

\$462,185,178



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-120**

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.

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

Carefully consider the risk factors on page S-7 of this prospectus supplement and starting on page 11 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

The certificates, together with interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any agency or instrumentality thereof other than Fannie Mae.

The certificates are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
KA . . .	1	\$150,000,000	SEQ	4.00%	FIX	31398NQX5	April 2038
KV(2) . .	1	17,388,038	SEQ/AD	4.00	FIX	31398NQY3	April 2030
KZ(2) . .	1	14,797,140	SEQ	4.00	FIX/Z	31398NQZ0	October 2040
GA . . .	2	30,000,000	PT	(3)	ARB	31398NRA4	October 2020
GI . . .	2	12,857,142(4)(5)	NTL	3.50	FIX/IO	31398NRB2	September 2012
PG(2) . .	3	68,731,305	PAC	2.00	FIX	31398NRC0	February 2029
PI(2) . .	3	34,365,652(4)	NTL	4.00	FIX/IO	31398NRD8	February 2029
PB . . .	3	31,050,787	PAC	4.00	FIX	31398NRE6	May 2033
PC . . .	3	21,776,935	PAC	4.00	FIX	31398NRF3	September 2035
PD . . .	3	36,739,895	PAC	4.00	FIX	31398NRG1	February 2039
PE . . .	3	22,463,822	PAC	4.00	FIX	31398NRH9	October 2040
YA . . .	3	65,000,000	TAC/AD	2.25	FIX	31398NRJ5	October 2040
YI . . .	3	28,437,500(4)	NTL	4.00	FIX/IO	31398NRK2	October 2040
YZ . . .	3	4,237,256	SUP	4.00	FIX/Z	31398NRL0	October 2040
R . . .		0	NPR	0	NPR	31398NRM8	October 2040
RL . . .		0	NPR	0	NPR	31398NRN6	October 2040

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

(2) Exchangeable classes.

(3) The GA Class will bear interest at an annual rate of 2.0% for the first 24 interest accrual periods, and will bear interest at an annual rate of 3.5% thereafter.

(4) Notional balances. These classes are interest only classes. See page S-5 for a description of how their notional balances are calculated.

(5) After the first 24 interest accrual periods, the notional principal balance of the GI Class will be equal to zero. As a result, no distributions will be made on the GI Class following the distribution date in September 2012.

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 KD, PH, PK and PA 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.

Jefferies & Company

September 24, 2010

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AVAILABLE INFORMATION

You should purchase the certificates only if you have read and understood this prospectus supplement and the following documents (the “Disclosure Documents”):

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2010 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - June 1, 2009, for all MBS issued on or after January 1, 2009,
 - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
 - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

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

The MBS Prospectus is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

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

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

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

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

Jefferies & Company, Inc.
The Metro Center
One Station Place, 3 North
Stamford, Connecticut 06902
(telephone 203-708-6550).

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	Group 2 MBS
3	Group 3 MBS

Group 1, Group 2 and Group 3

Characteristics of the MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$182,185,178	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS	\$ 30,000,000	3.50%	3.75% to 6.00%	85 to 120
Group 3 MBS	\$250,000,000	4.00%	4.25% to 6.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$182,185,178	360	357	3	4.50%
Group 2 MBS	\$ 30,000,000	120	118	2	3.93%
Group 3 MBS	\$250,000,000	360	359	1	4.55%

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

Settlement Date

We expect to issue the certificates on 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:

Fed Book-Entry

All classes other than the R and RL Classes

Physical

R and RL Classes

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

Notional Classes

The notional principal balances of the notional classes will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

Class

GI.	42.8571400000% of the GA Class*
PI.	49.9999992725% of the PG Class
YL.	43.7500000000% of the YA Class

* After the first 24 interest accrual periods, the notional principal balances of the GI Class will be equal to zero. As a result, no distributions will be made on the GI Class following the distribution date in September 2012.

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>300%</u>	<u>450%</u>	<u>600%</u>	<u>900%</u>
KA	17.6	8.0	3.8	2.8	2.3	1.7
KV	11.0	11.0	7.8	6.0	4.8	3.4
KZ	28.8	23.6	14.4	10.5	8.0	5.3
KD	28.8	23.5	13.0	9.1	6.9	4.6
<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>275%</u>	<u>450%</u>	<u>600%</u>	<u>800%</u>
GA	5.5	4.6	3.6	3.0	2.6	2.2
GI	1.8	1.8	1.7	1.7	1.6	1.6

Group 3 Classes	PSA Prepayment Assumption								
	0%	100%	175%	250%	251%	350%	500%	800%	1200%
PG, PI, PH, PK and PA . . .	8.7	2.7	2.7	2.7	2.7	2.7	2.3	1.9	1.5
PB	17.0	6.0	6.0	6.0	6.0	4.9	3.7	2.7	2.1
PC	20.0	8.0	8.0	8.0	8.0	6.1	4.6	3.2	2.4
PD	22.7	11.0	11.0	11.0	11.0	8.3	6.1	4.0	2.8
PE	25.1	18.1	18.1	18.1	18.0	14.0	10.1	6.3	4.0
YA and YI	26.1	17.6	7.5	2.9	2.9	2.2	1.6	1.2	0.9
YZ	29.7	27.7	24.1	6.9	6.8	0.7	0.4	0.3	0.2

