

\$839,540,872



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-155**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

- Fannie Mae MBS 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
AP . . .	1	\$138,217,046	PAC	2.15%	FIX	31397Q 4J4	March 2035
PI . . .	1	63,925,383(2)	NTL	4.00	FIX/IO	31397Q4K1	March 2035
PC(3) . .	1	65,209,798	PAC	4.00	FIX	31397Q4L9	February 2040
PD(3) . .	1	15,251,637	PAC	4.00	FIX	31397Q4M7	January 2041
FA . . .	1	43,211,011	SUP	(4)	FLT	31397Q4N5	January 2041
SA . . .	1	21,605,506	SUP	(4)	INV	31397Q4P0	January 2041
JA . . .	2	75,000,000	PAC	4.00	FIX	31397Q4Q8	March 2035
JW . . .	2	50,000,000	PAC	2.20	FIX	31397Q4R6	March 2035
JI . . .	2	22,500,000(2)	NTL	4.00	FIX/IO	31397Q4S4	March 2035
JB . . .	2	3,820,490	PAC	4.00	FIX	31397Q4T2	August 2035
JC . . .	2	52,708,821	PAC	4.00	FIX	31397Q4U9	December 2039
JG(3) . .	2	5,232,925	PAC/AD	4.00	FIX	31397Q4V7	December 2023
JH(3) . .	2	2,912,362	PAC/AD	4.00	FIX	31397Q4W5	December 2028
JZ(3) . .	2	7,811,888	PAC	4.00	FIX/Z	31397Q4X3	January 2041
FJ . . .	2	14,021,565	SUP	(4)	FLT	31397Q4Y1	March 2040
SJ . . .	2	28,043,130	SUP	(4)	INV	31397Q4Z8	March 2040
TB . . .	2	500,000	SUP	4.00	FIX	31397Q5A2	January 2041
JE . . .	2	8,767,150	SUP	4.25	FIX	31397Q5B0	January 2041
JO . . .	2	547,947	SUP	0.00	PO	31397Q5C8	January 2041
YB . . .	2	3,505,391	SUP	4.00	FIX	31397Q5D6	September 2040
YC . . .	2	3,038,006	SUP	4.00	FIX	31397Q5E4	January 2041

(Table continued on next page)

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 PB and JD 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 December 30, 2010.

Carefully consider the risk factors starting 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.

UBS Investment Bank

December 22, 2010

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
KL	3	\$10,000,000	PT	2.75%	FIX	31397Q5F1	January 2021
KJ	3	10,001,241	PT	2.50	FIX	31397Q5G9	January 2021
KG	3	28,750,000	PT	2.00	FIX	31397Q5H7	January 2021
KI	3	12,083,540(2)	NTL	3.00	FIX/IO	31397Q5J3	January 2021
C	4	19,606,989	SEQ	4.00	FIX	31397Q5K0	May 2030
D	4	1,251,509	SEQ	4.00	FIX	31397Q5L8	January 2031
A	5	87,000,000	SEQ	3.50	FIX	31397Q5M6	September 2025
AB	5	10,000,000	SEQ	3.25	FIX	31397Q5N4	September 2025
AC	5	10,000,000	SEQ	3.75	FIX	31397Q5P9	September 2025
B	5	4,274,130	SEQ	3.50	FIX	31397Q5Q7	January 2026
PL	6	87,032,000	SC/PAC	5.00	FIX	31397Q5R5	July 2040
CL	6	22,220,330	SC/SUP	5.00	FIX	31397Q5S3	July 2040
AG	7	10,000,000	PT	2.50	FIX	31397Q5T1	January 2021
IO	7	1,666,666(2)	NTL	3.00	FIX/IO	31397Q5U8	January 2021
R		0	NPR	0	NPR	31397Q5V6	January 2041
RL		0	NPR	0	NPR	31397Q5W4	January 2041

- (1) See “Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*” in the REMIC prospectus.
(2) Notional balances. These classes are interest only classes. See page S-6 for a description of how their notional balances are calculated.

- (3) Exchangeable classes.
(4) Based on LIBOR.

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
AVAILABLE INFORMATION	S- 3	<i>The Inverse Floating Rate</i>	
SUMMARY	S- 4	<i>Classes</i>	S-16
ADDITIONAL RISK FACTORS	S- 8	<i>The Fixed Rate Interest Only</i>	
DESCRIPTION OF THE		<i>Classes</i>	S-17
CERTIFICATES	S- 9	<i>The Principal Only Class</i>	S-18
GENERAL	S- 9	WEIGHTED AVERAGE LIVES OF THE	
<i>Structure</i>	S- 9	CERTIFICATES	S-18
<i>Fannie Mae Guaranty</i>	S-10	DECREMENT TABLES	S-19
<i>Characteristics of Certificates</i>	S-10	CHARACTERISTICS OF THE RESIDUAL	
<i>Authorized Denominations</i>	S-10	CLASSES	S-25
THE TRUST MBS	S-10	CERTAIN ADDITIONAL FEDERAL	
THE GROUP 6 UNDERLYING REMIC AND		INCOME TAX CONSEQUENCES . .	S-25
RCR CERTIFICATES	S-11	U.S. TREASURY CIRCULAR 230 NOTICE . .	S-25
DISTRIBUTIONS OF INTEREST	S-11	REMIC ELECTIONS AND SPECIAL TAX	
<i>General</i>	S-11	ATTRIBUTES	S-26
<i>Delay Classes and No-Delay</i>		TAXATION OF BENEFICIAL OWNERS OF	
<i>Classes</i>	S-12	REGULAR CERTIFICATES	S-26
<i>Accrual Class</i>	S-12	TAXATION OF BENEFICIAL OWNERS OF	
DISTRIBUTIONS OF PRINCIPAL	S-12	RESIDUAL CERTIFICATES	S-26
STRUCTURING ASSUMPTIONS	S-13	TAXATION OF BENEFICIAL OWNERS OF	
<i>Pricing Assumptions</i>	S-13	RCR CERTIFICATES	S-27
<i>Prepayment Assumptions</i>	S-14	PLAN OF DISTRIBUTION	S-27
<i>Principal Balance Schedules</i>	S-14	LEGAL MATTERS	S-27
YIELD TABLES	S-15	EXHIBIT A	A- 1
<i>General</i>	S-15	SCHEDULE 1	A- 2
		PRINCIPAL BALANCE	
		SCHEDULES	B- 1

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 6 Class or the R or RL Class, the disclosure document relating to the underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Document”); 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 Document 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 Document by writing or calling the dealer at:

UBS Securities LLC
MBS Trade Support
480 Washington Boulevard, 12th Floor
Jersey City, New Jersey 07310
(telephone 1-201-793-6918).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of December 1, 2010. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS
6	Class 2010-77-PA RCR Certificate Class 2010-77-PC REMIC Certificate Class 2010-77-PD REMIC Certificate
7	Group 7 MBS

Group 1, Group 2, Group 3, Group 4, Group 5 and Group 7

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	\$283,494,998	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS	\$255,909,675	4.00%	4.25% to 6.50%	241 to 360
Group 3 MBS	\$ 48,751,241	3.00%	3.25% to 5.50%	85 to 120
Group 4 MBS	\$ 20,858,498	4.00%	4.25% to 6.50%	181 to 240
Group 5 MBS	\$111,274,130	3.50%	3.75% to 6.00%	121 to 180
Group 7 MBS	\$ 10,000,000	3.00%	3.25% to 5.50%	85 to 120

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	\$283,494,998	360	354	3	4.466%
Group 2 MBS	\$255,909,675	360	356	2	4.418%
Group 3 MBS	\$ 48,751,241	120	119	1	3.588%
Group 4 MBS	\$ 20,858,498	240	236	4	4.443%
Group 5 MBS	\$111,274,130	180	179	1	4.000%
Group 7 MBS	\$ 10,000,000	120	119	1	3.528%

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 6

Exhibit A describes the underlying REMIC and RCR certificates in Group 6, 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 document as described on page S-3.

Settlement Date

We expect to issue the certificates on December 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.

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>
FA.....	1.2530%	6.0%	1.0%	LIBOR + 100 basis points
SA.....	9.4940%	10.0%	0.0%	10% – (2 × LIBOR)
FJ.....	1.2530%	6.0%	1.0%	LIBOR + 100 basis points
SJ.....	5.3735%	5.5%	3.0%	5.5% – (0.5 × 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>	
PI	46.2499994393% of the AP Class
JI	45% of the JW Class
KI	8.3333333333% of the KL Class
	<i>plus</i>
	16.6666666667% of the KJ Class
	<i>plus</i>
	33.3333333333% of the KG Class
IO	16.6666660000% of the AG Class

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>
AP and PI	12.9	4.4	3.9	3.9	3.9	2.7	2.0
PC	23.5	11.6	10.9	10.9	10.9	6.0	3.9
PD	26.3	20.0	20.0	20.0	20.0	11.3	6.9
FA and SA	28.4	20.9	18.7	7.6	3.0	1.3	0.9
PB	24.1	13.2	12.6	12.6	12.6	7.0	4.5

