

\$569,059,800



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2011-19**

The Certificates

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

Payments to Certificateholders

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

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
MZ(2) . . .	1	\$ 17,538,219	SC/SEQ	6.5%	FIX/Z	31397QK49	July 2036
NZ(2) . . .	1	4,113,903	SC/SEQ	6.5	FIX/Z	31397QK56	July 2036
PZ(2) . . .	2	19,128,156	SC/SEQ	5.5	FIX/Z	31397QK64	July 2038
QZ(2) . . .	2	3,917,815	SC/SEQ	5.5	FIX/Z	31397QK72	July 2038
ZM(2) . . .	3	8,904,562	SC/SEQ	6.0	FIX/Z	31397QK80	March 2049
ZN(2) . . .	3	2,367,035	SC/SEQ	6.0	FIX/Z	31397QK98	March 2049
EN	4	117,910,834	PAC	4.0	FIX	31397QL22	May 2040
FM	4	23,582,166	PAC	(3)	FLT	31397QL30	May 2040
SM	4	23,582,166(4)	NTL	(3)	INV/IO	31397QL48	May 2040
NL	4	10,061,000	PAC	4.5	FIX	31397QL55	March 2041
NC	4	13,523,000	PAC	4.5	FIX	31397QL63	March 2041
NA	4	308,000	SUP	4.5	FIX	31397QL71	December 2040
ND	4	4,000,000	SUP	4.0	FIX	31397QL89	December 2040
NE	4	250,000	SUP	5.0	FIX	31397QL97	December 2040
NF	4	19,025,000	SUP	(3)	FLT	31397QM21	December 2040
NS	4	5,300,000	SUP	(3)	INV	31397QM39	December 2040
SX	4	625,000	SUP	(3)	INV	31397QM47	December 2040
NB	4	3,138,000	SUP	4.5	FIX	31397QM54	March 2041
FQ	4	6,638,500	SUP	(3)	FLT	31397QM62	March 2041
SU	4	6,638,500	SUP	(3)	INV	31397QM70	March 2041

(Table continued on next page)

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

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 ZY, ZK, ZU, ZX and KE 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.

Except as described in this prospectus supplement under "Plan of Distribution," the dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be February 28, 2011.

Carefully consider the risk factors on page S-9 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.

J.P. Morgan

February 22, 2011

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
ZP(2)	5	\$ 18,111,188	SC/SEQ	5.0%	FIX/Z	31397QM88	October 2035
ZQ(2)	5	5,409,835	SC/SEQ	5.0	FIX/Z	31397QM96	October 2035
WA	6	13,147,315	PT	2.5	FIX	31397QN20	October 2018
WB	6	26,294,629	PT	5.5	FIX	31397QN38	October 2018
FA	7	103,386,964	PT	(3)	FLT	31397QN46	March 2041
SA	7	103,386,964(4)	NTL	(3)	INV/IO	31397QN53	March 2041
AF	8	77,123,439	PT	(3)	FLT	31397QN61	March 2041
AS	8	77,123,439(4)	NTL	(3)	INV/IO	31397QN79	March 2041
KA	9	25,399,324	SEQ	4.0	FIX	31397QN87	April 2025
KB(2)	9	2,822,147	SEQ	4.0	FIX	31397QN95	March 2026
KC	10	27,355,742	SEQ	4.0	FIX	31397QP28	April 2025
KD(2)	10	3,039,527	SEQ	4.0	FIX	31397QP36	March 2026
R		0	NPR	0	NPR	31397QP44	March 2049
RL		0	NPR	0	NPR	31397QP51	March 2049

- (1) See “Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*” in the REMIC prospectus.
(2) Exchangeable classes.

- (3) Based on LIBOR.
(4) Notional balances. These classes are interest only classes. See page S-6 for a description of how their notional balances are calculated.