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

ADDITIONAL RISK FACTORS

Our purchases of delinquent loans from our single-family MBS trusts may result in increased rates of principal payments on your certificates. On February 10, 2010, we announced that we intend to increase significantly our purchases of delinquent loans from our single-family MBS trusts. If the MBS directly or indirectly backing your certificates hold delinquent loans, those MBS could as a result experience increased prepayments. In turn, this may result in an increase in the rate of principal payments on your certificates. You should refer to the MBS Prospectus for further information about our option to purchase delinquent loans from MBS pools and to our Web site at www.fanniemae.com for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

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

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

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

As a result of these factors, the Group 1 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives and yields of those Classes may be affected, perhaps significantly.

The rate of prepayment of relocation mortgage loans may be higher than that of non-relocation mortgage loans. The mortgage loans underlying the Group 3 MBS are relocation mortgage loans made to borrowers whose employers frequently relocate their employees. Accordingly, the rate of prepayment of these mortgage loans will be influenced by:

- the circumstances of individual employees and employers,
- the characteristics of the relocation programs and
- the occurrence and timing of the relocation of the borrowers.

It is possible that borrowers under relocation mortgage loans are more likely than other borrowers to be transferred by their employers. If so, relocation mortgage loans would experience a higher rate of prepayment than non-relocation mortgage loans. Because many unpredictable factors affect the prepayment rate of relocation mortgage loans, we cannot estimate the prepayment experience of such mortgage loans. We are unaware of any conclusive data on the prepayment rate of relocation mortgage loans. See “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus.

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 2 MBS” and “Group 3 MBS,” and together, the “MBS”).

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

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

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

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

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

Characteristics of Certificates. Except as specified below, we will issue the Certificates in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear

on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.”

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association 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 Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The MBS

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS and Group 3 MBS and up to 10 years in the case of the Group 2 MBS.

In addition, the pools of mortgage loans backing the Group 1 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balance that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 1 MBS, see the Final Data Statement for the related trust and the related prospectus supplement for each MBS. See also “Additional Risk Factors—*“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in this prospectus supplement.

Finally, the Mortgage Loans underlying the Group 3 MBS are relocation mortgage loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Additional Risk Factor—*The rate of prepayment of relocation mortgage loans may be higher than that of nonrelocation mortgage loans*” in this prospectus supplement.

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

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual 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 and Ascending Rate Classes	—

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

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

Distributions of Principal

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

- *Group 1*

The KZ Accrual Amount to KV until retired and thereafter to KZ.

} Accretion
Directed
Class/Accrual
Class

The Group 1 Cash Flow Distribution Amount to KA, KV and KZ, in that order, until retired.

} Sequential
Pay Classes

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

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

- *Group 2*

The Group 2 Principal Distribution Amount to GA until retired.

} Pass-Through
Class

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

- *Group 3*

The YZ Accrual Amount to YA to its Targeted Balance, and thereafter to YZ.

} Accretion
Directed/
TAC Class and
Accrual Class

The Group 3 Cash Flow Distribution Amount in the following priority:

1. To the Aggregate Group to its Planned Balance.

} PAC Group

2. To YA to its Targeted Balance.

} TAC Class

3. To YZ until retired.

} Support Class

4. To YA until retired.

} TAC Class

5. To the Aggregate Group to zero.

} PAC Group

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

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

The “Aggregate Group” consists of the PG, PB, PC, PD and PE Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group to PG, PB, PC, PD and PE, in that order, until retired.

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

Structuring Assumptions

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

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2 and Group 3—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is 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 Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the “Structuring Range” or at the “Structuring Speed” specified in the chart below. The “Effective Range” for the Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce the Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Group. However, these Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Group and Class</u>	<u>Structuring Range and Speed</u>	<u>Initial Effective Range</u>
Aggregate Group Planned Balances	Between 100% and 250% PSA	Between 100% and 250% PSA
YA Class Targeted Balances	251% PSA	—

The Aggregate Group consist of the PG, PB, PC, PD and PE 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 or the YA Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of the Aggregate Group or the YA Class will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

If you are considering the purchase of a PAC or TAC 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 or the YA Class to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group or the YA Class 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 and the YA Class will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group, if still outstanding, may no longer have an Effective Range and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables for the Fixed Rate Interest Only Classes

The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA. **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, 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, or
- all of the Mortgage Loans will prepay at the same rate.

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

<u>Class</u>	<u>% PSA</u>
GI	646%
PI	493%
YI	300%

For any Fixed Rate Interest Only Class, if the actual prepayment rate of the related Mortgage Loans were to exceed the level specified for as little as one month while equaling that level for the remaining months, the investors in that Class would lose money on their initial investments.