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>
JA, JW and JI	12.9	4.4	4.0	4.0	4.0	2.7	2.1
JB	21.3	9.0	8.0	8.0	8.0	4.5	3.1
JC	23.6	11.7	11.0	11.0	11.0	6.1	4.0
JG	7.0	7.0	7.0	7.0	7.0	6.1	4.5
JH	15.5	14.9	14.9	14.9	14.9	9.0	5.8
JZ	26.2	19.8	19.8	19.8	19.8	11.8	7.5
FJ and SJ	27.9	18.8	16.1	3.6	2.2	1.1	0.8
TB, JE and JO	29.6	26.8	25.8	17.9	5.2	2.0	1.4
YB	29.4	25.5	24.1	14.2	4.5	1.9	1.4
YC	29.8	28.3	27.7	22.3	6.1	2.1	1.5
JD	26.2	19.5	19.5	19.5	19.5	11.0	6.8

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>241%</u>	<u>500%</u>	<u>800%</u>
KL, KJ, KG and KI	5.5	4.6	3.8	2.9	2.2

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>240%</u>	<u>500%</u>	<u>800%</u>
C	11.6	7.4	4.8	2.9	2.0
D	19.7	18.5	15.8	10.1	6.5

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>142%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>
A, AB and AC.....	8.4	6.2	5.6	4.1	3.0	2.2
B.....	14.8	14.5	14.3	12.9	10.2	7.0

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>650%</u>	<u>700%</u>	<u>900%</u>	<u>1200%</u>	<u>1500%</u>	<u>2300%</u>
PL.....	17.6	7.8	3.8	2.3	2.3	2.3	1.8	1.5	1.0
CL.....	27.5	21.0	11.1	4.3	3.5	0.9	0.5	0.4	0.3

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>				
	<u>0%</u>	<u>100%</u>	<u>241^e%</u>	<u>500%</u>	<u>800%</u>
AG and IO.....	5.5	4.6	3.8	2.9	2.2

* 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 backing the Group 5 MBS and the Group 6 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 5 and Group 6 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.

Payments on the Group 6 Classes also will be affected by the applicable payment priority governing the related underlying REMIC and RCR certificates. If you invest in a Group 6 Class, the rate at which you receive payments will be affected by the applicable priority sequence governing principal payments on the Group 6 Underlying REMIC and RCR Certificates.

In particular, as described in the Underlying REMIC Disclosure Document, principal payments on the Group 6 Underlying REMIC and RCR Certificates are governed by a principal balance schedule. As a result, the Group 6 Underlying REMIC and RCR Certificates may experience principal payments faster or slower than would otherwise have been the case. In some cases, they may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule over time may be eliminated. In such a case, the Group 6 Underlying REMIC and RCR Certificates would experience principal payments at rates that may vary widely

from period to period. This prospectus supplement contains no information as to whether

- the Group 6 Underlying REMIC and RCR Certificates have adhered to the related principal balance schedule,
- any related support classes remain outstanding, or

- the Group 6 Underlying REMIC and RCR Certificates otherwise have performed as originally anticipated.

You may obtain additional information about the Group 6 Underlying REMIC and RCR Certificates by reviewing their current class factors in light of other information available in the Underlying REMIC Disclosure Document. You may obtain that document from us as described on page S-3.

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 December 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:

- six groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS,” “Group 5 MBS” and “Group 7 MBS,” and together, the “Trust MBS”), and
- certain previously issued REMIC and RCR certificates (the “Group 6 Underlying REMIC and RCR Certificates,”) issued from the related Fannie Mae REMIC trust (the “Underlying REMIC Trust”) as further described in Exhibit A.

The Group 6 Underlying REMIC and RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the “MBS”).

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

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

The following chart contains information about the assets, the “regular interests” and the “residual interests” of each REMIC. The REMIC Certificates other than the R and RL Classes

are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R and RL Classes are collectively referred to as the “Residual Classes” or “Residual Certificates.”

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC . . .	Trust MBS and Group 6 Underlying REMIC and RCR Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC . . .	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Group 6 Underlying REMIC and RCR Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Document. 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, Principal Only and Inverse Floating Rate Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The 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 2 MBS, up to 10 years in the case of the Group 3 MBS and Group 7 MBS, up to 20 years in the case of the Group 4 MBS, and up to 15 years in the case of the Group 5 MBS.

In addition, the pools underlying the Group 5 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 periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 5

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 2, Group 3, Group 4, Group 5 and Group 7—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

The Group 6 Underlying REMIC and RCR Certificates

The Group 6 Underlying REMIC and RCR Certificates represent beneficial ownership interests in the related Underlying REMIC Trust. The assets of that trust consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

In addition, the pools of mortgage loans backing the Group 6 Underlying REMIC and RCR Certificates have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balance that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools backing the Group 6 Underlying REMIC and RCR Certificates, see the Final Data Statement for the related trust and the related prospectus supplement for each MBS. See also “Additional Risk Factors—*“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in this prospectus supplement.

Distributions on the Group 6 Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 6 Underlying REMIC and RCR Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 6 Underlying REMIC and RCR Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Group 6 Underlying REMIC and RCR Certificates.

For further information about the Group 6 Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 6 Underlying REMIC and RCR Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. 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 that document 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 Class) on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Class, see “—*Accrual Class*” below.

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
All interest-bearing Classes	—

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

The Dealer will treat the Principal Only Class as a delay Class solely for the purpose of facilitating trading.

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

Distributions of Principal

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

• Group 1

The Group 1 Principal Distribution Amount in the following priority:

- | | |
|---|-------------------|
| 1. To Aggregate Group I to its Planned Balance. | } PAC Group |
| 2. To FA and SA, pro rata, until retired. | } Support Classes |
| 3. To Aggregate Group I to zero. | } PAC Group |

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

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

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

• Group 2

The JZ Accrual Amount to JG and JH, in that order, until retired, and thereafter to JZ. } Accretion Directed Classes and Accrual Class

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

- | | |
|--|-------------------|
| 1. To Aggregate Group II to its Planned Balance. | } PAC Group |
| 2. To FJ and SJ, pro rata, until retired. | } Support Classes |
| 3. — 60.0000036678% as follows: | |
| — 5.0941931598% to TB until retired, and | |
| — 94.9058068402% to JE and JO, pro rata, until retired, and | } Support Classes |
| — 39.9999963322% to YB and YC, in that order, until retired. | |
| 4. To Aggregate Group II to zero. | } PAC Group |

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

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

“Aggregate Group II” consists of the JA, JW, JB, JC, JG, JH and JZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

first, to JA and JW, pro rata until retired; and

second, to JB, JC, JG, JH and JZ, in that order, until retired.

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

- *Group 3*

The Group 3 Principal Distribution Amount to KL, KJ and KG, pro rata, until retired. } **Pass-Through Classes**

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

- *Group 4*

The Group 4 Principal Distribution Amount to C and D, in that order, until retired. } **Sequential Pay Classes**

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

- *Group 5*

The Group 5 Principal Distribution Amount in the following priority:

1. To A, AB and AC, pro rata, until retired.

2. To B until retired.

} **Sequential Pay Classes**

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

- *Group 6*

The Group 6 Principal Distribution Amount in the following priority:

1. To PL to its Planned Balance.

2. To CL until retired.

3. To PL until retired.

} **PAC Class**
} **Support Class**
} **PAC Class** } **Structured Collateral**

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

- *Group 7*

The Group 7 Principal Distribution Amount to AG until retired.

} **Pass-Through Class**

The “Group 7 Principal Distribution Amount” is the principal then paid on the Group 7 MBS.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Group 6 Underlying REMIC and RCR Certificates, the priority sequence governing

principal payments on the Group 6 Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2, Group 3, Group 4, Group 5 and Group 7—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 December 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 applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group or a Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group or Class 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 Groups. 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 related Aggregate Group schedules). If such separate schedules had been provided for the individual Classes included in each Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the related Aggregate Group.

<u>Groups and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
Aggregate Group II Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
PL Class Planned Balances	Between 650% and 900% PSA	(1)

(1) The Planned Balances for the PL Class have been structured between 650% and 900% PSA, but only hold between 651% and 899% PSA.

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I AP, PC and PD
Aggregate Group II JA, JW, JB, JC, JG, JH and JZ

See “—Decrement Tables” below for the percentages of original principal balances of the individual Classes included in the Aggregate Groups that would be outstanding at various *constant* PSA rates, including the upper and lower bands of the Structuring Ranges, based on the Pricing Assumptions.

We cannot assure you that the balance of any Aggregate Group or Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of any Aggregate Group or Class will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

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 an Aggregate Group or the PL Class to its scheduled balance in any month. As a result, the

likelihood of reducing an Aggregate Group or the PL 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 a Structuring Range or an Effective Range, principal distributions may be insufficient to reduce the Aggregate Groups or the PL Class to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges 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 Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Groups and the PL Class might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Aggregate Group or Class that has a scheduled balance will be supported by one or more other Classes. When the related supporting Classes are retired, the Aggregate Group or Class receiving the benefit of that support, 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 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.

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 those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
SA	94.625%
SJ	98.000%

* 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.

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>
0.120%	10.5%	10.5%	10.6%	11.2%	12.0%	14.2%	16.0%
0.253%	10.2%	10.3%	10.3%	10.9%	11.7%	13.9%	15.7%
2.253%	6.0%	6.0%	6.0%	6.6%	7.6%	9.8%	11.7%
4.253%	1.8%	1.8%	1.8%	2.3%	3.4%	5.8%	7.7%
5.000%	0.2%	0.3%	0.3%	0.8%	1.9%	4.3%	6.3%

**Sensitivity of the SJ 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>120%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>
0.120%	5.6%	5.6%	5.7%	6.0%	6.3%	7.1%	7.7%
0.253%	5.6%	5.6%	5.6%	6.0%	6.3%	7.0%	7.6%
2.253%	4.5%	4.6%	4.6%	5.0%	5.3%	6.0%	6.7%
4.253%	3.5%	3.5%	3.5%	3.9%	4.3%	5.1%	5.8%
5.000%	3.1%	3.1%	3.2%	3.6%	3.9%	4.7%	5.4%

The Fixed Rate Interest Only Classes. 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 yield to maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:

<u>Class</u>	<u>% PSA</u>
PI	374%
JI	357%
KI	301%
IO	466%

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 the applicable 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>
PI	12.625%
JI	13.250%
KI	10.500%
IO	8.750%

* 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.

