AP	7	4,400,000	SC/SEQ/AD	4.50	FIX	31398NZS6	July 2040
VJ(2)	7	85,627,000	SC/SEQ/AD	3.25	FIX	31398NZT4	July 2040
VI(2)	7	23,785,277(4)	NTL	4.50	FIX/IO	31398NZU1	July 2040
ZK	7	1,503	SC/SEQ	4.50	FIX/Z	31398NZV9	July 2040
R		0	NPR	0	NPR	31398NZW7	October 2040
RL		0	NPR	0	NPR	31398NZX5	October 2040

Carefully consider the risk factors on page S-8 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.

- (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.

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The AB, FA, SA, FK, SK, EY, BA, VB, VC, VD, VE, VG, VK, VL, VM and VN 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 September 30, 2010.



Deutsche Bank Securities

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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 2, Group 3, Group 6 or Group 7 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC or 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.

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 September 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	Class 2010-61-EA RCR Certificate Class 2010-77-A REMIC Certificate
3	Class 2010-77-A REMIC Certificate
4	Group 4 MBS
5	Group 5 MBS
6	Class 2010-76-VC RCR Certificate Class 2010-78-VA REMIC Certificate Class 2010-84-CV REMIC Certificate Class 2010-84-DV REMIC Certificate Class 2010-101-HN RCR Certificate
7	Class 2010-76-CV RCR Certificate Class 2010-84-VC REMIC Certificate Class 2010-84-VD REMIC Certificate Class 2010-101-VH REMIC Certificate

Group 1, Group 4 and Group 5

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$305,723,925	4.50%	4.75% to 7.00%	241 to 360
Group 4 MBS	\$216,273,035	4.50%	4.75% to 7.00%	241 to 360
Group 5 MBS	\$120,149,240	5.00%	5.25% to 7.50%	181 to 240

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	\$305,723,925	360	358	2	5.00%
Group 4 MBS	\$216,273,035	360	358	2	5.00%
Group 5 MBS	\$120,149,240	240	232	8	5.36%

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 2, Group 3, Group 6 and Group 7

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

Settlement Date

We expect to issue the certificates on September 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>
EF	0.76%	6.5%	0.5%	LIBOR + 50 basis points
ES	5.74%	6.0%	0.0%	6% – LIBOR
BF	0.66%	7.0%	0.4%	LIBOR + 40 basis points
BS	6.34%	6.6%	0.0%	6.6% – LIBOR
CF	0.66%	7.0%	0.4%	LIBOR + 40 basis points
CS	6.34%	6.6%	0.0%	6.6% – LIBOR

<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>
FD	0.76%	6.5%	0.5%	LIBOR + 50 basis points
SD	5.74%	6.0%	0.0%	6% – LIBOR
PF	0.56%	7.0%	0.3%	LIBOR + 30 basis points
PS	6.44%	6.7%	0.0%	6.7% – LIBOR
VF	0.66%	7.0%	0.4%	LIBOR + 40 basis points
VS	6.34%	6.6%	0.0%	6.6% – LIBOR
FA	0.66%	7.0%	0.4%	LIBOR + 40 basis points
SA	6.34%	6.6%	0.0%	6.6% – LIBOR
FK	0.76%	6.5%	0.5%	LIBOR + 50 basis points
SK	5.74%	6.0%	0.0%	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:

<u>Class</u>	
ES	100% of the EF Class
BS	100% of the BF Class
CS	100% of the CF Class
SD	100% of the FD Class
PS	100% of the PF Class
VS	100% of the VF Class
VI	27.7777768694% of the VJ Class
SA	100% of the <i>sum</i> of the BF and CF Classes
SK	100% of the <i>sum</i> of the EF and FD 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)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
AG, EF and ES	19.5	10.1	5.6	3.9	2.7	2.1	1.7	1.5
AY	29.7	28.0	21.0	14.8	9.1	6.4	4.5	3.3
<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
BG, BF and BS	16.3	6.4	3.3	2.3	1.6	1.3	1.0	0.9
<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
AC, CF and CS	16.3	6.6	3.5	2.6	1.8	1.5	1.2	1.1
<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
DG, FD and SD	19.5	10.2	5.6	4.0	2.7	2.1	1.7	1.5
DY	29.7	28.0	21.1	14.8	9.2	6.4	4.5	3.3

PSA Prepayment Assumption										
<u>Group 5 Classes</u>	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>	<u>650%</u>	<u>950%</u>	<u>1300%</u>	<u>1650%</u>
PA, PB, PF and PS. . .	10.0	6.1	5.5	5.5	5.5	4.0	2.7	1.9	1.4	1.1
PL	18.5	18.5	18.5	18.5	18.5	16.1	11.2	7.3	4.6	2.6
ZX	18.5	15.1	13.5	8.4	2.1	0.9	0.5	0.3	0.3	0.2
PSA Prepayment Assumption										
<u>Group 6 Classes</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
A	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	
VA, VF, VS, VB, VC, VD, VE and VG	7.0	7.0	6.1	4.8	3.4	2.7	2.1	1.8		
PSA Prepayment Assumption										
<u>Group 7 Classes</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>399%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
AP	12.8	12.8	8.0	5.6	3.7	2.7	2.1	1.7		
VJ, VI, VK, VL, VM and VN.	16.0	15.0	9.5	6.7	4.5	3.4	2.6	2.2		
ZK	18.9	18.6	11.6	8.2	5.3	3.8	2.8	2.3		
PSA Prepayment Assumption										
<u>Group 1/Group 2 Class**</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
AB	18.2	8.6	4.7	3.3	2.3	1.8	1.4	1.2		
PSA Prepayment Assumption										
<u>Group 2/Group 3 Classes**</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
FA and SA	16.3	6.5	3.4	2.4	1.7	1.4	1.1	1.0		
PSA Prepayment Assumption										
<u>Group 1/Group 4 Classes**</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
FK and SK	19.5	10.1	5.6	4.0	2.7	2.1	1.7	1.5		
EY	29.7	28.0	21.0	14.8	9.1	6.4	4.5	3.3		
PSA Prepayment Assumption										
<u>Group 3/Group 4 Class**</u>	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>		
BA	18.1	8.6	4.7	3.3	2.3	1.8	1.5	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 for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

Payments on the Group 2 Classes, Group 3 Classes, Group 6 Classes and Group 7 Classes also will be affected by the applicable payment priorities governing the related underlying REMIC and RCR certificates. If you invest in any Group 2, Group 3, Group 6 or Group 7 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying REMIC and RCR certificates.

In particular, as described in the related Underlying REMIC Disclosure Documents, the Group 6 Underlying REMIC and RCR Certificates and the Group 7 Underlying REMIC and RCR Certificates 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 Group 6 Underlying REMIC and RCR Certificates and the Group 7 Underlying REMIC and RCR Certificates, possibly for long periods.

You may obtain additional information about the underlying REMIC and 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 4 MBS and the underlying REMIC and 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, Group 3, Group 4, Group 6 and Group 7 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 September 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 4 MBS” and “Group 5 MBS,” and together, the “Trust MBS”), and
- four groups of previously issued REMIC and RCR certificates (the “Group 2 Underlying REMIC and RCR Certificates,” “Group 3 Underlying REMIC Certificate,” “Group 6 Underlying REMIC and RCR Certificates,” and “Group 7 Underlying REMIC and RCR Certificates,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A.