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

<u>Class</u>	<u>Price*</u>
GI	5.375%
PI	9.000%
YI	10.000%

* 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 GI Class to Prepayments

	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>275%</u>	<u>450%</u>	<u>600%</u>	<u>800%</u>
Pre-Tax Yields to Maturity . .	12.5%	11.5%	7.9%	4.3%	1.0%	(3.4)%

Sensitivity of the PI Class to Prepayments

	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>175%</u>	<u>250%</u>	<u>251%</u>	<u>350%</u>	<u>500%</u>	<u>800%</u>	<u>1200%</u>
Pre-Tax Yields to Maturity . .	24.7%	10.7%	10.7%	10.7%	10.7%	8.9%	(0.4)%	(19.3)%	(41.7)%

Sensitivity of the YI Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	175%	250%	251%	350%	500%	800%	1200%
Pre-Tax Yields to Maturity . .	41.9%	41.8%	29.8%	7.8%	7.4%	(11.4)%	(38.3)%	(75.8)%	*

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions, and
- the priority sequences of distributions of principal of the Group 1 and Group 3 Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	6.50%
Group 2 MBS	120 months	6.00%
Group 3 MBS	360 months	6.50%

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

KA Class							KV Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption					
Date	0%	100%	300%	450%	600%	900%	0%	100%	300%	450%	600%	900%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	
September 2011	99	96	91	88	84	77	97	97	97	97	97	97	
September 2012	97	89	75	65	56	38	93	93	93	93	93	93	
September 2013	96	80	56	41	27	6	89	89	89	89	89	89	
September 2014	94	72	41	23	9	0	85	85	85	85	85	5	
September 2015	92	65	29	10	0	0	81	81	81	81	61	0	
September 2016	90	58	19	1	0	0	77	77	77	77	0	0	
September 2017	88	51	11	0	0	0	73	73	73	27	0	0	
September 2018	86	45	4	0	0	0	68	68	68	0	0	0	
September 2019	84	39	0	0	0	0	63	63	55	0	0	0	
September 2020	82	34	0	0	0	0	58	58	14	0	0	0	
September 2021	79	29	0	0	0	0	53	53	0	0	0	0	
September 2022	76	24	0	0	0	0	48	48	0	0	0	0	
September 2023	73	20	0	0	0	0	42	42	0	0	0	0	
September 2024	70	16	0	0	0	0	36	36	0	0	0	0	
September 2025	67	12	0	0	0	0	30	30	0	0	0	0	
September 2026	63	9	0	0	0	0	24	24	0	0	0	0	
September 2027	59	5	0	0	0	0	17	17	0	0	0	0	
September 2028	55	2	0	0	0	0	10	10	0	0	0	0	
September 2029	51	0	0	0	0	0	3	0	0	0	0	0	
September 2030	46	0	0	0	0	0	0	0	0	0	0	0	
September 2031	41	0	0	0	0	0	0	0	0	0	0	0	
September 2032	36	0	0	0	0	0	0	0	0	0	0	0	
September 2033	30	0	0	0	0	0	0	0	0	0	0	0	
September 2034	24	0	0	0	0	0	0	0	0	0	0	0	
September 2035	18	0	0	0	0	0	0	0	0	0	0	0	
September 2036	11	0	0	0	0	0	0	0	0	0	0	0	
September 2037	4	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	
September 2039	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	
Weighted Average Life (years)**	17.6	8.0	3.8	2.8	2.3	1.7	11.0	11.0	7.8	6.0	4.8	3.4	

KZ Class							KD Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption					
Date	0%	100%	300%	450%	600%	900%	0%	100%	300%	450%	600%	900%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	
September 2011	104	104	104	104	104	104	100	100	100	100	100	100	
September 2012	108	108	108	108	108	108	100	100	100	100	100	100	
September 2013	113	113	113	113	113	113	100	100	100	100	100	100	
September 2014	117	117	117	117	117	117	100	100	100	100	100	57	
September 2015	122	122	122	122	122	56	100	100	100	100	89	26	
September 2016	127	127	127	127	121	25	100	100	100	100	56	11	
September 2017	132	132	132	132	76	11	100	100	100	75	35	5	
September 2018	138	138	138	116	47	5	100	100	100	54	22	2	
September 2019	143	143	143	83	29	2	100	100	95	38	13	1	
September 2020	149	149	149	59	18	1	100	100	76	27	8	*	
September 2021	155	155	131	41	11	*	100	100	60	19	5	*	
September 2022	161	161	104	29	7	*	100	100	48	13	3	*	
September 2023	168	168	82	20	4	*	100	100	38	9	2	*	
September 2024	175	175	64	14	3	*	100	100	30	7	1	*	
September 2025	182	182	50	10	2	*	100	100	23	5	1	*	
September 2026	189	189	39	7	1	*	100	100	18	3	*	*	
September 2027	197	197	31	5	1	*	100	100	14	2	*	*	
September 2028	205	205	24	3	*	*	100	100	11	2	*	*	
September 2029	214	210	18	2	*	*	100	96	8	1	*	*	
September 2030	218	183	14	2	*	*	100	84	6	1	*	*	
September 2031	218	157	10	1	*	*	100	72	5	*	*	*	
September 2032	218	134	8	1	*	*	100	62	4	*	*	*	
September 2033	218	112	6	*	*	*	100	51	3	*	*	*	
September 2034	218	92	4	*	*	*	100	42	2	*	*	*	
September 2035	218	73	3	*	*	*	100	33	1	*	*	*	
September 2036	218	55	2	*	*	*	100	25	1	*	*	0	
September 2037	218	39	1	*	*	0	100	18	1	*	*	0	
September 2038	175	24	1	*	*	0	80	11	*	*	*	0	
September 2039	90	10	*	*	*	0	41	4	*	*	*	0	
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)**	28.8	23.6	14.4	10.5	8.0	5.3	28.8	23.5	13.0	9.1	6.9	4.6	