Sensitivity of the PI Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>
Pre-Tax Yields to Maturity	20.6%	12.0%	8.4%	8.4%	8.4%	(11.1)%	(35.4)%

Sensitivity of the JI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	120%	200%	250%	500%	800%
Pre-Tax Yields to Maturity	19.0%	10.5%	6.9%	6.9%	6.9%	(12.1)%	(35.2)%

Sensitivity of the KI Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	241%	500%	800%
Pre-Tax Yields to Maturity	10.9%	8.7%	2.6%	(9.1)%	(23.5)%

Sensitivity of the IO Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	241%	500%	800%
Pre-Tax Yields to Maturity	18.1%	16.0%	10.0%	(1.5)%	(15.7)%

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

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 Principal Only Class (expressed as a percentage of original principal balance) is as follows:

<u>Class</u>	<u>Price</u>
JO	46.0%

Sensitivity of the JO Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	120%	200%	250%	500%	800%
Pre-Tax Yields to Maturity	2.8%	2.9%	3.0%	4.5%	15.6%	42.6%	63.1%

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 2, Group 4, Group 5 and Group 6 Classes and
- in the case of the Group 6 Classes, the priority sequence affecting principal payments on the Group 6 Underlying REMIC and RCR Certificates.

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

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	6.50%
Group 2 MBS	360 months	360 months	6.50%
Group 3 MBS	120 months	120 months	5.50%
Group 4 MBS	240 months	240 months	6.50%
Group 5 MBS	180 months	180 months	6.00%
Group 6 Underlying REMIC and RCR Certificates	360 months	354 months	7.50%
Group 7 MBS	120 months	120 months	5.50%

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

Date	AP and PI† Classes							PC Class							PD Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	93	92	92	92	92	92	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	95	81	78	78	78	78	51	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2013	93	66	62	62	62	39	0	100	100	100	100	100	100	96	100	100	100	100	100	100	100
December 2014	90	53	47	47	47	8	0	100	100	100	100	100	100	37	100	100	100	100	100	100	100
December 2015	87	40	33	33	33	0	0	100	100	100	100	100	73	8	100	100	100	100	100	100	100
December 2016	84	28	20	20	20	0	0	100	100	100	100	100	43	0	100	100	100	100	100	100	67
December 2017	80	17	8	8	8	0	0	100	100	100	100	100	22	0	100	100	100	100	100	100	34
December 2018	77	7	0	0	0	0	0	100	100	94	94	94	7	0	100	100	100	100	100	100	17
December 2019	73	0	0	0	0	0	0	100	94	74	74	74	0	0	100	100	100	100	100	89	9
December 2020	69	0	0	0	0	0	0	100	75	57	57	57	0	0	100	100	100	100	100	61	4
December 2021	64	0	0	0	0	0	0	100	57	42	42	42	0	0	100	100	100	100	100	41	2
December 2022	60	0	0	0	0	0	0	100	40	31	31	31	0	0	100	100	100	100	100	28	1
December 2023	55	0	0	0	0	0	0	100	24	21	21	21	0	0	100	100	100	100	100	19	1
December 2024	49	0	0	0	0	0	0	100	13	13	13	13	0	0	100	100	100	100	100	12	*
December 2025	44	0	0	0	0	0	0	100	6	6	6	6	0	0	100	100	100	100	100	8	*
December 2026	38	0	0	0	0	0	0	100	*	*	*	*	0	0	100	100	100	100	100	6	*
December 2027	31	0	0	0	0	0	0	100	0	0	0	0	0	0	100	81	81	81	81	4	*
December 2028	24	0	0	0	0	0	0	100	0	0	0	0	0	0	100	64	64	64	64	2	*
December 2029	17	0	0	0	0	0	0	100	0	0	0	0	0	0	100	51	51	51	51	2	*
December 2030	9	0	0	0	0	0	0	100	0	0	0	0	0	0	100	40	40	40	40	1	*
December 2031	1	0	0	0	0	0	0	100	0	0	0	0	0	0	100	31	31	31	31	1	*
December 2032	0	0	0	0	0	0	0	82	0	0	0	0	0	0	100	24	24	24	24	*	*
December 2033	0	0	0	0	0	0	0	62	0	0	0	0	0	0	100	18	18	18	18	*	*
December 2034	0	0	0	0	0	0	0	41	0	0	0	0	0	0	100	13	13	13	13	*	*
December 2035	0	0	0	0	0	0	0	18	0	0	0	0	0	0	100	9	9	9	9	*	*
December 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	70	6	6	6	6	*	*
December 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	4	4	4	4	4	*	*
December 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	2	2	2	2	2	*	*
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	1	1	1	1	*	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	12.9	4.4	3.9	3.9	3.9	2.7	2.0	23.5	11.6	10.9	10.9	10.9	6.0	3.9	26.3	20.0	20.0	20.0	20.0	11.3	6.9

Date	FA and SA Classes							PB Class							JA, JW and JI† Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	93	89	69	44	100	100	100	100	100	100	100	98	93	92	92	92	92	92
December 2012	100	100	100	80	68	8	0	100	100	100	100	100	100	100	95	82	79	79	79	79	56
December 2013	100	100	100	64	43	0	0	100	100	100	100	100	100	97	93	67	63	63	63	41	1
December 2014	100	100	100	52	25	0	0	100	100	100	100	100	100	49	90	54	48	48	48	10	0
December 2015	100	100	100	44	13	0	0	100	100	100	100	100	78	25	87	41	34	34	34	0	0
December 2016	100	100	100	38	5	0	0	100	100	100	100	100	53	13	84	29	21	21	21	0	0
December 2017	100	100	100	34	1	0	0	100	100	100	100	100	36	6	80	18	9	9	9	0	0
December 2018	100	100	100	32	*	0	0	100	100	95	95	95	25	3	77	8	0	0	0	0	0
December 2019	100	100	99	31	0	0	0	100	95	79	79	79	17	2	73	0	0	0	0	0	0
December 2020	100	100	97	29	0	0	0	100	80	65	65	65	11	1	69	0	0	0	0	0	0
December 2021	100	100	93	27	0	0	0	100	65	53	53	53	8	*	64	0	0	0	0	0	0
December 2022	100	100	88	25	0	0	0	100	51	44	44	44	5	*	60	0	0	0	0	0	0
December 2023	100	100	83	23	0	0	0	100	39	36	36	36	4	*	55	0	0	0	0	0	0
December 2024	100	97	77	21	0	0	0	100	29	29	29	29	2	*	49	0	0	0	0	0	0
December 2025	100	90	71	18	0	0	0	100	24	24	24	24	2	*	44	0	0	0	0	0	0
December 2026	100	83	64	16	0	0	0	100	19	19	19	19	1	*	38	0	0	0	0	0	0
December 2027	100	76	58	14	0	0	0	100	15	15	15	15	1	*	31	0	0	0	0	0	0
December 2028	100	69	52	12	0	0	0	100	12	12	12	12	*	*	24	0	0	0	0	0	0
December 2029	100	61	46	10	0	0	0	100	10	10	10	10	*	*	17	0	0	0	0	0	0
December 2030	100	54	40	9	0	0	0	100	8	8	8	8	*	*	9	0	0	0	0	0	0
December 2031	100	47	35	7	0	0	0	100	6	6	6	6	*	*	1	0	0	0	0	0	0
December 2032	100	41	30	6	0	0	0	86	5	5	5	5	*	*	0	0	0	0	0	0	0
December 2033	100	34	25	5	0	0	0	69	3	3	3	3	*	*	0	0	0	0	0	0	0
December 2034	100	28	20	4	0	0	0	52	2	2	2	2	*	*	0	0	0	0	0	0	0
December 2035	100	22	16	3	0	0	0	33	2	2	2	2	*	*	0	0	0	0	0	0	0
December 2036	100	17	12	2	0	0	0	13	1	1	1	1	*	*	0	0	0	0	0	0	0
December 2037	89	12	8	1	0	0	0	1	1	1	1	1	*	*	0	0	0	0	0	0	0
December 2038	62	7	5	1	0	0	0	*	*	*	*	*	*	0	0	0	0	0	0	0	0
December 2039	32	2	1	*	0	0	0	*	*	*	*	*	*	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.4	20.9	18.7	7.6	3.0	1.3	0.9	24.1	13.2	12.6	12.6	12.6	7.0	4.5	12.9	4.4	4.0	4.0	4.0	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	JB Class							JC Class							JG Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	94	94	94	94	94	94	94
December 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	88	88	88	88	88	88	88
December 2013	100	100	100	100	100	100	100	100	100	100	100	100	100	100	81	81	81	81	81	81	81
December 2014	100	100	100	100	100	100	0	100	100	100	100	100	100	41	74	74	74	74	74	74	74
December 2015	100	100	100	100	100	0	0	100	100	100	100	100	80	6	67	67	67	67	67	67	67
December 2016	100	100	100	100	100	0	0	100	100	100	100	100	45	0	60	60	60	60	60	60	0
December 2017	100	100	100	100	100	0	0	100	100	100	100	100	21	0	52	52	52	52	52	52	0
December 2018	100	100	38	38	38	0	0	100	100	100	100	100	5	0	44	44	44	44	44	44	0
December 2019	100	33	0	0	0	0	0	100	100	80	80	80	0	0	35	35	35	35	35	0	0
December 2020	100	0	0	0	0	0	0	100	81	60	60	60	0	0	27	27	27	27	27	0	0
December 2021	100	0	0	0	0	0	0	100	61	44	44	44	0	0	18	18	18	18	18	0	0
December 2022	100	0	0	0	0	0	0	100	42	31	31	31	0	0	8	8	8	8	8	0	0
December 2023	100	0	0	0	0	0	0	100	24	20	20	20	0	0	0	0	0	0	0	0	0
December 2024	100	0	0	0	0	0	0	100	10	10	10	10	0	0	0	0	0	0	0	0	0
December 2025	100	0	0	0	0	0	0	100	3	3	3	3	0	0	0	0	0	0	0	0	0
December 2026	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2027	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2028	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2029	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2031	100	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	88	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	66	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2034	0	0	0	0	0	0	0	41	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2035	0	0	0	0	0	0	0	16	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.3	9.0	8.0	8.0	8.0	4.5	3.1	23.6	11.7	11.0	11.0	11.0	6.1	4.0	7.0	7.0	7.0	7.0	7.0	6.1	4.5