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

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

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

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

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

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

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

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association 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 in the case of the Group 1 MBS and Group 4 MBS, and up to 20 years in the case of the Group 5 MBS.

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

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

The Underlying REMIC Certificates

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of these 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 Underlying REMIC 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 Underlying REMIC Certificates, see the Final Data Statement for the related trusts 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 Underlying REMIC Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Underlying REMIC Certificates are described in the applicable Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Underlying REMIC Certificates. Exhibit A is being provided in lieu of a Final Data Statement with respect to the Underlying REMIC Certificates.

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

Distributions of Interest

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

Distributions of Principal

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

- *Group 1*

The Group 1 Principal Distribution Amount in the following priority:

1. To AG and EF, pro rata, until retired.
2. To AY until retired.

} Sequential
Pay Classes

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

- *Group 2*

The Group 2 Principal Distribution Amount to BG and BF, pro rata, until retired.

} Structured
Collateral/
Pass-Through
Classes

The “Group 2 Principal Distribution Amount” is the principal then paid on the Group 2 Underlying REMIC and RCR Certificates.

- *Group 3*

The Group 3 Principal Distribution Amount to AC and CF, pro rata, until retired.

} Structured
Collateral/
Pass-Through
Classes

The “Group 3 Principal Distribution Amount” is the principal then paid on the Group 3 Underlying REMIC Certificate.

- *Group 4*

The Group 4 Principal Distribution Amount in the following priority:

1. To DG and FD, pro rata, until retired.
2. To DY until retired.

} Sequential
Pay Classes

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

- *Group 5*

The ZX Accrual Amount to the Aggregate Group to its Planned Balance, and thereafter to ZX.

} Accretion
Directed/PAC
Group and
Accrual Class

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

1. To the Aggregate Group to its Planned Balance.
2. To ZX until retired.
3. To the Aggregate Group to zero.

} PAC Group

} Support
Class

} PAC Group

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

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

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

- first*, to PA, PB and PF, pro rata, until retired; and
- second*, to PL until retired.

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

- *Group 6*

The Group 6 Principal Distribution Amount in the following priority:

1. To A until retired.
2. To VA and VF, pro rata, until retired.

} Structured
Collateral/
Sequential
Pay Classes

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 Underlying REMIC and RCR Certificates.

- *Group 7*

The ZK Accrual Amount to AP and VJ, in that order, until retired, and thereafter to ZK.

} Accretion
Directed
Classes and
Accrual Class

The Group 7 Cash Flow Distribution Amount to AP, VJ and ZK, in that order, until retired.

} Structured
Collateral/
Sequential
Pay Classes

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

The “Group 7 Cash Flow Distribution Amount” is the principal then paid on the Group 7 Underlying REMIC and 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 Underlying REMIC Certificates, the applicable priority sequences affecting principal payments on the Underlying REMIC Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 4 and Group 5—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is September 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 is set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedule was prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within

the “Structuring Range” specified in the chart below. The “Effective Range” for the Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce the Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Group. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Group</u>	<u>Structuring Range</u>	<u>Initial Effective Range</u>
Aggregate Group Planned Balances	Between 150% and 250% PSA	Between 150% and 250% PSA

The Aggregate Group consists of the PA, PB, PF and PL Classes.

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 rate falls at the lower or higher end of the range.
- The actual Effective Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of the Aggregate Group will be supported by one other Class. When the 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.

Yield Tables

General. The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA and, where specified, to changes in the Index. **The tables below are provided for illustrative purposes only and are not intended as a forecast or prediction of the actual yields on the applicable Classes.** We calculated the yields set forth in the tables by

- determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Classes, would cause the discounted present values of the assumed streams of cash flows to equal the assumed aggregate purchase prices of those Classes, and
- converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations in the interest rates at which you could reinvest distributions on the Certificates. Accordingly, these calculations do not illustrate the return on any investment in the Certificates when reinvestment rates are taken into account.

We cannot assure you that

- the pre-tax yields on the applicable Certificates will correspond to any of the pre-tax yields shown here, or
- the aggregate purchase prices of the applicable Certificates will be as assumed.

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is unlikely that

- the Mortgage Loans will prepay at a constant PSA rate until maturity,
- all of the Mortgage Loans will prepay at the same rate, or
- the level of the Index will remain constant.

The Inverse Floating Rate Classes. **The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the 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>
ES	10.078125%
BS	10.125000%
CS	10.000000%
SD	10.062500%
PS	12.781250%
VS	14.000000%
SA	10.375000%
SK	12.000000%

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

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

**Sensitivity of the ES 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>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
0.13%	61.1%	58.7%	51.3%	43.8%	30.1%	16.2%	(0.4)%	(16.4)%
0.26%	59.6%	57.1%	49.7%	42.2%	28.4%	14.3%	(2.3)%	(18.3)%
2.26%	35.9%	33.3%	25.1%	16.5%	0.7%	(15.2)%	(33.3)%	(50.1)%
4.26%	12.9%	9.9%	0.0%	(10.9)%	(30.8)%	(49.7)%	(70.2)%	(87.9)%
6.00%	*	*	*	*	*	*	*	*

**Sensitivity of the BS 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>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
0.13%	65.7%	61.4%	46.9%	31.0%	3.1%	(21.9)%	(47.6)%	(70.2)%
0.26%	64.1%	59.8%	45.2%	29.2%	1.2%	(23.7)%	(49.4)%	(71.9)%
2.26%	40.2%	35.5%	19.0%	1.2%	(28.3)%	(53.1)%	(77.3)%	(97.7)%
4.26%	16.6%	11.0%	(9.5)%	(30.3)%	(62.1)%	(86.5)%	*	*
6.60%	*	*	*	*	*	*	*	*