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

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

Date	GA Class						GI† Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	275%	450%	600%	800%	0%	100%	275%	450%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	92	90	87	84	82	79	92	90	87	84	82	79
September 2012	84	78	70	62	56	48	0	0	0	0	0	0
September 2013	76	65	52	41	32	22	0	0	0	0	0	0
September 2014	67	53	38	26	18	10	0	0	0	0	0	0
September 2015	57	42	27	16	10	4	0	0	0	0	0	0
September 2016	47	32	18	9	5	2	0	0	0	0	0	0
September 2017	36	23	11	5	2	1	0	0	0	0	0	0
September 2018	25	14	6	2	1	*	0	0	0	0	0	0
September 2019	13	6	2	1	*	*	0	0	0	0	0	0
September 2020	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	5.5	4.6	3.6	3.0	2.6	2.2	1.8	1.8	1.7	1.7	1.6	1.6

Date	PG, PI†, PH, PK and PA Classes									PB Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	175%	250%	251%	350%	500%	800%	1200%	0%	100%	175%	250%	251%	350%	500%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2011	96	89	89	89	89	89	89	89	89	100	100	100	100	100	100	100	100	100
September 2012	92	69	69	69	69	69	69	49	0	100	100	100	100	100	100	100	100	73
September 2013	87	44	44	44	44	44	19	0	0	100	100	100	100	100	100	100	0	0
September 2014	82	20	20	20	20	11	0	0	0	100	100	100	100	100	100	15	0	0
September 2015	77	0	0	0	0	0	0	0	0	100	94	94	94	94	37	0	0	0
September 2016	71	0	0	0	0	0	0	0	0	100	48	48	48	48	0	0	0	0
September 2017	65	0	0	0	0	0	0	0	0	100	4	4	4	4	0	0	0	0
September 2018	59	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2019	52	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2020	45	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2021	37	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2022	29	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2023	20	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2024	10	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2025	*	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2026	0	0	0	0	0	0	0	0	0	77	0	0	0	0	0	0	0	0
September 2027	0	0	0	0	0	0	0	0	0	51	0	0	0	0	0	0	0	0
September 2028	0	0	0	0	0	0	0	0	0	24	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	0	0
September 2030	0	0	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	0	0
September 2032	0	0	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	0	0
September 2034	0	0	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	0	0
September 2036	0	0	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	0	0
September 2038	0	0	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	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.7	2.7	2.7	2.7	2.7	2.7	2.3	1.9	1.5	17.0	6.0	6.0	6.0	6.0	4.9	3.7	2.7	2.1

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

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

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

Date	PC Class									PD Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	175%	250%	251%	350%	500%	800%	1200%	0%	100%	175%	250%	251%	350%	500%	800%	1200%
Initial Percent	100	100	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	100	100
September 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2013	100	100	100	100	100	100	100	78	0	100	100	100	100	100	100	100	100	22
September 2014	100	100	100	100	100	100	100	0	0	100	100	100	100	100	100	100	45	0
September 2015	100	100	100	100	100	100	100	0	0	100	100	100	100	100	100	99	0	0
September 2016	100	100	100	100	100	56	0	0	0	100	100	100	100	100	100	48	0	0
September 2017	100	100	100	100	100	0	0	0	0	100	100	100	100	100	89	14	0	0
September 2018	100	47	47	47	47	0	0	0	0	100	100	100	100	100	54	0	0	0
September 2019	100	0	0	0	0	0	0	0	0	100	96	96	96	95	28	0	0	0
September 2020	100	0	0	0	0	0	0	0	0	100	68	68	68	68	7	0	0	0
September 2021	100	0	0	0	0	0	0	0	0	100	46	46	46	45	0	0	0	0
September 2022	100	0	0	0	0	0	0	0	0	100	26	26	26	26	0	0	0	0
September 2023	100	0	0	0	0	0	0	0	0	100	11	11	11	10	0	0	0	0
September 2024	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2025	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2026	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2027	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2028	100	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2029	93	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2030	49	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2031	2	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
September 2032	0	0	0	0	0	0	0	0	0	72	0	0	0	0	0	0	0	0
September 2033	0	0	0	0	0	0	0	0	0	40	0	0	0	0	0	0	0	0
September 2034	0	0	0	0	0	0	0	0	0	6	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	0	0
September 2036	0	0	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	0	0
September 2038	0	0	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	0	0
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	20.0	8.0	8.0	8.0	8.0	6.1	4.6	3.2	2.4	22.7	11.0	11.0	11.0	11.0	8.3	6.1	4.0	2.8