Date	JH Class							JZ Class							FJ and SJ Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	100	100	104	104	104	104	104	104	104	100	100	100	92	87	61	30
December 2012	100	100	100	100	100	100	100	108	108	108	108	108	108	108	100	100	100	74	58	0	0
December 2013	100	100	100	100	100	100	100	113	113	113	113	113	113	113	100	100	100	52	23	0	0
December 2014	100	100	100	100	100	100	100	117	117	117	117	117	117	117	100	100	100	35	0	0	0
December 2015	100	100	100	100	100	100	100	122	122	122	122	122	122	122	100	100	100	23	0	0	0
December 2016	100	100	100	100	100	100	0	127	127	127	127	127	127	125	100	100	100	14	0	0	0
December 2017	100	100	100	100	100	100	0	132	132	132	132	132	132	63	100	100	100	9	0	0	0
December 2018	100	100	100	100	100	100	0	138	138	138	138	138	138	32	100	100	100	6	0	0	0
December 2019	100	100	100	100	100	49	0	143	143	143	143	143	143	16	100	100	99	4	0	0	0
December 2020	100	100	100	100	100	0	0	149	149	149	149	149	110	8	100	100	96	2	0	0	0
December 2021	100	100	100	100	100	0	0	155	155	155	155	155	74	4	100	100	90	0	0	0	0
December 2022	100	100	100	100	100	0	0	161	161	161	161	161	50	2	100	100	84	0	0	0	0
December 2023	97	97	97	97	97	0	0	168	168	168	168	168	34	1	100	100	76	0	0	0	0
December 2024	79	79	79	79	79	0	0	175	175	175	175	175	23	1	100	97	68	0	0	0	0
December 2025	60	60	60	60	60	0	0	182	182	182	182	182	15	*	100	87	60	0	0	0	0
December 2026	40	0	0	0	0	0	0	189	180	180	180	180	10	*	100	77	51	0	0	0	0
December 2027	19	0	0	0	0	0	0	197	145	145	145	145	7	*	100	67	43	0	0	0	0
December 2028	0	0	0	0	0	0	0	204	116	116	116	116	4	*	100	57	34	0	0	0	0
December 2029	0	0	0	0	0	0	0	204	92	92	92	92	3	*	100	47	26	0	0	0	0
December 2030	0	0	0	0	0	0	0	204	72	72	72	72	2	*	100	37	18	0	0	0	0
December 2031	0	0	0	0	0	0	0	204	56	56	56	56	1	*	100	28	10	0	0	0	0
December 2032	0	0	0	0	0	0	0	204	43	43	43	43	1	*	100	19	3	0	0	0	0
December 2033	0	0	0	0	0	0	0	204	32	32	32	32	*	*	100	10	0	0	0	0	0
December 2034	0	0	0	0	0	0	0	204	24	24	24	24	*	*	100	1	0	0	0	0	0
December 2035	0	0	0	0	0	0	0	204	17	17	17	17	*	*	100	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	125	12	12	12	12	*	*	100	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	7	7	7	7	7	*	*	85	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	4	4	4	4	4	*	*	47	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	1	1	1	1	1	*	*	5	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.5	14.9	14.9	14.9	14.9	9.0	5.8	26.2	19.8	19.8	19.8	19.8	11.8	7.5	27.9	18.8	16.1	3.6	2.2	1.1	0.8

* 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.

	TB, JE and JO Classes							YB Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
Date	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	100	47	0	100	100	100	100	100	1	0
December 2013	100	100	100	100	100	0	0	100	100	100	100	100	0	0
December 2014	100	100	100	100	95	0	0	100	100	100	100	90	0	0
December 2015	100	100	100	100	50	0	0	100	100	100	100	6	0	0
December 2016	100	100	100	100	21	0	0	100	100	100	100	0	0	0
December 2017	100	100	100	100	6	0	0	100	100	100	100	0	0	0
December 2018	100	100	100	100	*	0	0	100	100	100	100	0	0	0
December 2019	100	100	100	100	*	0	0	100	100	100	100	0	0	0
December 2020	100	100	100	100	*	0	0	100	100	100	100	0	0	0
December 2021	100	100	100	98	*	0	0	100	100	100	97	0	0	0
December 2022	100	100	100	90	*	0	0	100	100	100	82	0	0	0
December 2023	100	100	100	82	*	0	0	100	100	100	67	0	0	0
December 2024	100	100	100	74	*	0	0	100	100	100	51	0	0	0
December 2025	100	100	100	66	*	0	0	100	100	100	36	0	0	0
December 2026	100	100	100	58	*	0	0	100	100	100	22	0	0	0
December 2027	100	100	100	51	*	0	0	100	100	100	8	0	0	0
December 2028	100	100	100	44	*	0	0	100	100	100	0	0	0	0
December 2029	100	100	100	38	*	0	0	100	100	100	0	0	0	0
December 2030	100	100	100	32	*	0	0	100	100	100	0	0	0	0
December 2031	100	100	100	27	*	0	0	100	100	100	0	0	0	0
December 2032	100	100	100	22	*	0	0	100	100	100	0	0	0	0
December 2033	100	100	91	18	*	0	0	100	100	82	0	0	0	0
December 2034	100	100	74	14	*	0	0	100	100	51	0	0	0	0
December 2035	100	82	58	11	*	0	0	100	67	23	0	0	0	0
December 2036	100	63	44	8	*	0	0	100	31	0	0	0	0	0
December 2037	100	44	31	5	*	0	0	100	0	0	0	0	0	0
December 2038	100	27	18	3	*	0	0	100	0	0	0	0	0	0
December 2039	100	10	7	1	*	0	0	100	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average														
Life (years)**	29.6	26.8	25.8	17.9	5.2	2.0	1.4	29.4	25.5	24.1	14.2	4.5	1.9	1.4

YC Class								JD Class							
Date	PSA Prepayment Assumption							PSA Prepayment Assumption							
	0%	100%	120%	200%	250%	500%	800%	0%	100%	120%	200%	250%	500%	800%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
December 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
December 2012	100	100	100	100	100	100	0	100	100	100	100	100	100	100	
December 2013	100	100	100	100	100	0	0	100	100	100	100	100	100	100	
December 2014	100	100	100	100	100	0	0	100	100	100	100	100	100	100	
December 2015	100	100	100	100	100	0	0	100	100	100	100	100	100	100	
December 2016	100	100	100	100	46	0	0	100	100	100	100	100	100	61	
December 2017	100	100	100	100	12	0	0	100	100	100	100	100	100	31	
December 2018	100	100	100	100	*	0	0	100	100	100	100	100	100	16	
December 2019	100	100	100	100	*	0	0	100	100	100	100	100	79	8	
December 2020	100	100	100	100	*	0	0	100	100	100	100	100	54	4	
December 2021	100	100	100	100	*	0	0	100	100	100	100	100	36	2	
December 2022	100	100	100	100	*	0	0	100	100	100	100	100	25	1	
December 2023	100	100	100	100	*	0	0	100	100	100	100	100	17	1	
December 2024	100	100	100	100	*	0	0	100	100	100	100	100	11	*	
December 2025	100	100	100	100	*	0	0	100	100	100	100	100	7	*	
December 2026	100	100	100	100	*	0	0	100	88	88	88	88	5	*	
December 2027	100	100	100	100	*	0	0	100	71	71	71	71	3	*	
December 2028	100	100	100	95	*	0	0	100	57	57	57	57	2	*	
December 2029	100	100	100	81	*	0	0	100	45	45	45	45	1	*	
December 2030	100	100	100	69	*	0	0	100	35	35	35	35	1	*	
December 2031	100	100	100	57	*	0	0	100	27	27	27	27	1	*	
December 2032	100	100	100	47	*	0	0	100	21	21	21	21	*	*	
December 2033	100	100	100	38	*	0	0	100	16	16	16	16	*	*	
December 2034	100	100	100	30	*	0	0	100	12	12	12	12	*	*	
December 2035	100	100	100	23	*	0	0	100	8	8	8	8	*	*	
December 2036	100	100	95	16	*	0	0	61	6	6	6	6	*	*	
December 2037	100	95	66	11	*	0	0	4	4	4	4	4	*	*	
December 2038	100	58	40	6	*	0	0	2	2	2	2	2	*	*	
December 2039	100	22	15	2	*	0	0	1	1	1	1	1	*	0	
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average															
Life (years)**	29.8	28.3	27.7	22.3	6.1	2.1	1.5	26.2	19.5	19.5	19.5	19.5	11.0	6.8	