**Sensitivity of the CS 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>250%</u>	<u>396%</u>	<u>650%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>
0.13%	67.3%	63.6%	51.3%	38.2%	15.7%	(4.4)%	(25.6)%	(44.9)%
0.26%	65.7%	62.0%	49.6%	36.4%	13.7%	(6.3)%	(27.5)%	(46.8)%
2.26%	41.3%	37.1%	22.7%	7.5%	(17.2)%	(37.8)%	(58.6)%	(76.8)%
4.26%	17.3%	12.0%	(6.5)%	(24.9)%	(52.5)%	(73.7)%	(93.7)%	*
6.60%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	396%	650%	900%	1200%	1500%
0.13%	61.3%	58.8%	51.5%	44.0%	30.3%	16.4%	(0.1)%	(16.1)%
0.26%	59.7%	57.3%	49.8%	42.3%	28.6%	14.6%	(2.1)%	(18.1)%
2.26%	36.0%	33.4%	25.2%	16.7%	0.9%	(14.9)%	(33.1)%	(49.8)%
4.26%	12.9%	10.0%	0.1%	(10.8)%	(30.5)%	(49.4)%	(69.9)%	(87.7)%
6.00%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption									
	50%	100%	150%	200%	250%	400%	650%	950%	1300%	1650%
0.13%	47.6%	44.0%	40.9%	40.9%	40.9%	34.3%	19.5%	(0.9)%	(27.4)%	(57.4)%
0.26%	46.3%	42.8%	39.6%	39.6%	39.6%	33.0%	18.2%	(2.3)%	(28.9)%	(58.9)%
2.26%	27.6%	23.9%	20.9%	20.9%	20.9%	13.2%	(3.0)%	(24.9)%	(52.8)%	(83.5)%
4.26%	8.0%	4.1%	1.6%	1.6%	1.6%	(7.5)%	(25.6)%	(49.9)%	(79.8)%	*
6.70%	*	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	396%	650%	900%	1200%	1500%
0.13%	42.4%	42.4%	41.7%	38.5%	28.3%	15.2%	(1.0)%	(17.1)%
0.26%	41.3%	41.3%	40.5%	37.2%	26.8%	13.7%	(2.7)%	(18.8)%
2.26%	23.5%	23.5%	21.9%	16.8%	3.3%	(12.2)%	(30.2)%	(47.0)%
4.26%	4.2%	4.2%	1.0%	(7.1)%	(25.2)%	(43.7)%	(63.5)%	(80.8)%
6.60%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	396%	650%	900%	1200%	1500%
0.13%	64.0%	59.9%	46.3%	31.5%	5.9%	(16.6)%	(40.1)%	(61.0)%
0.26%	62.4%	58.4%	44.6%	29.7%	4.1%	(18.5)%	(41.9)%	(62.7)%
2.26%	39.1%	34.6%	18.8%	2.1%	(25.3)%	(48.0)%	(70.5)%	(89.7)%
4.26%	16.0%	10.5%	(9.3)%	(29.1)%	(59.0)%	(81.8)%	*	*
6.60%	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	396%	650%	900%	1200%	1500%
0.13%	49.5%	47.0%	39.3%	31.4%	16.9%	2.2%	(15.0)%	(31.3)%
0.26%	48.2%	45.7%	38.0%	30.0%	15.4%	0.7%	(16.7)%	(33.0)%
2.26%	28.8%	26.1%	17.5%	8.4%	(8.3)%	(24.9)%	(43.7)%	(60.7)%
4.26%	9.4%	6.4%	(4.0)%	(15.4)%	(36.1)%	(55.7)%	(76.7)%	(94.6)%
6.00%	*	*	*	*	*	*	*	*

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

<u>Class</u>	<u>% PSA</u>
VI	820%

If the actual prepayment rate of the related Mortgage Loans were to exceed the level specified for as little as one month while equaling that level for the remaining months, the investors in the applicable Class would lose money on their initial investments.

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

<u>Class</u>	<u>Price*</u>
VI	16.09375%

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

Sensitivity of the VI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	250%	399%	650%	900%	1200%	1500%
Pre-Tax Yields to Maturity . . .	28.6%	28.5%	26.0%	21.2%	9.5%	(4.7)%	(22.7)%	(39.1)%

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Group 1, Group 4, Group 5, Group 6 and Group 7 Classes, and

- in the case of the Group 2, Group 3, Group 6 and Group 7 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC Certificates.

See “—Distributions of Principal” above and “Description of the Certificates—Distributions of Principal” in the applicable Underlying REMIC Disclosure 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 Underlying REMIC and RCR Certificates	360 months	(1)	7.00%
Group 3 Underlying REMIC Certificate	360 months	357 months	7.00%
Group 4 MBS	360 months	360 months	7.00%
Group 5 MBS	240 months	240 months	7.50%
Group 6 Underlying REMIC and RCR Certificates	360 months	(2)	7.00%
Group 7 Underlying REMIC and RCR Certificates	360 months	(3)	7.00%

(1) The Mortgage Loans backing the Group 2 Underlying REMIC and 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-EA	356 months
2010-77-A	357 months

(2) The Mortgage Loans backing the Group 6 Underlying REMIC and RCR Certificates specified below are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2010-76-VC	357 months
2010-78-VA	357 months
2010-84-CV	358 months
2010-84-DV	358 months
2010-101-HN	*

* The Mortgage Loans backing the specified RCR certificates underlying the Class 2010-101-HN RCR Certificate are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2010-61-EL	356 months
2010-77-C	357 months

- (3) The Mortgage Loans backing the Group 7 Underlying REMIC and RCR Certificates specified below are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2010-76-CV	357 months
2010-84-VC	358 months
2010-84-VD	358 months
2010-101-VH	*

* The Mortgage Loans backing the specified RCR certificates underlying the Class 2010-101-VH REMIC Certificate are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2010-61-EL	356 months
2010-77-C	357 months

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates or remaining terms to maturity assumed, or that the Mortgage Loans will prepay at any *constant* PSA level.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA rates, even if the weighted average remaining term to maturity and the weighted average loan age of the Mortgage Loans are identical to the weighted averages specified in the Pricing Assumptions. This is the case because pools of loans with identical weighted averages are nonetheless likely to reflect differing dispersions of the related characteristics.

Percent of Original Principal Balances Outstanding

Date	AG, EF and ES† Classes								AY Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	99	97	94	91	87	82	77	71	100	100	100	100	100	100	100	100
September 2012	98	91	82	75	61	49	36	23	100	100	100	100	100	100	100	100
September 2013	97	84	68	55	35	20	7	0	100	100	100	100	100	100	100	65
September 2014	95	77	56	40	19	7	0	0	100	100	100	100	100	100	67	6
September 2015	94	71	46	29	10	*	0	0	100	100	100	100	100	100	19	1
September 2016	92	65	38	20	4	0	0	0	100	100	100	100	100	48	5	*
September 2017	91	59	30	14	*	0	0	0	100	100	100	100	100	22	1	*
September 2018	89	54	24	9	0	0	0	0	100	100	100	100	65	10	*	*
September 2019	87	49	19	6	0	0	0	0	100	100	100	100	38	4	*	*
September 2020	85	44	15	3	0	0	0	0	100	100	100	100	23	2	*	*
September 2021	83	40	12	1	0	0	0	0	100	100	100	100	13	1	*	0
September 2022	81	36	9	0	0	0	0	0	100	100	100	88	8	*	*	0
September 2023	78	32	6	0	0	0	0	0	100	100	100	65	5	*	*	0
September 2024	76	28	4	0	0	0	0	0	100	100	100	48	3	*	*	0
September 2025	73	25	3	0	0	0	0	0	100	100	100	35	2	*	*	0
September 2026	70	22	1	0	0	0	0	0	100	100	100	25	1	*	*	0
September 2027	67	19	*	0	0	0	0	0	100	100	100	18	1	*	*	0
September 2028	63	16	0	0	0	0	0	0	100	100	82	13	*	*	0	0
September 2029	59	14	0	0	0	0	0	0	100	100	65	9	*	*	0	0
September 2030	55	12	0	0	0	0	0	0	100	100	52	7	*	*	0	0
September 2031	51	9	0	0	0	0	0	0	100	100	40	5	*	*	0	0
September 2032	46	7	0	0	0	0	0	0	100	100	31	3	*	*	0	0
September 2033	41	5	0	0	0	0	0	0	100	100	24	2	*	*	0	0
September 2034	36	4	0	0	0	0	0	0	100	100	18	1	*	*	0	0
September 2035	30	2	0	0	0	0	0	0	100	100	13	1	*	*	0	0
September 2036	24	*	0	0	0	0	0	0	100	100	9	1	*	*	0	0
September 2037	18	0	0	0	0	0	0	0	100	76	6	*	*	0	0	0
September 2038	11	0	0	0	0	0	0	0	100	48	3	*	*	0	0	0
September 2039	3	0	0	0	0	0	0	0	100	21	1	*	*	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.5	10.1	5.6	3.9	2.7	2.1	1.7	1.5	29.7	28.0	21.0	14.8	9.1	6.4	4.5	3.3