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AVAILABLE INFORMATION

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

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2010 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - June 1, 2009, for all MBS issued on or after January 1, 2009,
 - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
 - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”);
- if you are purchasing a Group 1, Group 2, Group 3 or Group 5 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- if you are purchasing a Group 7 or Group 8 Class or the R or RL Class
 - our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated
 - January 1, 2009, for all SMBS issued on or after January 1, 2009,
 - December 1, 2007, for all SMBS issued on or after December 1, 2007 and prior to January 1, 2009, or
 - May 1, 2002, for all other SMBS(as applicable, the “SMBS Prospectus”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

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

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

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

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

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

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

J.P. Morgan Securities LLC
c/o Broadridge Financial Solutions
Prospectus Department
1155 Long Island Avenue
Edgewood, NY 11717
(telephone 631-274-2635).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of February 1, 2011. 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	Class 2006-63-ZH REMIC Certificate
2	Class 2008-70-ZB REMIC Certificate
3	Class 2009-13-Z REMIC Certificate
4	Group 4 MBS
5	Class 2009-66-ZC RCR Certificate
6	Group 6 MBS
7	Group 7 SMBS
8	Group 8 SMBS
9	Group 9 MBS
10	Group 10 MBS

Group 1, Group 2, Group 3 and Group 5

Exhibit A describes the underlying REMIC and RCR certificates in Group 1, Group 2, Group 3 and Group 5 including certain information about the related mortgage loans. To learn more about the underlying REMIC and RCR certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Group 4, Group 6, Group 9 and Group 10

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 4 MBS	\$211,000,000	4.50%	4.75% to 7.00%	241 to 360
Group 6 MBS	\$ 39,441,944	4.50%	4.75% to 7.00%	75 to 91
Group 9 MBS	\$ 28,221,471	4.00%	4.25% to 6.50%	121 to 180
Group 10 MBS	\$ 30,395,269	4.00%	4.25% to 6.50%	121 to 180

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 4 MBS	\$211,000,000	360	343	13	4.978%
Group 6 MBS	\$ 39,441,944	180	85	90	4.910%
Group 9 MBS	\$ 28,221,471	180	163	14	4.411%
Group 10 MBS	\$ 30,395,269	180	163	14	4.437%

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 7 and Group 8

Characteristics of the SMBS

	<u>Approximate 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 7 SMBS	\$131,583,409*	5.50%	5.75% to 8.00%	241 to 360
	\$103,386,964†	—		
Group 8 SMBS	\$ 98,157,105*	5.50%	5.75% to 8.00%	241 to 360
	\$ 77,123,439†	—		

* Notional principal balances. These are interest only SMBS certificates.

† Principal balances. These are principal only SMBS certificates.

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 7 SMBS	\$103,386,964†	360	326	30	5.986%
Group 8 SMBS	\$ 77,123,439††	360	307	48	6.106%

† In addition, we have assumed that monthly interest accrues solely on a notional principal balance initially equal to \$131,583,409 and declining in proportion to the principal balance of the loans.

†† In addition, we have assumed that monthly interest accrues solely on a notional principal balance initially equal to \$98,157,105 and declining in proportion to the principal balance of the loans.

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Group 7 SMBS and Group 8 SMBS will differ from those shown above, perhaps significantly.

Settlement Date

We expect to issue the certificates on February 28, 2011.

Distribution Dates

We will make payments on the certificates on the 25th day of each calendar month, or on the next business day if the 25th day is not a business day.

Record Date

On each distribution date, we will make each monthly payment on the certificates to holders of record on the last day of the preceding month.

Book-Entry and Physical Certificates

We will issue the classes of certificates in the following forms:

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

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

During the initial interest accrual period, the floating rate and inverse floating rate classes will bear interest at the initial interest rates listed below. During each subsequent interest accrual period, the floating rate and inverse floating rate classes will bear interest based on the formulas indicated below, but always subject to the specified maximum and minimum interest rates:

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
FM	0.810%	7.00%	0.55%	LIBOR + 55 basis points
SM	6.190%	6.45%	0.00%	6.45% – LIBOR
NF	1.610%	6.00%	1.35%	LIBOR + 135 basis points
NS	13.170%	13.95%	0.00%	13.95% – (3 × LIBOR)
SX	21.950%	23.25%	0.00%	23.25% – (5 × LIBOR)
FQ	1.660%	6.00%	1.40%	LIBOR + 140 basis points
SU	7.340%	7.60%	3.00%	7.60% – LIBOR
FA	0.783%	7.00%	0.52%	LIBOR + 52 basis points
SA	6.217%	6.48%	0.00%	6.48% – LIBOR
AF	0.783%	7.00%	0.52%	LIBOR + 52 basis points
AS	6.217%	6.48%	0.00%	6.48% – LIBOR

(1) We will establish LIBOR on the basis of the “BBA Method.”