* 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	KL, KJ, KG and KI† Classes				
	PSA Prepayment Assumption				
	0%	100%	241%	500%	800%
Initial Percent	100	100	100	100	100
December 2011	92	90	88	85	80
December 2012	84	78	72	61	50
December 2013	76	65	55	39	24
December 2014	66	54	41	24	11
December 2015	57	43	30	14	5
December 2016	47	32	21	8	2
December 2017	36	23	13	4	1
December 2018	25	15	8	2	*
December 2019	13	7	3	1	*
December 2020	0	0	0	0	0
Weighted Average Life (years)**	5.5	4.6	3.8	2.9	2.2

Date	C Class					D Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	240%	500%	800%	0%	100%	240%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2011	97	94	91	86	79	100	100	100	100	100
December 2012	94	86	78	62	46	100	100	100	100	100
December 2013	91	78	63	40	20	100	100	100	100	100
December 2014	88	69	50	25	7	100	100	100	100	100
December 2015	85	62	40	14	*	100	100	100	100	100
December 2016	81	54	31	7	0	100	100	100	100	51
December 2017	77	48	24	3	0	100	100	100	100	25
December 2018	73	41	18	0	0	100	100	100	94	12
December 2019	68	35	13	0	0	100	100	100	62	6
December 2020	63	30	9	0	0	100	100	100	40	3
December 2021	58	25	6	0	0	100	100	100	26	1
December 2022	53	20	3	0	0	100	100	100	16	1
December 2023	47	16	1	0	0	100	100	100	10	*
December 2024	41	12	0	0	0	100	100	83	6	*
December 2025	34	8	0	0	0	100	100	60	4	*
December 2026	27	4	0	0	0	100	100	41	2	*
December 2027	19	1	0	0	0	100	100	26	1	*
December 2028	11	0	0	0	0	100	71	14	*	*
December 2029	3	0	0	0	0	100	27	5	*	*
December 2030	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.6	7.4	4.8	2.9	2.0	19.7	18.5	15.8	10.1	6.5

* 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	A, AB and AC Classes						B Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	142%	300%	500%	800%	0%	100%	142%	300%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	96	93	93	90	87	83	100	100	100	100	100	100
December 2012	91	84	82	75	65	52	100	100	100	100	100	100
December 2013	86	74	70	57	42	24	100	100	100	100	100	100
December 2014	81	65	60	43	26	10	100	100	100	100	100	100
December 2015	75	56	50	31	16	3	100	100	100	100	100	100
December 2016	69	47	41	23	9	0	100	100	100	100	100	78
December 2017	63	40	33	16	4	0	100	100	100	100	100	37
December 2018	56	33	26	10	1	0	100	100	100	100	100	17
December 2019	49	26	20	6	0	0	100	100	100	100	76	8
December 2020	41	20	15	3	0	0	100	100	100	100	45	3
December 2021	33	14	10	1	0	0	100	100	100	100	25	1
December 2022	25	9	6	0	0	0	100	100	100	74	14	1
December 2023	16	4	2	0	0	0	100	100	100	41	6	*
December 2024	6	0	0	0	0	0	100	94	66	16	2	*
December 2025	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.4	6.2	5.6	4.1	3.0	2.2	14.8	14.5	14.3	12.9	10.2	7.0

Date	PL Class									CL Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	300%	650%	700%	900%	1200%	1500%	2300%	0%	100%	300%	650%	700%	900%	1200%	1500%	2300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	99	97	93	86	86	86	86	76	46	98	93	86	74	67	41	1	0	0
December 2012	98	89	75	50	50	50	33	17	0	98	93	86	74	60	5	0	0	0
December 2013	97	80	56	23	23	23	9	2	0	98	93	86	71	55	0	0	0	0
December 2014	95	72	41	11	11	11	3	*	0	98	93	86	56	42	0	0	0	0
December 2015	93	64	29	5	5	5	1	*	0	98	93	86	40	29	0	0	0	0
December 2016	92	57	19	2	2	2	*	*	0	98	93	86	26	19	0	0	0	0
December 2017	90	50	11	1	1	1	*	*	0	98	93	86	17	12	0	0	0	0
December 2018	88	44	4	*	*	*	*	*	0	98	93	86	11	7	0	0	0	0
December 2019	85	38	*	*	*	*	*	0	0	98	93	81	7	4	0	0	0	0
December 2020	83	33	*	*	*	*	*	0	0	98	93	65	4	2	0	0	0	0
December 2021	80	27	*	*	*	*	*	0	0	98	93	52	2	1	0	0	0	0
December 2022	78	23	*	*	*	*	*	0	0	98	93	41	1	1	0	0	0	0
December 2023	74	18	*	*	*	*	*	0	0	98	93	32	1	*	0	0	0	0
December 2024	71	14	*	*	*	*	*	0	0	98	93	26	1	*	0	0	0	0
December 2025	68	10	*	*	*	*	0	0	0	98	93	20	*	*	0	0	0	0
December 2026	64	6	*	*	*	*	0	0	0	98	93	16	*	*	0	0	0	0
December 2027	60	2	0	0	0	*	0	0	0	98	93	12	*	*	0	0	0	0
December 2028	56	0	0	0	0	0	0	0	0	98	90	9	*	*	0	0	0	0
December 2029	51	0	0	0	0	*	0	0	0	98	78	7	*	*	0	0	0	0
December 2030	46	0	0	0	0	*	0	0	0	98	67	5	*	*	0	0	0	0
December 2031	40	0	0	0	0	*	0	0	0	98	56	4	*	*	0	0	0	0
December 2032	34	0	0	0	0	*	0	0	0	98	46	3	*	*	0	0	0	0
December 2033	28	0	0	0	0	0	0	0	0	98	37	2	*	*	0	0	0	0
December 2034	21	0	0	0	0	0	0	0	0	98	30	2	*	*	0	0	0	0
December 2035	14	0	0	0	0	0	0	0	0	98	24	1	*	*	0	0	0	0
December 2036	6	0	0	0	0	0	0	0	0	98	18	1	*	*	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	87	12	*	*	*	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	51	7	*	*	*	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	17	2	*	*	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	7.8	3.8	2.3	2.3	2.3	1.8	1.5	1.0	27.5	21.0	11.1	4.3	3.5	0.9	0.5	0.4	0.3

* 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.

Date	AG and IO [†] Classes				
	PSA Prepayment Assumption				
	0%	100%	241%	500%	800%
Initial Percent	100	100	100	100	100
December 2011	92	90	88	85	80
December 2012	84	78	72	61	50
December 2013	76	65	55	39	24
December 2014	66	53	41	24	11
December 2015	57	42	30	14	5
December 2016	47	32	21	8	2
December 2017	36	23	13	4	1
December 2018	25	14	8	2	*
December 2019	13	7	3	1	*
December 2020	0	0	0	0	0
Weighted Average Life (years)**	5.5	4.6	3.8	2.9	2.2

* 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.

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	200% PSA
2	200% PSA
3	241% PSA
4	240% PSA
5	142% PSA
6	700% PSA
7	241% 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 UBS Securities LLC (the “Dealer”) in exchange for the Trust MBS and the Group 6 Underlying REMIC and RCR Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Group 6 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	December 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)
2010-077	PA	June 2010	31398R5J0	5.0%	FIX	July 2040	PAC/AD	\$122,258,910	0.90989867	\$88,941,822.00	5.326%	353	7
2010-077	PC	June 2010	31398R4M4	5.0	FIX	June 2038	PAC/AD	85,000,000	0.99479019	16,951,531.00	5.326	353	7
2010-077	PD	June 2010	31398R4N2	5.0	FIX	July 2040	PAC/AD	16,755,155	1.00000000	3,358,977.00	5.326	353	7

(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.

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								
PC	\$65,209,798	PB	\$80,461,435	PAC	4.0%	FIX	31397Q5X2	January 2041
PD	15,251,637							
Recombination 2								
JG	5,232,925	JD(3)	15,957,175	PAC	4.0	FIX	31397Q5Y0	January 2041
JH	2,912,362							
JZ	7,811,888							

(1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See “Description of the Certificates—General—*Authorized Denominations*” in this prospectus supplement.