* 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	BG, BF and BS† Classes								AC, CF and CS† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	99	94	88	82	72	62	50	38	99	95	91	87	80	73	64	55
September 2012	97	85	70	56	34	14	3	0	97	87	74	63	43	26	6	0
September 2013	95	75	51	31	4	0	0	0	95	77	55	36	9	0	0	0
September 2014	93	66	36	13	0	0	0	0	93	68	39	16	0	0	0	0
September 2015	91	57	23	1	0	0	0	0	91	59	25	1	0	0	0	0
September 2016	89	49	12	0	0	0	0	0	89	51	14	0	0	0	0	0
September 2017	87	42	2	0	0	0	0	0	87	43	4	0	0	0	0	0
September 2018	85	35	0	0	0	0	0	0	85	36	0	0	0	0	0	0
September 2019	82	28	0	0	0	0	0	0	82	29	0	0	0	0	0	0
September 2020	79	22	0	0	0	0	0	0	79	23	0	0	0	0	0	0
September 2021	76	16	0	0	0	0	0	0	76	17	0	0	0	0	0	0
September 2022	73	11	0	0	0	0	0	0	73	11	0	0	0	0	0	0
September 2023	70	6	0	0	0	0	0	0	70	6	0	0	0	0	0	0
September 2024	66	1	0	0	0	0	0	0	66	1	0	0	0	0	0	0
September 2025	62	0	0	0	0	0	0	0	62	0	0	0	0	0	0	0
September 2026	58	0	0	0	0	0	0	0	58	0	0	0	0	0	0	0
September 2027	53	0	0	0	0	0	0	0	53	0	0	0	0	0	0	0
September 2028	48	0	0	0	0	0	0	0	48	0	0	0	0	0	0	0
September 2029	43	0	0	0	0	0	0	0	43	0	0	0	0	0	0	0
September 2030	38	0	0	0	0	0	0	0	38	0	0	0	0	0	0	0
September 2031	32	0	0	0	0	0	0	0	32	0	0	0	0	0	0	0
September 2032	25	0	0	0	0	0	0	0	25	0	0	0	0	0	0	0
September 2033	18	0	0	0	0	0	0	0	18	0	0	0	0	0	0	0
September 2034	11	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0
September 2035	3	0	0	0	0	0	0	0	3	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.3	6.4	3.3	2.3	1.6	1.3	1.0	0.9	16.3	6.6	3.5	2.6	1.8	1.5	1.2	1.1

Date	DG, FD and SD† Classes								DY Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	99	97	94	91	87	82	77	71	100	100	100	100	100	100	100	100
September 2012	98	91	83	75	61	49	36	23	100	100	100	100	100	100	100	100
September 2013	97	84	68	55	35	20	7	0	100	100	100	100	100	100	100	67
September 2014	95	77	56	40	19	7	0	0	100	100	100	100	100	100	69	7
September 2015	94	71	46	29	10	*	0	0	100	100	100	100	100	100	19	1
September 2016	92	65	38	20	4	0	0	0	100	100	100	100	100	50	5	*
September 2017	91	59	31	14	1	0	0	0	100	100	100	100	100	22	1	*
September 2018	89	54	25	9	0	0	0	0	100	100	100	100	67	10	*	*
September 2019	87	49	20	6	0	0	0	0	100	100	100	100	40	5	*	*
September 2020	85	44	15	3	0	0	0	0	100	100	100	100	23	2	*	*
September 2021	83	40	12	1	0	0	0	0	100	100	100	100	14	1	*	0
September 2022	81	36	9	0	0	0	0	0	100	100	100	91	8	*	*	0
September 2023	78	32	7	0	0	0	0	0	100	100	100	67	5	*	*	0
September 2024	76	29	4	0	0	0	0	0	100	100	100	49	3	*	*	0
September 2025	73	25	3	0	0	0	0	0	100	100	100	36	2	*	*	0
September 2026	70	22	1	0	0	0	0	0	100	100	100	26	1	*	*	0
September 2027	67	19	*	0	0	0	0	0	100	100	100	19	1	*	*	0
September 2028	63	17	0	0	0	0	0	0	100	100	85	14	*	*	0	0
September 2029	59	14	0	0	0	0	0	0	100	100	67	10	*	*	0	0
September 2030	55	12	0	0	0	0	0	0	100	100	53	7	*	*	0	0
September 2031	51	9	0	0	0	0	0	0	100	100	41	5	*	*	0	0
September 2032	46	7	0	0	0	0	0	0	100	100	32	3	*	*	0	0
September 2033	42	5	0	0	0	0	0	0	100	100	24	2	*	*	0	0
September 2034	36	4	0	0	0	0	0	0	100	100	18	2	*	*	0	0
September 2035	31	2	0	0	0	0	0	0	100	100	13	1	*	*	0	0
September 2036	24	*	0	0	0	0	0	0	100	100	9	1	*	*	0	0
September 2037	18	0	0	0	0	0	0	0	100	78	6	*	*	0	0	0
September 2038	11	0	0	0	0	0	0	0	100	49	3	*	*	0	0	0
September 2039	3	0	0	0	0	0	0	0	100	21	1	*	*	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.5	10.2	5.6	4.0	2.7	2.1	1.7	1.5	29.7	28.0	21.1	14.8	9.2	6.4	4.5	3.3

* 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	PA, PB, PF and PS† Classes										PL Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	150%	200%	250%	400%	650%	950%	1300%	1650%	0%	100%	150%	200%	250%	400%	650%	950%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	97	93	91	91	91	91	89	79	67	55	100	100	100	100	100	100	100	100	100	100
September 2012	93	83	79	79	79	74	56	38	19	3	100	100	100	100	100	100	100	100	100	100
September 2013	90	73	67	67	67	54	33	15	3	0	100	100	100	100	100	100	100	100	100	4
September 2014	86	63	56	56	56	39	19	6	0	0	100	100	100	100	100	100	100	100	94	*
September 2015	81	55	46	46	46	28	11	2	0	0	100	100	100	100	100	100	100	100	20	*
September 2016	77	46	37	37	37	20	6	*	0	0	100	100	100	100	100	100	100	100	4	*
September 2017	72	38	30	30	30	14	3	0	0	0	100	100	100	100	100	100	100	47	1	0
September 2018	66	30	24	24	24	10	1	0	0	0	100	100	100	100	100	100	100	19	*	0
September 2019	61	23	18	18	18	7	*	0	0	0	100	100	100	100	100	100	100	8	*	0
September 2020	55	16	14	14	14	4	0	0	0	0	100	100	100	100	100	100	74	3	*	0
September 2021	48	11	11	11	11	3	0	0	0	0	100	100	100	100	100	100	41	1	*	0
September 2022	41	8	8	8	8	2	0	0	0	0	100	100	100	100	100	100	23	*	*	0
September 2023	34	6	6	6	6	1	0	0	0	0	100	100	100	100	100	100	12	*	*	0
September 2024	26	4	4	4	4	*	0	0	0	0	100	100	100	100	100	100	6	*	*	0
September 2025	17	3	3	3	3	0	0	0	0	0	100	100	100	100	100	75	3	*	*	0
September 2026	8	1	1	1	1	0	0	0	0	0	100	100	100	100	100	45	2	*	0	0
September 2027	*	*	*	*	*	0	0	0	0	0	100	100	100	100	100	24	1	*	0	0
September 2028	0	0	0	0	0	0	0	0	0	0	75	75	75	75	75	11	*	*	0	0
September 2029	0	0	0	0	0	0	0	0	0	0	16	16	16	16	16	2	*	*	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.0	6.1	5.5	5.5	5.5	4.0	2.7	1.9	1.4	1.1	18.5	18.5	18.5	18.5	18.5	16.1	11.2	7.3	4.6	2.6