Date	PE Class									YA and YI† Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	175%	250%	251%	350%	500%	800%	1200%	0%	100%	175%	250%	251%	350%	500%	800%	1200%
Initial Percent	100	100	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	95	91	91	91	84	66	42
September 2012	100	100	100	100	100	100	100	100	100	99	99	85	70	70	59	31	0	0
September 2013	100	100	100	100	100	100	100	100	100	99	99	71	45	44	19	0	0	0
September 2014	100	100	100	100	100	100	100	100	37	99	99	60	25	24	0	0	0	0
September 2015	100	100	100	100	100	100	100	88	10	99	99	51	10	10	0	0	0	0
September 2016	100	100	100	100	100	100	100	45	3	98	98	45	1	*	0	0	0	0
September 2017	100	100	100	100	100	100	100	23	1	98	98	40	0	0	0	0	0	0
September 2018	100	100	100	100	100	100	84	12	*	98	98	37	0	0	0	0	0	0
September 2019	100	100	100	100	100	100	57	6	*	97	97	35	0	0	0	0	0	0
September 2020	100	100	100	100	100	100	39	3	*	97	95	32	0	0	0	0	0	0
September 2021	100	100	100	100	100	85	26	1	*	96	92	30	0	0	0	0	0	0
September 2022	100	100	100	100	100	65	18	1	*	96	87	26	0	0	0	0	0	0
September 2023	100	100	100	100	100	49	12	*	*	96	82	23	0	0	0	0	0	0
September 2024	100	96	96	96	95	38	8	*	*	95	76	20	0	0	0	0	0	0
September 2025	100	78	78	78	77	28	5	*	*	95	69	16	0	0	0	0	0	0
September 2026	100	63	63	63	62	21	4	*	*	94	63	13	0	0	0	0	0	0
September 2027	100	51	51	51	50	16	2	*	*	94	56	9	0	0	0	0	0	0
September 2028	100	41	41	41	40	12	2	*	0	93	49	6	0	0	0	0	0	0
September 2029	100	32	32	32	32	9	1	*	0	93	42	3	0	0	0	0	0	0
September 2030	100	25	25	25	25	6	1	*	0	92	35	0	0	0	0	0	0	0
September 2031	100	20	20	20	20	5	*	*	0	91	29	0	0	0	0	0	0	0
September 2032	100	15	15	15	15	3	*	*	0	91	22	0	0	0	0	0	0	0
September 2033	100	12	12	12	11	2	*	*	0	90	16	0	0	0	0	0	0	0
September 2034	100	9	9	9	8	2	*	*	0	90	10	0	0	0	0	0	0	0
September 2035	51	6	6	6	6	1	*	*	0	89	4	0	0	0	0	0	0	0
September 2036	4	4	4	4	4	1	*	*	0	83	0	0	0	0	0	0	0	0
September 2037	3	3	3	3	3	*	*	*	0	59	0	0	0	0	0	0	0	0
September 2038	2	2	2	2	2	*	*	*	0	34	0	0	0	0	0	0	0	0
September 2039	1	1	1	1	1	*	*	0	0	7	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	0	0
Weighted Average																		
Life (years)**	25.1	18.1	18.1	18.1	18.0	14.0	10.1	6.3	4.0	26.1	17.6	7.5	2.9	2.9	2.2	1.6	1.2	0.9

* 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	YZ Class								
	PSA Prepayment Assumption								
	0%	100%	175%	250%	251%	350%	500%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100
September 2011	104	104	104	104	104	17	0	0	0
September 2012	108	108	108	108	108	0	0	0	0
September 2013	113	113	113	113	113	0	0	0	0
September 2014	117	117	117	117	117	0	0	0	0
September 2015	122	122	122	122	122	0	0	0	0
September 2016	127	127	127	127	127	0	0	0	0
September 2017	132	132	132	48	40	0	0	0	0
September 2018	138	138	138	7	0	0	0	0	0
September 2019	143	143	143	*	0	0	0	0	0
September 2020	149	149	149	*	0	0	0	0	0
September 2021	155	155	155	*	0	0	0	0	0
September 2022	161	161	161	*	0	0	0	0	0
September 2023	168	168	168	*	0	0	0	0	0
September 2024	175	175	175	*	0	0	0	0	0
September 2025	182	182	182	*	0	0	0	0	0
September 2026	189	189	189	*	0	0	0	0	0
September 2027	197	197	197	*	0	0	0	0	0
September 2028	205	205	205	*	0	0	0	0	0
September 2029	214	214	214	*	0	0	0	0	0
September 2030	222	222	221	*	0	0	0	0	0
September 2031	231	231	187	*	0	0	0	0	0
September 2032	241	241	156	*	0	0	0	0	0
September 2033	251	251	128	*	0	0	0	0	0
September 2034	261	261	103	*	0	0	0	0	0
September 2035	271	271	80	*	0	0	0	0	0
September 2036	282	255	59	*	0	0	0	0	0
September 2037	294	184	41	*	0	0	0	0	0
September 2038	306	117	25	*	0	0	0	0	0
September 2039	318	54	11	*	0	0	0	0	0
September 2040	0	0	0	0	0	0	0	0	0
Weighted Average									
Life (years)**	29.7	27.7	24.1	6.9	6.8	0.7	0.4	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.

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	300% PSA
2	275% PSA
3	175% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The Classes of RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Jefferies & Company, Inc. (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. K&L Gates LLP will provide legal representation for the Dealer.