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

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

Principal Balance Schedules

Aggregate Group I 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	\$218,678,481.00	April 2015	\$138,739,136.30	August 2019	\$ 67,519,929.75
January 2011	218,063,786.56	May 2015	137,111,935.78	September 2019 . . .	66,449,750.86
February 2011	217,391,394.61	June 2015	135,495,748.59	October 2019	65,395,551.43
March 2011	216,661,572.05	July 2015	133,890,504.08	November 2019	64,357,101.04
April 2011	215,874,621.57	August 2015	132,296,132.05	December 2019	63,334,172.48
May 2011	215,030,881.44	September 2015 . . .	130,712,562.72	January 2020	62,326,541.77
June 2011	214,130,725.35	October 2015	129,139,726.76	February 2020	61,333,988.09
July 2011	213,174,562.15	November 2015	127,577,555.27	March 2020	60,356,293.74
August 2011	212,162,835.60	December 2015	126,025,979.80	April 2020	59,393,244.09
September 2011 . . .	211,096,024.06	January 2016	124,484,932.32	May 2020	58,444,627.52
October 2011	209,974,640.12	February 2016	122,954,345.22	June 2020	57,510,235.44
November 2011	208,799,230.28	March 2016	121,434,151.32	July 2020	56,589,862.18
December 2011	207,570,374.46	April 2016	119,924,283.87	August 2020	55,683,304.99
January 2012	206,288,685.60	May 2016	118,424,676.54	September 2020 . . .	54,790,363.97
February 2012	204,954,809.16	June 2016	116,935,263.40	October 2020	53,910,842.06
March 2012	203,569,422.61	July 2016	115,455,978.95	November 2020	53,044,544.98
April 2012	202,133,234.86	August 2016	113,986,758.11	December 2020	52,191,281.20
May 2012	200,646,985.66	September 2016 . . .	112,527,536.20	January 2021	51,350,861.91
June 2012	199,111,445.03	October 2016	111,078,248.93	February 2021	50,523,100.96
July 2012	197,527,412.54	November 2016	109,638,832.44	March 2021	49,707,814.83
August 2012	195,895,716.70	December 2016	108,209,223.26	April 2021	48,904,822.61
September 2012 . . .	194,217,214.15	January 2017	106,789,358.33	May 2021	48,113,945.95
October 2012	192,492,789.03	February 2017	105,379,174.98	June 2021	47,335,009.01
November 2012	190,723,352.12	March 2017	103,978,610.92	July 2021	46,567,838.48
December 2012	188,909,840.06	April 2017	102,587,604.27	August 2021	45,812,263.45
January 2013	187,053,214.54	May 2017	101,206,093.54	September 2021 . . .	45,068,115.48
February 2013	185,154,461.43	June 2017	99,834,017.62	October 2021	44,335,228.50
March 2013	183,214,589.92	July 2017	98,471,315.79	November 2021	43,613,438.79
April 2013	181,287,734.26	August 2017	97,117,927.71	December 2021	42,902,584.96
May 2013	179,373,811.22	September 2017 . . .	95,773,793.42	January 2022	42,202,507.91
June 2013	177,472,738.09	October 2017	94,438,853.33	February 2022	41,513,050.78
July 2013	175,584,432.65	November 2017	93,113,048.23	March 2022	40,834,058.96
August 2013	173,708,813.23	December 2017	91,796,319.30	April 2022	40,165,380.03
September 2013 . . .	171,845,798.66	January 2018	90,488,608.07	May 2022	39,506,863.72
October 2013	169,995,308.28	February 2018	89,189,856.44	June 2022	38,858,361.91
November 2013	168,157,261.93	March 2018	87,900,006.68	July 2022	38,219,728.58
December 2013	166,331,579.98	April 2018	86,619,001.43	August 2022	37,590,819.77
January 2014	164,518,183.27	May 2018	85,346,783.67	September 2022 . . .	36,971,493.59
February 2014	162,716,993.15	June 2018	84,083,296.78	October 2022	36,361,610.15
March 2014	160,927,931.46	July 2018	82,828,484.45	November 2022	35,761,031.56
April 2014	159,150,920.54	August 2018	81,582,290.75	December 2022	35,169,621.88
May 2014	157,385,883.21	September 2018 . . .	80,344,660.10	January 2023	34,587,247.12
June 2014	155,632,742.78	October 2018	79,115,537.27	February 2023	34,013,775.18
July 2014	153,891,423.03	November 2018	77,894,867.37	March 2023	33,449,075.84
August 2014	152,161,848.24	December 2018	76,682,595.88	April 2023	32,893,020.75
September 2014 . . .	150,443,943.16	January 2019	75,478,668.58	May 2023	32,345,483.38
October 2014	148,737,632.99	February 2019	74,289,898.12	June 2023	31,806,339.00
November 2014	147,042,843.42	March 2019	73,118,815.18	July 2023	31,275,464.65
December 2014	145,359,500.62	April 2019	71,965,165.26	August 2023	30,752,739.14
January 2015	143,687,531.20	May 2019	70,828,697.42	September 2023 . . .	30,238,042.99
February 2015	142,026,862.24	June 2019	69,709,164.26	October 2023	29,731,258.44
March 2015	140,377,421.27	July 2019	68,606,321.86	November 2023	29,232,269.40

Aggregate Group I (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>
December 2023	\$ 28,740,961.44	July 2028	\$ 10,799,155.02	February 2033	\$ 3,469,310.67
January 2024	28,257,221.75	August 2028	10,597,322.19	March 2033	3,389,698.28
February 2024	27,780,939.14	September 2028 . . .	10,398,757.62	April 2033	3,311,479.02
March 2024	27,312,004.02	October 2028	10,203,411.92	May 2033	3,234,631.01
April 2024	26,850,308.35	November 2028	10,011,236.44	June 2033	3,159,132.68
May 2024	26,395,745.63	December 2028	9,822,183.23	July 2033	3,084,962.79
June 2024	25,948,210.89	January 2029	9,636,205.03	August 2033	3,012,100.41
July 2024	25,507,600.67	February 2029	9,453,255.28	September 2033 . . .	2,940,524.91
August 2024	25,073,812.95	March 2029	9,273,288.09	October 2033	2,870,215.99
September 2024 . . .	24,646,747.23	April 2029	9,096,258.23	November 2033	2,801,153.63
October 2024	24,226,304.39	May 2029	8,922,121.15	December 2033	2,733,318.14
November 2024	23,812,386.76	June 2029	8,750,832.92	January 2034	2,666,690.08
December 2024	23,404,898.05	July 2029	8,582,350.28	February 2034	2,601,250.35
January 2025	23,003,743.38	August 2029	8,416,630.57	March 2034	2,536,980.08
February 2025	22,608,829.19	September 2029 . . .	8,253,631.77	April 2034	2,473,860.72
March 2025	22,220,063.28	October 2029	8,093,312.48	May 2034	2,411,874.00
April 2025	21,837,354.77	November 2029	7,935,631.89	June 2034	2,351,001.90
May 2025	21,460,614.08	December 2029	7,780,549.79	July 2034	2,291,226.67
June 2025	21,089,752.92	January 2030	7,628,026.55	August 2034	2,232,530.86
July 2025	20,724,684.25	February 2030	7,478,023.12	September 2034 . . .	2,174,897.24
August 2025	20,365,322.29	March 2030	7,330,501.05	October 2034	2,118,308.85
September 2025 . . .	20,011,582.51	April 2030	7,185,422.40	November 2034	2,062,749.01
October 2025	19,663,381.55	May 2030	7,042,749.83	December 2034	2,008,201.25
November 2025	19,320,637.28	June 2030	6,902,446.52	January 2035	1,954,649.38
December 2025	18,983,268.73	July 2030	6,764,476.21	February 2035	1,902,077.43
January 2026	18,651,196.12	August 2030	6,628,803.14	March 2035	1,850,469.69
February 2026	18,324,340.79	September 2030 . . .	6,495,392.10	April 2035	1,799,810.66
March 2026	18,002,625.22	October 2030	6,364,208.38	May 2035	1,750,085.11
April 2026	17,685,973.00	November 2030	6,235,217.81	June 2035	1,701,278.00
May 2026	17,374,308.83	December 2030	6,108,386.67	July 2035	1,653,374.54
June 2026	17,067,558.48	January 2031	5,983,681.78	August 2035	1,606,360.16
July 2026	16,765,648.80	February 2031	5,861,070.42	September 2035 . . .	1,560,220.51
August 2026	16,468,507.69	March 2031	5,740,520.36	October 2035	1,514,941.45
September 2026 . . .	16,176,064.08	April 2031	5,621,999.85	November 2035	1,470,509.05
October 2026	15,888,247.93	May 2031	5,505,477.58	December 2035	1,426,909.61
November 2026	15,604,990.21	June 2031	5,390,922.75	January 2036	1,384,129.61
December 2026	15,326,222.88	July 2031	5,278,304.95	February 2036	1,342,155.76
January 2027	15,051,878.89	August 2031	5,167,594.27	March 2036	1,300,974.96
February 2027	14,781,892.15	September 2031 . . .	5,058,761.22	April 2036	1,260,574.30
March 2027	14,516,197.53	October 2031	4,951,776.73	May 2036	1,220,941.08
April 2027	14,254,730.82	November 2031	4,846,612.19	June 2036	1,182,062.78
May 2027	13,997,428.77	December 2031	4,743,239.37	July 2036	1,143,927.09
June 2027	13,744,229.02	January 2032	4,641,630.51	August 2036	1,106,521.85
July 2027	13,495,070.11	February 2032	4,541,758.20	September 2036 . . .	1,069,835.12
August 2027	13,249,891.47	March 2032	4,443,595.49	October 2036	1,033,855.13
September 2027 . . .	13,008,633.42	April 2032	4,347,115.78	November 2036	998,570.29
October 2027	12,771,237.14	May 2032	4,252,292.90	December 2036	963,969.17
November 2027	12,537,644.63	June 2032	4,159,101.04	January 2037	930,040.54
December 2027	12,307,798.77	July 2032	4,067,514.80	February 2037	896,773.33
January 2028	12,081,643.25	August 2032	3,977,509.12	March 2037	864,156.62
February 2028	11,859,122.56	September 2032 . . .	3,889,059.33	April 2037	832,179.70
March 2028	11,640,182.02	October 2032	3,802,141.14	May 2037	800,831.98
April 2028	11,424,767.74	November 2032	3,716,730.60	June 2037	770,103.06
May 2028	11,212,826.58	December 2032	3,632,804.11	July 2037	739,982.67
June 2028	11,004,306.20	January 2033	3,550,338.43	August 2037	710,460.74