Date	ZX Class									
	PSA Prepayment Assumption									
	0%	100%	150%	200%	250%	400%	650%	950%	1300%	1650%
Initial Percent	100	100	100	100	100	100	100	100	100	100
September 2011	105	105	104	92	80	44	0	0	0	0
September 2012	110	110	109	78	48	0	0	0	0	0
September 2013	116	116	114	67	23	0	0	0	0	0
September 2014	122	122	119	62	9	0	0	0	0	0
September 2015	128	128	123	59	2	0	0	0	0	0
September 2016	135	135	125	58	*	0	0	0	0	0
September 2017	142	142	124	56	*	0	0	0	0	0
September 2018	149	149	119	53	*	0	0	0	0	0
September 2019	157	157	112	49	*	0	0	0	0	0
September 2020	165	165	102	44	*	0	0	0	0	0
September 2021	173	164	92	39	*	0	0	0	0	0
September 2022	182	146	80	33	0	0	0	0	0	0
September 2023	191	127	68	28	0	0	0	0	0	0
September 2024	201	107	56	22	0	0	0	0	0	0
September 2025	211	87	45	17	0	0	0	0	0	0
September 2026	222	66	33	13	0	0	0	0	0	0
September 2027	212	46	23	8	0	0	0	0	0	0
September 2028	149	26	12	5	0	0	0	0	0	0
September 2029	79	6	3	1	0	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.5	15.1	13.5	8.4	2.1	0.9	0.5	0.3	0.3	0.2

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

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

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

Date	A Class								VA, VF, VS†, VB, VC, VD, VE and VG Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	0	0	0	0	0	0	0	0	96	96	96	96	96	96	96	96
September 2012	0	0	0	0	0	0	0	0	90	90	90	90	90	88	76	17
September 2013	0	0	0	0	0	0	0	0	83	83	83	83	77	22	0	0
September 2014	0	0	0	0	0	0	0	0	76	76	76	76	22	0	0	0
September 2015	0	0	0	0	0	0	0	0	68	68	68	61	0	0	0	0
September 2016	0	0	0	0	0	0	0	0	60	60	60	18	0	0	0	0
September 2017	0	0	0	0	0	0	0	0	52	52	48	4	0	0	0	0
September 2018	0	0	0	0	0	0	0	0	43	43	17	0	0	0	0	0
September 2019	0	0	0	0	0	0	0	0	34	34	10	0	0	0	0	0
September 2020	0	0	0	0	0	0	0	0	25	25	6	0	0	0	0	0
September 2021	0	0	0	0	0	0	0	0	15	15	0	0	0	0	0	0
September 2022	0	0	0	0	0	0	0	0	6	6	0	0	0	0	0	0
September 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	7.0	7.0	6.1	4.8	3.4	2.7	2.1	1.8

Date	AP Class								VJ, VI†, VK, VL, VM and VN Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	399%	650%	900%	1200%	1500%	0%	100%	250%	399%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2012	100	100	100	100	100	100	66	0	100	100	100	100	100	100	100	94
September 2013	100	100	100	100	100	0	0	0	100	100	100	100	100	96	0	0
September 2014	100	100	100	100	0	0	0	0	100	100	100	100	88	0	0	0
September 2015	100	100	100	100	0	0	0	0	100	100	100	100	11	0	0	0
September 2016	100	100	100	0	0	0	0	0	100	100	100	83	0	0	0	0
September 2017	100	100	100	0	0	0	0	0	100	100	100	33	0	0	0	0
September 2018	100	100	63	0	0	0	0	0	100	100	100	4	0	0	0	0
September 2019	100	100	0	0	0	0	0	0	100	100	56	0	0	0	0	0
September 2020	100	100	0	0	0	0	0	0	100	100	33	0	0	0	0	0
September 2021	100	100	0	0	0	0	0	0	100	100	14	0	0	0	0	0
September 2022	100	100	0	0	0	0	0	0	100	100	0	0	0	0	0	0
September 2023	0	0	0	0	0	0	0	0	99	99	0	0	0	0	0	0
September 2024	0	0	0	0	0	0	0	0	83	82	0	0	0	0	0	0
September 2025	0	0	0	0	0	0	0	0	67	37	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	51	16	0	0	0	0	0	0
September 2027	0	0	0	0	0	0	0	0	33	11	0	0	0	0	0	0
September 2028	0	0	0	0	0	0	0	0	15	5	0	0	0	0	0	0
September 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.8	12.8	8.0	5.6	3.7	2.7	2.1	1.7	16.0	15.0	9.5	6.7	4.5	3.4	2.6	2.2

** 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	ZK Class								AB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	399%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	105	105	105	105	105	105	105	105	99	96	92	88	81	74	66	58
September 2012	109	109	109	109	109	109	109	109	97	88	77	67	50	35	22	14
September 2013	114	114	114	114	114	114	0	0	96	80	61	45	23	12	4	0
September 2014	120	120	120	120	120	0	0	0	94	72	48	29	11	4	0	0
September 2015	125	125	125	125	125	0	0	0	93	65	36	17	6	*	0	0
September 2016	131	131	131	131	0	0	0	0	91	58	27	12	2	0	0	0
September 2017	137	137	137	137	0	0	0	0	89	52	19	8	*	0	0	0
September 2018	143	143	143	143	0	0	0	0	87	46	14	5	0	0	0	0
September 2019	150	150	150	0	0	0	0	0	85	40	11	3	0	0	0	0
September 2020	157	157	157	0	0	0	0	0	83	35	9	2	0	0	0	0
September 2021	164	164	164	0	0	0	0	0	80	30	7	1	0	0	0	0
September 2022	171	171	0	0	0	0	0	0	78	25	5	0	0	0	0	0
September 2023	179	179	0	0	0	0	0	0	75	21	4	0	0	0	0	0
September 2024	188	188	0	0	0	0	0	0	72	17	3	0	0	0	0	0
September 2025	196	196	0	0	0	0	0	0	68	15	2	0	0	0	0	0
September 2026	205	205	0	0	0	0	0	0	65	13	1	0	0	0	0	0
September 2027	215	215	0	0	0	0	0	0	61	11	*	0	0	0	0	0
September 2028	224	224	0	0	0	0	0	0	57	10	0	0	0	0	0	0
September 2029	0	0	0	0	0	0	0	0	53	8	0	0	0	0	0	0
September 2030	0	0	0	0	0	0	0	0	48	7	0	0	0	0	0	0
September 2031	0	0	0	0	0	0	0	0	43	6	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	38	4	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	32	3	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	26	2	0	0	0	0	0	0
September 2035	0	0	0	0	0	0	0	0	19	1	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	14	*	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	6	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	2	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.9	18.6	11.6	8.2	5.3	3.8	2.8	2.3	18.2	8.6	4.7	3.3	2.3	1.8	1.4	1.2