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								
KV	\$17,388,038	KD(3)	\$32,185,178	SEQ	4.0%	FIX	31398NRP1	October 2040
KZ	14,797,140							
Recombination 2								
PG	68,731,305	PH	68,731,305	PAC	2.5	FIX	31398NRQ9	February 2029
PI	8,591,413(4)							
Recombination 3								
PG	68,731,305	PK	68,731,305	PAC	3.0	FIX	31398NRR7	February 2029
PI	17,182,826(4)							
Recombination 4								
PG	68,731,305	PA	68,731,305	PAC	4.0	FIX	31398NRS5	February 2029
PI	34,365,652(4)							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal balances of the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See "Description of the Certificates—General—*Authorized Denominations*" in this prospectus supplement.
- (2) See "Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*," in the REMIC Prospectus.
- (3) Principal payments on the REMIC Certificates in Recombination 1 from the KZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.
- (4) Notional balance. This Class is an Interest Only Class. See page S-5 for a description of how its notional balance is calculated.

Principal Balance Schedules

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	\$180,762,744.00	January 2015	\$120,509,941.44	May 2019	\$ 61,509,378.27
October 2010	180,351,467.49	February 2015	119,208,103.75	June 2019	60,540,358.27
November 2010	179,897,460.72	March 2015	117,913,408.28	July 2019	59,585,748.59
December 2010	179,400,864.81	April 2015	116,625,817.68	August 2019	58,645,342.03
January 2011	178,861,843.01	May 2015	115,345,294.79	September 2019 . . .	57,718,934.29
February 2011	178,280,580.64	June 2015	114,071,802.67	October 2019	56,806,323.98
March 2011	177,657,285.01	July 2015	112,805,304.54	November 2019	55,907,312.52
April 2011	176,992,185.31	August 2015	111,545,763.82	December 2019	55,021,704.14
May 2011	176,285,532.51	September 2015 . . .	110,293,144.11	January 2020	54,149,305.81
June 2011	175,537,599.22	October 2015	109,047,409.23	February 2020	53,289,927.26
July 2011	174,748,679.51	November 2015	107,808,523.14	March 2020	52,443,380.86
August 2011	173,919,088.77	December 2015	106,576,450.03	April 2020	51,609,481.64
September 2011 . . .	173,049,163.50	January 2016	105,351,154.25	May 2020	50,788,047.24
October 2011	172,139,261.10	February 2016	104,132,600.34	June 2020	49,978,897.88
November 2011	171,189,759.63	March 2016	102,920,753.01	July 2020	49,181,856.31
December 2011	170,201,057.59	April 2016	101,715,577.19	August 2020	48,396,747.76
January 2012	169,173,573.62	May 2016	100,517,037.95	September 2020 . . .	47,623,399.96
February 2012	168,107,746.24	June 2016	99,325,100.56	October 2020	46,861,643.05
March 2012	167,004,033.52	July 2016	98,139,730.46	November 2020	46,111,309.58
April 2012	165,862,912.81	August 2016	96,960,893.29	December 2020	45,372,234.45
May 2012	164,684,880.34	September 2016 . . .	95,788,554.84	January 2021	44,644,254.91
June 2012	163,470,450.92	October 2016	94,622,681.10	February 2021	43,927,210.50
July 2012	162,220,157.54	November 2016	93,463,238.21	March 2021	43,220,943.02
August 2012	160,934,551.02	December 2016	92,310,192.52	April 2021	42,525,296.51
September 2012 . . .	159,614,199.55	January 2017	91,163,510.52	May 2021	41,840,117.23
October 2012	158,259,688.32	February 2017	90,023,158.89	June 2021	41,165,253.59
November 2012	156,871,619.10	March 2017	88,889,104.48	July 2021	40,500,556.16
December 2012	155,450,609.74	April 2017	87,761,314.31	August 2021	39,845,877.62
January 2013	153,997,293.75	May 2017	86,639,755.57	September 2021 . . .	39,201,072.74
February 2013	152,512,319.84	June 2017	85,524,395.62	October 2021	38,565,998.32
March 2013	151,035,444.97	July 2017	84,415,201.99	November 2021	37,940,513.23
April 2013	149,566,626.87	August 2017	83,312,142.38	December 2021	37,324,478.29
May 2013	148,105,823.45	September 2017 . . .	82,215,184.66	January 2022	36,717,756.33
June 2013	146,652,992.87	October 2017	81,124,296.84	February 2022	36,120,212.10
July 2013	145,208,093.49	November 2017	80,039,447.14	March 2022	35,531,712.28
August 2013	143,771,083.90	December 2017	78,960,603.90	April 2022	34,952,125.42
September 2013 . . .	142,341,922.89	January 2018	77,887,735.65	May 2022	34,381,321.96
October 2013	140,920,569.47	February 2018	76,820,811.08	June 2022	33,819,174.16
November 2013	139,506,982.84	March 2018	75,759,799.03	July 2022	33,265,556.09
December 2013	138,101,122.45	April 2018	74,704,668.51	August 2022	32,720,343.62
January 2014	136,702,947.93	May 2018	73,655,388.70	September 2022 . . .	32,183,414.35
February 2014	135,312,419.13	June 2018	72,611,928.92	October 2022	31,654,647.66
March 2014	133,929,496.11	July 2018	71,574,258.65	November 2022	31,133,924.61
April 2014	132,554,139.11	August 2018	70,542,347.54	December 2022	30,621,127.97
May 2014	131,186,308.62	September 2018 . . .	69,516,165.40	January 2023	30,116,142.15
June 2014	129,825,965.29	October 2018	68,495,682.18	February 2023	29,618,853.22
July 2014	128,473,070.01	November 2018	67,480,867.99	March 2023	29,129,148.87
August 2014	127,127,583.84	December 2018	66,471,693.11	April 2023	28,646,918.37
September 2014 . . .	125,789,468.07	January 2019	65,468,127.94	May 2023	28,172,052.59
October 2014	124,458,684.17	February 2019	64,470,143.08	June 2023	27,704,443.92
November 2014	123,135,193.82	March 2019	63,477,709.23	July 2023	27,243,986.30
December 2014	121,818,958.89	April 2019	62,490,797.28	August 2023	26,790,575.18