Aggregate Group I (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 2037 . . .	\$ 681,527.31	September 2038 . . .	\$ 376,812.54	September 2039 . . .	\$ 140,331.97
October 2037	653,172.59	October 2038	354,691.41	October 2039	123,289.07
November 2037	625,386.96	November 2038	333,034.64	November 2039	106,623.65
December 2037	598,160.92	December 2038	311,834.33	December 2039	90,329.19
January 2038	571,485.12	January 2039	291,082.74	January 2040	74,399.26
February 2038	545,350.37	February 2039	270,772.23	February 2040	58,827.53
March 2038	519,747.60	March 2039	250,895.29	March 2040	43,607.78
April 2038	494,667.89	April 2039	231,444.51	April 2040	28,733.88
May 2038	470,102.46	May 2039	212,412.60	May 2040	14,199.80
June 2038	446,042.65	June 2039	193,792.40	June 2040 and thereafter	0.00
July 2038	422,479.97	July 2039	175,576.84		
August 2038	399,406.02	August 2039	157,758.98		

Aggregate Group II 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	\$197,486,486.00	February 2014	\$148,156,947.13	April 2017	\$ 93,608,567.81
January 2011	196,983,656.15	March 2014	146,533,733.46	May 2017	92,355,471.66
February 2011	196,428,648.29	April 2014	144,921,464.81	June 2017	91,110,942.70
March 2011	195,821,671.39	May 2014	143,320,071.04	July 2017	89,874,925.73
April 2011	195,162,966.68	June 2014	141,729,482.42	August 2017	88,647,365.92
May 2011	194,452,807.64	July 2014	140,149,629.69	September 2017 . . .	87,428,208.77
June 2011	193,691,499.78	August 2014	138,580,443.99	October 2017	86,217,400.12
July 2011	192,879,380.52	September 2014 . . .	137,021,856.91	November 2017	85,014,886.15
August 2011	192,016,818.93	October 2014	135,473,800.49	December 2017	83,820,613.40
September 2011 . . .	191,104,215.52	November 2014	133,936,207.17	January 2018	82,634,528.72
October 2011	190,142,001.94	December 2014	132,409,009.83	February 2018	81,456,579.32
November 2011	189,130,640.70	January 2015	130,892,141.75	March 2018	80,286,712.72
December 2011	188,070,624.79	February 2015	129,385,536.66	April 2018	79,124,876.78
January 2012	186,962,477.32	March 2015	127,889,128.68	May 2018	77,971,019.70
February 2012	185,806,751.14	April 2015	126,402,852.38	June 2018	76,825,089.99
March 2012	184,604,028.36	May 2015	124,926,642.70	July 2018	75,687,036.49
April 2012	183,354,919.90	June 2015	123,460,435.01	August 2018	74,556,808.37
May 2012	182,060,064.98	July 2015	122,004,165.09	September 2018 . . .	73,434,355.10
June 2012	180,720,130.62	August 2015	120,557,769.12	October 2018	72,319,626.50
July 2012	179,335,811.05	September 2015 . . .	119,121,183.67	November 2018	71,212,572.68
August 2012	177,907,827.12	October 2015	117,694,345.73	December 2018	70,113,144.07
September 2012 . . .	176,436,925.70	November 2015	116,277,192.68	January 2019	69,021,291.43
October 2012	174,923,879.02	December 2015	114,869,662.28	February 2019	67,936,965.80
November 2012	173,369,484.03	January 2016	113,471,692.70	March 2019	66,866,991.97
December 2012	171,774,561.65	February 2016	112,083,222.49	April 2019	65,812,944.13
January 2013	170,139,956.11	March 2016	110,704,190.58	May 2019	64,774,593.01
February 2013	168,466,534.15	April 2016	109,334,536.31	June 2019	63,751,712.54
March 2013	166,755,184.27	May 2016	107,974,199.36	July 2019	62,744,079.86
April 2013	165,006,815.96	June 2016	106,623,119.84	August 2019	61,751,475.25
May 2013	163,270,194.32	July 2016	105,281,238.19	September 2019 . . .	60,773,682.07
June 2013	161,545,244.15	August 2016	103,948,495.26	October 2019	59,810,486.76
July 2013	159,831,890.75	September 2016 . . .	102,624,832.26	November 2019	58,861,678.76
August 2013	158,130,059.84	October 2016	101,310,190.76	December 2019	57,927,050.50
September 2013 . . .	156,439,677.65	November 2016	100,004,512.70	January 2020	57,006,397.30
October 2013	154,760,670.84	December 2016	98,707,740.41	February 2020	56,099,517.42
November 2013	153,092,966.57	January 2017	97,419,816.56	March 2020	55,206,211.93
December 2013	151,436,492.41	February 2017	96,140,684.19	April 2020	54,326,284.74
January 2014	149,791,176.43	March 2017	94,870,286.69	May 2020	53,459,542.50

Aggregate Group II (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 2020	\$ 52,605,794.61	January 2025	\$ 21,073,982.74	August 2029	\$ 7,737,657.42
July 2020	51,764,853.16	February 2025	20,713,035.47	September 2029 . . .	7,588,554.85
August 2020	50,936,532.91	March 2025	20,357,704.30	October 2029	7,441,900.05
September 2020 . . .	50,120,651.22	April 2025	20,007,906.20	November 2029	7,297,655.74
October 2020	49,317,028.04	May 2025	19,663,559.36	December 2029	7,155,785.21
November 2020	48,525,485.86	June 2025	19,324,583.12	January 2030	7,016,252.27
December 2020	47,745,849.70	July 2025	18,990,897.99	February 2030	6,879,021.26
January 2021	46,977,947.04	August 2025	18,662,425.60	March 2030	6,744,057.04
February 2021	46,221,607.81	September 2025 . . .	18,339,088.72	April 2030	6,611,324.99
March 2021	45,476,664.35	October 2025	18,020,811.24	May 2030	6,480,790.98
April 2021	44,742,951.35	November 2025	17,707,518.12	June 2030	6,352,421.40
May 2021	44,020,305.88	December 2025	17,399,135.42	July 2030	6,226,183.12
June 2021	43,308,567.30	January 2026	17,095,590.24	August 2030	6,102,043.51
July 2021	42,607,577.23	February 2026	16,796,810.73	September 2030 . . .	5,979,970.39
August 2021	41,917,179.57	March 2026	16,502,726.10	October 2030	5,859,932.07
September 2021 . . .	41,237,220.40	April 2026	16,213,266.55	November 2030	5,741,897.32
October 2021	40,567,548.00	May 2026	15,928,363.30	December 2030	5,625,835.38
November 2021	39,908,012.80	June 2026	15,647,948.54	January 2031	5,511,715.93
December 2021	39,258,467.34	July 2026	15,371,955.47	February 2031	5,399,509.09
January 2022	38,618,766.28	August 2026	15,100,318.21	March 2031	5,289,185.42
February 2022	37,988,766.32	September 2026 . . .	14,832,971.86	April 2031	5,180,715.93
March 2022	37,368,326.20	October 2026	14,569,852.44	May 2031	5,074,072.04
April 2022	36,757,306.66	November 2026	14,310,896.90	June 2031	4,969,225.59
May 2022	36,155,570.42	December 2026	14,056,043.10	July 2031	4,866,148.83
June 2022	35,562,982.17	January 2027	13,805,229.79	August 2031	4,764,814.44
July 2022	34,979,408.50	February 2027	13,558,396.61	September 2031 . . .	4,665,195.49
August 2022	34,404,717.90	March 2027	13,315,484.06	October 2031	4,567,265.43
September 2022 . . .	33,838,780.73	April 2027	13,076,433.50	November 2031	4,470,998.12
October 2022	33,281,469.20	May 2027	12,841,187.16	December 2031	4,376,367.80
November 2022	32,732,657.34	June 2027	12,609,688.07	January 2032	4,283,349.11
December 2022	32,192,220.97	July 2027	12,381,880.11	February 2032	4,191,917.01
January 2023	31,660,037.65	August 2027	12,157,707.95	March 2032	4,102,046.90
February 2023	31,135,986.73	September 2027 . . .	11,937,117.08	April 2032	4,013,714.48
March 2023	30,619,949.24	October 2027	11,720,053.77	May 2032	3,926,895.86
April 2023	30,111,807.92	November 2027	11,506,465.07	June 2032	3,841,567.46
May 2023	29,611,447.19	December 2027	11,296,298.78	July 2032	3,757,706.08
June 2023	29,118,753.09	January 2028	11,089,503.48	August 2032	3,675,288.84
July 2023	28,633,613.31	February 2028	10,886,028.47	September 2032 . . .	3,594,293.22
August 2023	28,155,917.12	March 2028	10,685,823.81	October 2032	3,514,697.02
September 2023 . . .	27,685,555.39	April 2028	10,488,840.27	November 2032	3,436,478.38
October 2023	27,222,420.53	May 2028	10,295,029.34	December 2032	3,359,615.74
November 2023	26,766,406.50	June 2028	10,104,343.19	January 2033	3,284,087.89
December 2023	26,317,408.75	July 2028	9,916,734.72	February 2033	3,209,873.92
January 2024	25,875,324.24	August 2028	9,732,157.49	March 2033	3,136,953.22
February 2024	25,440,051.40	September 2028 . . .	9,550,565.73	April 2033	3,065,305.50
March 2024	25,011,490.11	October 2028	9,371,914.36	May 2033	2,994,910.77
April 2024	24,589,541.68	November 2028	9,196,158.94	June 2033	2,925,749.34
May 2024	24,174,108.82	December 2028	9,023,255.66	July 2033	2,857,801.81
June 2024	23,765,095.64	January 2029	8,853,161.37	August 2033	2,791,049.05
July 2024	23,362,407.63	February 2029	8,685,833.55	September 2033 . . .	2,725,472.24
August 2024	22,965,951.61	March 2029	8,521,230.27	October 2033	2,661,052.83
September 2024 . . .	22,575,635.74	April 2029	8,359,310.24	November 2033	2,597,772.56
October 2024	22,191,369.51	May 2029	8,200,032.76	December 2033	2,535,613.41
November 2024	21,813,063.69	June 2029	8,043,357.71	January 2034	2,474,557.67
December 2024	21,440,630.33	July 2029	7,889,245.58	February 2034	2,414,587.85