Date	FA and SA† Classes								FK and SK† Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	99	94	89	84	76	67	56	46	99	97	94	91	87	82	77	71
September 2012	97	86	72	59	38	19	5	0	98	91	83	75	61	49	36	23
September 2013	95	76	53	33	6	0	0	0	97	84	68	55	35	20	7	0
September 2014	93	67	37	14	0	0	0	0	95	77	56	40	19	7	0	0
September 2015	91	58	24	1	0	0	0	0	94	71	46	29	10	*	0	0
September 2016	89	50	12	0	0	0	0	0	92	65	38	20	4	0	0	0
September 2017	87	42	3	0	0	0	0	0	91	59	30	14	*	0	0	0
September 2018	85	35	0	0	0	0	0	0	89	54	25	9	0	0	0	0
September 2019	82	29	0	0	0	0	0	0	87	49	19	6	0	0	0	0
September 2020	79	22	0	0	0	0	0	0	85	44	15	3	0	0	0	0
September 2021	76	16	0	0	0	0	0	0	83	40	12	1	0	0	0	0
September 2022	73	11	0	0	0	0	0	0	81	36	9	0	0	0	0	0
September 2023	70	6	0	0	0	0	0	0	78	32	6	0	0	0	0	0
September 2024	66	1	0	0	0	0	0	0	76	29	4	0	0	0	0	0
September 2025	62	0	0	0	0	0	0	0	73	25	3	0	0	0	0	0
September 2026	58	0	0	0	0	0	0	0	70	22	1	0	0	0	0	0
September 2027	53	0	0	0	0	0	0	0	67	19	*	0	0	0	0	0
September 2028	48	0	0	0	0	0	0	0	63	16	0	0	0	0	0	0
September 2029	43	0	0	0	0	0	0	0	59	14	0	0	0	0	0	0
September 2030	38	0	0	0	0	0	0	0	55	12	0	0	0	0	0	0
September 2031	32	0	0	0	0	0	0	0	51	9	0	0	0	0	0	0
September 2032	25	0	0	0	0	0	0	0	46	7	0	0	0	0	0	0
September 2033	18	0	0	0	0	0	0	0	41	5	0	0	0	0	0	0
September 2034	11	0	0	0	0	0	0	0	36	4	0	0	0	0	0	0
September 2035	3	0	0	0	0	0	0	0	31	2	0	0	0	0	0	0
September 2036	0	0	0	0	0	0	0	0	24	*	0	0	0	0	0	0
September 2037	0	0	0	0	0	0	0	0	18	0	0	0	0	0	0	0
September 2038	0	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0
September 2039	0	0	0	0	0	0	0	0	3	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.3	6.5	3.4	2.4	1.7	1.4	1.1	1.0	19.5	10.1	5.6	4.0	2.7	2.1	1.7	1.5

* 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.

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

Date	EY Class								BA Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	396%	650%	900%	1200%	1500%	0%	100%	250%	396%	650%	900%	1200%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	100	100	100	100	100	100	100	100	99	96	93	89	84	78	71	64
September 2012	100	100	100	100	100	100	100	100	97	89	79	69	53	39	23	13
September 2013	100	100	100	100	100	100	100	66	96	81	63	47	24	11	4	0
September 2014	100	100	100	100	100	100	68	6	94	73	49	30	11	4	0	0
September 2015	100	100	100	100	100	100	19	1	93	66	37	17	5	*	0	0
September 2016	100	100	100	100	100	49	5	*	91	59	27	11	2	0	0	0
September 2017	100	100	100	100	100	22	1	*	89	52	19	8	*	0	0	0
September 2018	100	100	100	100	65	10	*	*	87	46	14	5	0	0	0	0
September 2019	100	100	100	100	39	4	*	*	85	40	11	3	0	0	0	0
September 2020	100	100	100	100	23	2	*	*	83	35	9	2	0	0	0	0
September 2021	100	100	100	100	14	1	*	0	80	30	7	1	0	0	0	0
September 2022	100	100	100	89	8	*	*	0	77	25	5	0	0	0	0	0
September 2023	100	100	100	66	5	*	*	0	75	21	4	0	0	0	0	0
September 2024	100	100	100	48	3	*	*	0	71	17	3	0	0	0	0	0
September 2025	100	100	100	35	2	*	*	0	68	14	2	0	0	0	0	0
September 2026	100	100	100	26	1	*	*	0	65	12	1	0	0	0	0	0
September 2027	100	100	100	18	1	*	*	0	61	11	*	0	0	0	0	0
September 2028	100	100	83	13	*	*	0	0	57	9	0	0	0	0	0	0
September 2029	100	100	66	9	*	*	0	0	52	8	0	0	0	0	0	0
September 2030	100	100	52	7	*	*	0	0	48	7	0	0	0	0	0	0
September 2031	100	100	41	5	*	*	0	0	43	5	0	0	0	0	0	0
September 2032	100	100	31	3	*	*	0	0	37	4	0	0	0	0	0	0
September 2033	100	100	24	2	*	*	0	0	31	3	0	0	0	0	0	0
September 2034	100	100	18	1	*	*	0	0	25	2	0	0	0	0	0	0
September 2035	100	100	13	1	*	*	0	0	18	1	0	0	0	0	0	0
September 2036	100	100	9	1	*	*	0	0	14	*	0	0	0	0	0	0
September 2037	100	77	6	*	*	0	0	0	10	0	0	0	0	0	0	0
September 2038	100	48	3	*	*	0	0	0	6	0	0	0	0	0	0	0
September 2039	100	21	1	*	*	0	0	0	2	0	0	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.7	28.0	21.0	14.8	9.1	6.4	4.5	3.3	18.1	8.6	4.7	3.3	2.3	1.8	1.5	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.