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 . . .	\$ 26,344,107.49	April 2028	\$ 10,004,263.23	November 2032	\$ 3,286,135.03
October 2023	25,904,481.63	May 2028	9,819,846.60	December 2032	3,212,790.95
November 2023	25,471,597.44	June 2028	9,638,394.75	January 2033	3,140,716.48
December 2023	25,045,356.20	July 2028	9,459,863.09	February 2033	3,069,891.77
January 2024	24,625,660.59	August 2028	9,284,207.67	March 2033	3,000,297.31
February 2024	24,212,414.67	September 2028 . . .	9,111,385.21	April 2033	2,931,913.84
March 2024	23,805,523.86	October 2028	8,941,353.03	May 2033	2,864,722.41
April 2024	23,404,894.96	November 2028	8,774,069.07	June 2033	2,798,704.33
May 2024	23,010,436.06	December 2028	8,609,491.89	July 2033	2,733,841.21
June 2024	22,622,056.60	January 2029	8,447,580.64	August 2033	2,670,114.92
July 2024	22,239,667.27	February 2029	8,288,295.07	September 2033 . . .	2,607,507.60
August 2024	21,863,180.07	March 2029	8,131,595.51	October 2033	2,546,001.66
September 2024 . . .	21,492,508.23	April 2029	7,977,442.87	November 2033	2,485,579.76
October 2024	21,127,566.25	May 2029	7,825,798.64	December 2033	2,426,224.82
November 2024	20,768,269.80	June 2029	7,676,624.83	January 2034	2,367,920.04
December 2024	20,414,535.81	July 2029	7,529,884.04	February 2034	2,310,648.82
January 2025	20,066,282.37	August 2029	7,385,539.40	March 2034	2,254,394.86
February 2025	19,723,428.73	September 2029 . . .	7,243,554.58	April 2034	2,199,142.07
March 2025	19,385,895.32	October 2029	7,103,893.77	May 2034	2,144,874.61
April 2025	19,053,603.69	November 2029	6,966,521.69	June 2034	2,091,576.87
May 2025	18,726,476.52	December 2029	6,831,403.57	July 2034	2,039,233.48
June 2025	18,404,437.59	January 2030	6,698,505.14	August 2034	1,987,829.30
July 2025	18,087,411.77	February 2030	6,567,792.65	September 2034 . . .	1,937,349.41
August 2025	17,775,325.03	March 2030	6,439,232.81	October 2034	1,887,779.12
September 2025 . . .	17,468,104.35	April 2030	6,312,792.85	November 2034	1,839,103.95
October 2025	17,165,677.81	May 2030	6,188,440.46	December 2034	1,791,309.64
November 2025	16,867,974.49	June 2030	6,066,143.79	January 2035	1,744,382.14
December 2025	16,574,924.49	July 2030	5,945,871.47	February 2035	1,698,307.63
January 2026	16,286,458.92	August 2030	5,827,592.60	March 2035	1,653,072.48
February 2026	16,002,509.86	September 2030 . . .	5,711,276.70	April 2035	1,608,663.26
March 2026	15,723,010.39	October 2030	5,596,893.77	May 2035	1,565,066.75
April 2026	15,447,894.53	November 2030	5,484,414.21	June 2035	1,522,269.93
May 2026	15,177,097.25	December 2030	5,373,808.89	July 2035	1,480,259.96
June 2026	14,910,554.47	January 2031	5,265,049.09	August 2035	1,439,024.22
July 2026	14,648,203.01	February 2031	5,158,106.51	September 2035 . . .	1,398,550.26
August 2026	14,389,980.61	March 2031	5,052,953.26	October 2035	1,358,825.82
September 2026 . . .	14,135,825.90	April 2031	4,949,561.86	November 2035	1,319,838.82
October 2026	13,885,678.38	May 2031	4,847,905.25	December 2035	1,281,577.38
November 2026	13,639,478.45	June 2031	4,747,956.74	January 2036	1,244,029.78
December 2026	13,397,167.34	July 2031	4,649,690.05	February 2036	1,207,184.48
January 2027	13,158,687.13	August 2031	4,553,079.29	March 2036	1,171,030.12
February 2027	12,923,980.75	September 2031 . . .	4,458,098.93	April 2036	1,135,555.52
March 2027	12,692,991.93	October 2031	4,364,723.82	May 2036	1,100,749.64
April 2027	12,465,665.22	November 2031	4,272,929.20	June 2036	1,066,601.63
May 2027	12,241,945.98	December 2031	4,182,690.65	July 2036	1,033,100.81
June 2027	12,021,780.34	January 2032	4,093,984.11	August 2036	1,000,236.63
July 2027	11,805,115.21	February 2032	4,006,785.90	September 2036 . . .	967,998.74
August 2027	11,591,898.27	March 2032	3,921,072.66	October 2036	936,376.91
September 2027 . . .	11,382,077.96	April 2032	3,836,821.39	November 2036	905,361.09
October 2027	11,175,603.45	May 2032	3,754,009.42	December 2036	874,941.38
November 2027	10,972,424.64	June 2032	3,672,614.41	January 2037	845,108.01
December 2027	10,772,492.19	July 2032	3,592,614.37	February 2037	815,851.38
January 2028	10,575,757.42	August 2032	3,513,987.61	March 2037	787,162.02
February 2028	10,382,172.40	September 2032 . . .	3,436,712.78	April 2037	759,030.63
March 2028	10,191,689.86	October 2032	3,360,768.83	May 2037	731,448.01