Aggregate Group II (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>
March 2034	\$ 2,355,686.76	June 2036	\$ 1,113,006.99	September 2038 . . .	\$ 372,830.90
April 2034	2,297,837.44	July 2036	1,077,993.19	October 2038	352,461.69
May 2034	2,241,023.20	August 2036	1,043,647.19	November 2038	332,517.26
June 2034	2,185,227.60	September 2036 . . .	1,009,958.08	December 2038	312,990.41
July 2034	2,130,434.43	October 2036	976,915.12	January 2039	293,874.06
August 2034	2,076,627.73	November 2036	944,507.71	February 2039	275,161.24
September 2034 . . .	2,023,791.78	December 2036	912,725.44	March 2039	256,845.08
October 2034	1,971,911.11	January 2037	881,558.03	April 2039	238,918.82
November 2034	1,920,970.46	February 2037	850,995.37	May 2039	221,375.80
December 2034	1,870,954.81	March 2037	821,027.51	June 2039	204,209.49
January 2035	1,821,849.36	April 2037	791,644.64	July 2039	187,413.42
February 2035	1,773,639.53	May 2037	762,837.11	August 2039	170,981.25
March 2035	1,726,310.97	June 2037	734,595.40	September 2039 . . .	154,906.73
April 2035	1,679,849.54	July 2037	706,910.17	October 2039	139,183.70
May 2035	1,634,241.31	August 2037	679,772.18	November 2039	123,806.11
June 2035	1,589,472.56	September 2037 . . .	653,172.35	December 2039	108,768.01
July 2035	1,545,529.78	October 2037	627,101.76	January 2040	94,063.51
August 2035	1,502,399.67	November 2037	601,551.60	February 2040	79,686.84
September 2035 . . .	1,460,069.11	December 2037	576,513.19	March 2040	65,632.32
October 2035	1,418,525.20	January 2038	551,978.01	April 2040	51,894.34
November 2035	1,377,755.22	February 2038	527,937.66	May 2040	38,467.40
December 2035	1,337,746.65	March 2038	504,383.84	June 2040	25,346.07
January 2036	1,298,487.15	April 2038	481,308.43	July 2040	12,525.02
February 2036	1,259,964.58	May 2038	458,703.40	August 2040 and thereafter	0.00
March 2036	1,222,166.97	June 2038	436,560.85		
April 2036	1,185,082.55	July 2038	414,873.00		
May 2036	1,148,699.70	August 2038	393,632.20		

PL Class 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 through		February 2013	\$38,981,120.14	January 2015	\$ 8,617,228.73
May 2011	\$87,032,000.00	March 2013	36,672,545.89	February 2015	8,064,600.64
June 2011	85,583,524.24	April 2013	34,459,754.31	March 2015	7,547,339.92
July 2011	84,045,199.77	May 2013	32,338,785.52	April 2015	7,063,187.16
August 2011	82,420,553.42	June 2013	30,305,842.86	May 2015	6,610,027.07
September 2011	80,713,412.30	July 2013	28,367,100.18	June 2015	6,185,879.30
October 2011	78,886,488.29	August 2013	26,552,164.76	July 2015	5,788,889.82
November 2011	76,738,883.35	September 2013	24,853,142.76	August 2015	5,417,322.87
December 2011	74,510,309.26	October 2013	23,262,642.94	September 2015	5,069,553.48
January 2012	72,206,790.11	November 2013	21,773,744.69	October 2015	4,744,060.34
February 2012	69,834,612.52	December 2013	20,379,968.08	November 2015	4,439,419.25
March 2012	67,400,297.40	January 2014	19,075,245.90	December 2015	4,154,296.89
April 2012	64,910,570.17	February 2014	17,853,897.32	January 2016	3,887,445.07
May 2012	62,372,329.27	March 2014	16,710,603.39	February 2016	3,637,695.28
June 2012	59,792,613.38	April 2014	15,640,383.95	March 2016	3,403,953.61
July 2012	57,178,567.52	May 2014	14,638,576.19	April 2016	3,185,195.99
August 2012	54,537,408.14	June 2014	13,700,814.33	May 2016	2,980,463.76
September 2012	51,876,387.55	July 2014	12,823,010.80	June 2016	2,788,859.48
October 2012	49,202,757.93	August 2014	12,001,338.51	July 2016	2,609,543.03
November 2012	46,523,735.07	September 2014	11,232,214.28	August 2016	2,441,727.97
December 2012	43,902,314.57	October 2014	10,512,283.29	September 2016	2,284,678.09
January 2013	41,389,607.17	November 2014	9,838,404.60	October 2016	2,137,704.22
		December 2014	9,207,637.49	November 2016	2,000,161.23

PL Class (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>
December 2016	\$ 1,871,445.23	June 2020	\$ 112,857.77	December 2023	\$ 6,187.49
January 2017	1,750,990.91	July 2020	105,504.84	January 2024	5,749.70
February 2017	1,638,269.11	August 2020	98,627.35	February 2024	5,340.51
March 2017	1,532,784.50	September 2020	92,194.63	March 2024	4,958.07
April 2017	1,434,073.41	October 2020	86,178.01	April 2024	4,600.62
May 2017	1,341,701.82	November 2020	80,550.65	May 2024	4,266.54
June 2017	1,255,263.48	December 2020	75,287.45	June 2024	3,954.32
July 2017	1,174,378.11	January 2021	70,364.91	July 2024	3,662.52
August 2017	1,098,689.75	February 2021	65,761.05	August 2024	3,389.82
September 2017	1,027,865.25	March 2021	61,455.30	September 2024	3,134.98
October 2017	961,592.72	April 2021	57,428.43	October 2024	2,896.82
November 2017	899,580.27	May 2021	53,662.41	November 2024	2,674.26
December 2017	841,554.68	June 2021	50,140.42	December 2024	2,466.29
January 2018	787,260.21	July 2021	46,846.68	January 2025	2,271.96
February 2018	736,457.50	August 2021	43,766.46	February 2025	2,090.36
March 2018	688,922.50	September 2021	40,885.96	March 2025	1,920.68
April 2018	644,445.53	October 2021	38,192.26	April 2025	1,762.14
May 2018	602,830.31	November 2021	35,673.30	May 2025	1,614.00
June 2018	563,893.16	December 2021	33,317.78	June 2025	1,475.58
July 2018	527,462.13	January 2022	31,115.13	July 2025	1,346.26
August 2018	493,376.33	February 2022	29,055.46	August 2025	1,225.44
September 2018	461,485.13	March 2022	27,129.52	September 2025	1,112.56
October 2018	431,647.59	April 2022	25,328.66	October 2025	1,007.11
November 2018	403,731.79	May 2022	23,644.79	November 2025	908.59
December 2018	377,614.26	June 2022	22,070.33	December 2025	816.55
January 2019	353,179.45	July 2022	20,598.19	January 2026	730.57
February 2019	330,319.22	August 2022	19,221.76	February 2026	650.26
March 2019	308,932.36	September 2022	17,934.83	March 2026	575.23
April 2019	288,924.16	October 2022	16,731.60	April 2026	505.15
May 2019	270,205.96	November 2022	15,606.65	May 2026	439.69
June 2019	252,694.82	December 2022	14,554.91	June 2026	378.55
July 2019	236,313.11	January 2023	13,571.63	July 2026	321.45
August 2019	220,988.16	February 2023	12,652.37	August 2026	268.11
September 2019	206,651.99	March 2023	11,792.97	September 2026	218.29
October 2019	193,240.98	April 2023	10,989.57	October 2026	171.77
November 2019	180,695.59	May 2023	10,238.51	November 2026	128.32
December 2019	168,960.08	June 2023	9,536.40	December 2026	87.75
January 2020	157,982.34	July 2023	8,880.07	January 2027	49.85
February 2020	147,713.55	August 2023	8,266.54	February 2027	14.47
March 2020	138,108.08	September 2023	7,693.04	March 2027 and thereafter	0.00
April 2020	129,123.18	October 2023	7,156.96		
May 2020	120,718.88	November 2023	6,655.86		

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.

TABLE OF CONTENTS

	Page
Table of Contents	S- 2
Available Information	S- 3
Summary	S- 4
Additional Risk Factors	S- 8
Description of the Certificates	S- 9
Certain Additional Federal Income Tax Consequences	S-25
Plan of Distribution	S-27
Legal Matters	S-27
Exhibit A	A- 1
Schedule 1	A- 2
Principal Balance Schedules	B- 1

\$839,540,872



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-155**

PROSPECTUS SUPPLEMENT

UBS Investment Bank

December 22, 2010