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, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	396% PSA
2	396% PSA
3	396% PSA
4	396% PSA
5	200% PSA
6	396% PSA
7	399% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in 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 Underlying REMIC 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 2 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	September 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2010-61	EA	May 2010	31398RRW7	4.5%	FIX	June 2036	SEQ	\$396,000,000	0.92715188	\$92,715,188.00	4.977%	346	12
2010-77	A	June 2010	31398R4H5	4.5	FIX	April 2036	SEQ	299,301,448	0.96738920	96,738,920.00	4.968	355	3

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

Group 3 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	September 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2010-77	A	June 2010	31398R4H5	4.5%	FIX	April 2036	SEQ	\$299,301,448	0.96738920	\$149,945,326.00	4.968%	355	3

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

Group 6 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal Balance of Class	September 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
2010-76	VC	June 2010	31398TFS5	4.5%	FIX	April 2023	SEQ/AD	\$20,695,000	0.98534710	\$18,690,507.20	(2)	(2)
2010-78	VA	June 2010	31398TAQ4	4.5	FIX	August 2021	SEQ/AD	9,708,000	0.98236605	9,536,809.61	5.015%	10
2010-84	CV	July 2010	31398TVB4	4.5	FIX	May 2023	SEQ/AD	38,530,000	0.99024908	33,586,834.57	4.942	2
2010-84	DV	July 2010	31398TVE8	4.5	FIX	May 2023	SEQ/AD	30,824,000	0.99024908	30,523,437.64	4.942	2
2010-101	HN	August 2010	31398TV24	4.5	FIX	July 2040	SC/SEQ/AD	38,350,000	0.99513372	38,163,378.16	(3)	(3)

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

(2) The Class 2010-76-VC RCR Certificate is formed from a combination of the Fannie Mae REMIC certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
			WAM (in months)	WAM (in months)
2010-76-VD 2010-76-VE	FIX	SEQ/AD	350	9
	FIX	SEQ/AD	356	3

(3) The Class 2010-101-HN RCR Certificate is backed by the Fannie Mae RCR certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
			WAM (in months)	WAM (in months)
2010-61-EL 2010-77-C	FIX	SEQ	346	12
	FIX	SEQ	355	3

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

Group 7 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	September 2010 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2010-076	CV	June 2010	31398TFT3	4.5%	FIX	July 2029	SEQ/AD	\$15,264,000	1.00000000	\$13,990,550.00	(2)	(2)
2010-084	VC	July 2010	31398TVC2	4.5	FIX	August 2029	SEQ/AD	28,419,000	1.00000000	25,016,953.00	4.942%	358
2010-084	VD	July 2010	31398TVF5	4.5	FIX	August 2029	SEQ/AD	22,735,000	1.00000000	22,735,000.00	4.942	2
2010-101	VH	August 2010	31398TR60	4.5	FIX	July 2040	SC/SEQ/AD	28,286,000	1.00000000	28,286,000.00	(3)	(3)

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

(2) The Class 2010-76-CV RCR Certificate is formed from a combination of the Fannie Mae REMIC certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average	
			WAC (in months)	WALA (in months)
2010-76-DV 2010-76-EV	FIX	SEQ/AD	350	9
	FIX	SEQ/AD	356	3

(3) The Class 2010-101-VH REMIC Certificate is backed by the Fannie Mae RCR certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average	
			WAM (in months)	WALA (in months)
2010-61-EL 2010-77-C	FIX	SEQ	346	12
	FIX	SEQ	355	3

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

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1		AB(3)	\$330,000,000	SC/SEQ	3.50%	FIX	31398NZY3	April 2040
BG	\$135,324,362							
AG	194,675,638							
Recombination 2		FA(4)	96,971,266	SC/PT	(5)	FLT	31398NZZ0	June 2036
BF	54,129,745							
CF	42,841,521							
Recombination 3		SA(7)	96,971,266(6)	NTL	(5)	INV/IO	31398NA20	June 2036
BS	54,129,745(6)							
CS	42,841,521(6)							
Recombination 4		FK(8)	166,285,916	SEQ	(5)	FLT	31398NA38	April 2040
EF	97,337,818							
FD	68,948,098							
Recombination 5		SK(9)	166,285,916(6)	NTL	(5)	INV/IO	31398NA46	April 2040
ES	97,337,818(6)							
SD	68,948,098(6)							
Recombination 6		EY(10)	23,139,210	SEQ	4.50	FIX	31398NA53	October 2040
AY	13,710,469							
DY	9,428,741							
Recombination 7		BA(11)	245,000,000	SC/SEQ	3.50	FIX	31398NA61	April 2040
DG	137,896,196							
AC	107,103,804							
Recombination 8		VB	70,650,536	SC/SEQ	2.50	FIX	31398NA79	July 2040
VA	63,585,483							
VF	7,065,053							
VS	7,065,053(6)							
Recombination 9		VC	79,481,853	SC/SEQ	3.00	FIX	31398NA87	July 2040
VA	63,585,483							
VF	15,896,370							
VS	15,896,370(6)							
Recombination 10		VD	90,836,404	SC/SEQ	3.50	FIX	31398NA95	July 2040
VA	63,585,483							
VF	27,250,921							
VS	27,250,921(6)							

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 11		VE	\$105,975,805	SC/SEQ	4.00%	FIX	31398NB29	July 2040
VA	\$ 63,585,483							
VF	42,390,322							
VS	42,390,322(6)							
Recombination 12		VG	127,170,966	SC/SEQ	4.50	FIX	31398NB37	July 2040
VA	63,585,483							
VF	63,585,483							
VS	63,585,483(6)							
Recombination 13		VK	85,627,000	SC/SEQ/AD	3.50	FIX	31398NB45	July 2040
VJ	85,627,000							
VI	4,757,055(6)							
Recombination 14		VL	85,627,000	SC/SEQ/AD	3.75	FIX	31398NB52	July 2040
VJ	85,627,000							
VI	9,514,111(6)							
Recombination 15		VM	85,627,000	SC/SEQ/AD	4.00	FIX	31398NB60	July 2040
VJ	85,627,000							
VI	14,271,166(6)							
Recombination 16		VN	85,627,000	SC/SEQ/AD	4.50	FIX	31398NB78	July 2040
VJ	85,627,000							
VI	23,785,277(6)							

- (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) The AB Class is an RCR Class formed from a combination of the AG Class in Group 1 and the BG Class in Group 2.
- (4) The FA Class is an RCR Class formed from a combination of the BF Class in Group 2 and the CF Class in Group 3.
- (5) For a description of these interest rules, see “Summary—Interest Rates” in this prospectus supplement.
- (6) Notional balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional balances are calculated.
- (7) The SA Class is an RCR Class formed from a combination of the BS Class in Group 2 and the CS Class in Group 3.
- (8) The FK Class is an RCR Class formed from a combination of the EF Class in Group 1 and the FD Class in Group 4.
- (9) The SK Class is an RCR Class formed from a combination of the ES Class in Group 1 and the SD Class in Group 4.
- (10) The EY Class is an RCR Class formed from a combination of the AY Class in Group 1 and the DY Class in Group 4.
- (11) The BA Class is an RCR Class formed from a combination of the AC Class in Group 3 and the DG Class in Group 4.