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>
June 2037	\$ 704,405.15	August 2038	\$ 377,733.29	October 2039	\$ 133,662.38
July 2037	677,893.13	September 2038 . . .	357,791.20	November 2039	118,901.25
August 2037	651,903.19	October 2038	338,261.69	December 2039	104,464.58
September 2037 . . .	626,426.71	November 2038	319,137.80	January 2040	90,346.77
October 2037	601,455.18	December 2038	300,412.69	February 2040	76,542.33
November 2037	576,980.24	January 2039	282,079.63	March 2040	63,045.85
December 2037	552,993.65	February 2039	264,131.97	April 2040	49,851.98
January 2038	529,487.29	March 2039	246,563.19	May 2040	36,955.50
February 2038	506,453.17	April 2039	229,366.86	June 2040	24,351.22
March 2038	483,883.43	May 2039	212,536.64	July 2040	12,034.07
April 2038	461,770.31	June 2039	196,066.29	August 2040 and thereafter	0.00
May 2038	440,106.19	July 2039	179,949.69		
June 2038	418,883.56	August 2039	164,180.79		
July 2038	398,095.02	September 2039 . . .	148,753.64		

YA Class Targeted Balances

<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>	<u>Distribution Date</u>	<u>Targeted Balance</u>
Initial Balance	\$65,000,000.00	October 2012	\$44,221,451.24	November 2014	\$13,907,638.15
October 2010	64,859,393.03	November 2012	42,790,403.38	December 2014	13,048,811.75
November 2010	64,655,520.87	December 2012	41,330,831.91	January 2015	12,214,210.06
December 2010	64,388,521.10	January 2013	39,845,195.45	February 2015	11,403,422.23
January 2011	64,058,644.33	February 2013	38,335,997.72	March 2015	10,616,043.53
February 2011	63,666,254.50	March 2013	36,861,792.83	April 2015	9,851,675.22
March 2011	63,211,828.92	April 2013	35,422,011.67	May 2015	9,109,924.47
April 2011	62,695,958.16	May 2013	34,016,093.46	June 2015	8,390,404.26
May 2011	62,119,345.46	June 2013	32,643,485.61	July 2015	7,692,733.36
June 2011	61,482,806.09	July 2013	31,303,643.61	August 2015	7,016,536.18
July 2011	60,787,266.29	August 2013	29,996,030.92	September 2015	6,361,442.73
August 2011	60,033,761.99	September 2013	28,720,118.86	October 2015	5,727,088.50
September 2011	59,223,437.27	October 2013	27,475,386.50	November 2015	5,113,114.46
October 2011	58,357,542.51	November 2013	26,261,320.56	December 2015	4,519,166.87
November 2011	57,437,432.37	December 2013	25,077,415.26	January 2016	3,944,897.31
December 2011	56,464,563.35	January 2014	23,923,172.27	February 2016	3,389,962.54
January 2012	55,440,491.23	February 2014	22,798,100.57	March 2016	2,854,024.49
February 2012	54,366,868.23	March 2014	21,701,716.34	April 2016	2,336,750.08
March 2012	53,245,439.85	April 2014	20,633,542.92	May 2016	1,837,811.27
April 2012	52,078,041.53	May 2014	19,593,110.63	June 2016	1,356,884.89
May 2012	50,866,595.08	June 2014	18,579,956.71	July 2016	893,652.65
June 2012	49,613,104.86	July 2014	17,593,625.22	August 2016	447,801.00
July 2012	48,319,653.75	August 2014	16,633,666.95	September 2016	19,021.13
August 2012	46,988,398.89	September 2014	15,699,639.32	October 2016 and thereafter	0.00
September 2012	45,621,567.30	October 2014	14,791,106.25		

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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\$462,185,178



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-120**

PROSPECTUS SUPPLEMENT

Jefferies & Company

September 24, 2010