Principal Balance Schedule

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$106,193,000.00	January 2015	\$ 55,892,690.62	May 2019	\$ 22,095,859.27
October 2010	105,565,798.07	February 2015	55,011,992.66	June 2019	21,672,024.94
November 2010	104,916,443.78	March 2015	54,140,752.56	July 2019	21,255,037.18
December 2010	104,237,276.57	April 2015	53,278,875.78	August 2019	20,844,793.51
January 2011	103,528,683.68	May 2015	52,426,268.64	September 2019 . . .	20,441,192.95
February 2011	102,791,075.41	June 2015	51,582,838.40	October 2019	20,044,135.98
March 2011	102,024,884.74	July 2015	50,748,493.21	November 2019	19,653,524.49
April 2011	101,230,566.88	August 2015	49,923,142.12	December 2019	19,269,261.77
May 2011	100,408,598.79	September 2015 . . .	49,106,695.03	January 2020	18,891,252.54
June 2011	99,559,478.71	October 2015	48,299,062.76	February 2020	18,519,402.86
July 2011	98,683,725.62	November 2015	47,500,156.95	March 2020	18,153,620.15
August 2011	97,781,878.71	December 2015	46,709,890.12	April 2020	17,793,813.17
September 2011	96,854,496.75	January 2016	45,928,175.63	May 2020	17,439,891.98
October 2011	95,902,157.53	February 2016	45,154,927.68	June 2020	17,091,767.96
November 2011	94,925,457.22	March 2016	44,390,061.31	July 2020	16,749,353.75
December 2011	93,925,009.68	April 2016	43,633,492.38	August 2020	16,412,563.25
January 2012	92,901,445.80	May 2016	42,885,137.55	September 2020 . . .	16,081,311.61
February 2012	91,855,412.82	June 2016	42,144,914.31	October 2020	15,755,515.20
March 2012	90,787,573.55	July 2016	41,412,740.95	November 2020	15,435,091.58
April 2012	89,698,605.65	August 2016	40,688,536.53	December 2020	15,119,959.55
May 2012	88,589,200.87	September 2016 . . .	39,972,220.91	January 2021	14,810,039.03
June 2012	87,460,064.26	October 2016	39,265,192.20	February 2021	14,505,251.13
July 2012	86,311,913.36	November 2016	38,569,206.01	March 2021	14,205,518.08
August 2012	85,173,085.28	December 2016	37,884,099.93	April 2021	13,910,763.25
September 2012	84,043,500.95	January 2017	37,209,713.89	May 2021	13,620,911.12
October 2012	82,923,081.93	February 2017	36,545,890.07	June 2021	13,335,887.25
November 2012	81,811,750.38	March 2017	35,892,472.90	July 2021	13,055,618.29
December 2012	80,709,429.09	April 2017	35,249,309.04	August 2021	12,780,031.95
January 2013	79,616,041.43	May 2017	34,616,247.32	September 2021 . . .	12,509,056.98
February 2013	78,531,511.37	June 2017	33,993,138.73	October 2021	12,242,623.18
March 2013	77,455,763.50	July 2017	33,379,836.38	November 2021	11,980,661.35
April 2013	76,388,722.99	August 2017	32,776,195.48	December 2021	11,723,103.30
May 2013	75,330,315.56	September 2017 . . .	32,182,073.29	January 2022	11,469,881.83
June 2013	74,280,467.57	October 2017	31,597,329.12	February 2022	11,220,930.72
July 2013	73,239,105.92	November 2017	31,021,824.28	March 2022	10,976,184.71
August 2013	72,206,158.08	December 2017	30,455,422.06	April 2022	10,735,579.49
September 2013	71,181,552.09	January 2018	29,897,987.70	May 2022	10,499,051.68
October 2013	70,165,216.58	February 2018	29,349,388.36	June 2022	10,266,538.84
November 2013	69,157,080.69	March 2018	28,809,493.12	July 2022	10,037,979.41
December 2013	68,157,074.15	April 2018	28,278,172.90	August 2022	9,813,312.74
January 2014	67,165,127.22	May 2018	27,755,300.49	September 2022 . . .	9,592,479.07
February 2014	66,181,170.72	June 2018	27,240,750.47	October 2022	9,375,419.50
March 2014	65,205,136.00	July 2018	26,734,399.24	November 2022	9,162,075.99
April 2014	64,236,954.95	August 2018	26,236,124.96	December 2022	8,952,391.36
May 2014	63,276,559.98	September 2018 . . .	25,745,807.53	January 2023	8,746,309.25
June 2014	62,323,884.04	October 2018	25,263,328.57	February 2023	8,543,774.13
July 2014	61,378,860.61	November 2018	24,788,571.40	March 2023	8,344,731.27
August 2014	60,441,423.67	December 2018	24,321,421.00	April 2023	8,149,126.76
September 2014	59,511,985.14	January 2019	23,861,764.01	May 2023	7,956,907.45
October 2014	58,592,491.37	February 2019	23,409,488.70	June 2023	7,768,020.99
November 2014	57,682,843.08	March 2019	22,964,484.91	July 2023	7,582,415.79
December 2014	56,782,941.95	April 2019	22,526,644.10	August 2023	7,400,041.01

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
September 2023 . . .	\$ 7,220,846.56	November 2025	\$ 3,530,245.36	January 2028	\$ 1,260,640.25
October 2023	7,044,783.09	December 2025	3,420,435.62	February 2028	1,194,474.50
November 2023	6,871,801.96	January 2026	3,312,666.76	March 2028	1,129,643.91
December 2023	6,701,855.24	February 2026	3,206,906.22	April 2028	1,066,126.49
January 2024	6,534,895.72	March 2026	3,103,121.92	May 2028	1,003,900.59
February 2024	6,370,876.87	April 2026	3,001,282.28	June 2028	942,944.88
March 2024	6,209,752.86	May 2026	2,901,356.18	July 2028	883,238.36
April 2024	6,051,478.51	June 2026	2,803,312.96	August 2028	824,760.34
May 2024	5,896,009.32	July 2026	2,707,122.42	September 2028 . . .	767,490.45
June 2024	5,743,301.44	August 2026	2,612,754.81	October 2028	711,408.62
July 2024	5,593,311.66	September 2026 . . .	2,520,180.82	November 2028	656,495.10
August 2024	5,445,997.41	October 2026	2,429,371.58	December 2028	602,730.41
September 2024 . . .	5,301,316.76	November 2026	2,340,298.65	January 2029	550,095.41
October 2024	5,159,228.38	December 2026	2,252,934.02	February 2029	498,571.22
November 2024	5,019,691.56	January 2027	2,167,250.10	March 2029	448,139.25
December 2024	4,882,666.17	February 2027	2,083,219.71	April 2029	398,781.20
January 2025	4,748,112.70	March 2027	2,000,816.07	May 2029	350,479.04
February 2025	4,615,992.21	April 2027	1,920,012.81	June 2029	303,215.03
March 2025	4,486,266.34	May 2027	1,840,783.95	July 2029	256,971.68
April 2025	4,358,897.28	June 2027	1,763,103.90	August 2029	211,731.80
May 2025	4,233,847.81	July 2027	1,686,947.46	September 2029 . . .	167,478.42
June 2025	4,111,081.24	August 2027	1,612,289.81	October 2029	124,194.86
July 2025	3,990,561.42	September 2027 . . .	1,539,106.49	November 2029	81,864.68
August 2025	3,872,252.74	October 2027	1,467,373.42	December 2029	40,471.71
September 2025 . . .	3,756,120.12	November 2027	1,397,066.87	January 2030 and thereafter	0.00
October 2025	3,642,129.01	December 2027	1,328,163.49		

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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\$1,202,075,102



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-119**

PROSPECTUS SUPPLEMENT



September 24, 2010