Notional Classes

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

<u>Class</u>	
SM	100% of the FM Class
SA	100% of the FA Class
AS	100% of the AF 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>250%</u>	<u>428%</u>	<u>700%</u>	<u>900%</u>	<u>1200%</u>	<u>1800%</u>
MZ.....	17.4	11.0	6.7	4.3	2.6	1.9	1.2	0.1
NZ.....	23.7	20.0	14.6	9.8	6.0	4.3	2.7	0.1
ZY.....	19.8	14.1	8.9	5.7	3.3	2.4	1.5	0.1

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>428%</u>	<u>700%</u>	<u>900%</u>	<u>1200%</u>	<u>1800%</u>
PZ.....	19.5	12.3	7.3	4.6	2.7	2.0	1.3	0.1
QZ.....	25.9	21.7	15.4	10.2	6.1	4.4	2.8	0.1
ZK.....	21.3	14.7	9.1	5.8	3.4	2.4	1.5	0.1

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>428%</u>	<u>700%</u>	<u>900%</u>	<u>1200%</u>	<u>1800%</u>
ZM.....	33.1	22.1	13.1	8.3	5.0	3.6	2.3	0.1
ZN.....	37.1	31.2	21.6	14.0	8.3	6.0	3.8	0.1
ZU.....	34.3	25.3	15.7	9.8	5.8	4.2	2.6	0.1

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>140%</u>	<u>215%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>
EN, FM and SM.....	16.1	6.0	6.0	6.0	6.0	5.3	3.4	2.1
NL.....	25.6	19.9	19.9	19.9	19.9	17.5	11.0	6.5
NC.....	26.5	11.8	1.9	1.9	1.9	1.9	1.3	0.9
NA, ND, NE, NF, NS and SX.....	28.4	20.1	14.8	4.4	2.4	1.6	0.8	0.4
NB.....	29.9	27.7	26.7	21.1	6.2	3.5	1.4	0.9
FQ and SU.....	28.6	20.8	15.9	6.0	2.7	1.7	0.8	0.5

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>314%</u>	<u>500%</u>	<u>800%</u>	<u>1200%</u>	
ZP.....		21.1	13.3	10.3	7.0	4.2	2.3
ZQ.....		22.6	17.5	15.6	11.2	6.8	3.7
ZX.....		21.6	14.4	11.8	8.1	4.9	2.6

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>270%</u>	<u>500%</u>	<u>700%</u>	<u>1100%</u>
WA and WB.....	4.2	3.3	2.6	1.9	1.4	0.8

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>300%</u>	<u>550%</u>	<u>800%</u>	<u>1100%</u>	<u>1600%</u>
FA and SA.....	20.5	9.9	4.5	2.4	1.5	0.9	0.3

<u>Group 8 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>396%</u>	<u>700%</u>	<u>900%</u>	<u>1100%</u>	<u>1600%</u>
AF and AS.....	20.5	9.6	5.3	3.4	1.8	1.3	0.9	0.3

<u>Group 9 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>243%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	
KA.....		8.1	5.1	3.5	2.1	1.6	1.2
KB.....		14.5	12.5	11.0	7.6	5.7	4.3

<u>Group 10 Classes</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>243%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>
KC	8.1	5.1	3.5	2.1	1.6	1.2
KD	14.5	12.5	11.0	7.6	5.7	4.3

<u>Group 9/Group 10 Class**</u>	<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>243%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>
KE	14.5	12.5	11.0	7.6	5.7	4.3

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

** This class is an RCR class formed from a combination of two REMIC classes in different groups. For additional information, see Schedule 1 attached to this prospectus supplement.

ADDITIONAL RISK FACTORS

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

Payments on the Group 1, Group 2, Group 3 and Group 5 Classes also will be affected by the applicable payment priorities governing the related underlying REMIC and RCR certificates. If you invest in a Group 1, Group 2, Group 3 or Group 5 Class, the rate at which you receive payments also will be affected by the applicable priority sequence governing principal payments on the related underlying REMIC or RCR certificate.

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

In particular, as described in the applicable Underlying REMIC Disclosure Documents, principal payments on the Group 3 Underlying REMIC Certificate and the Group 5 Underlying RCR Certificate are governed by principal balance schedules. As a result, those underlying 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 rates faster or slower than the rates 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 3 Underlying REMIC Certificate and the Group 5 Underlying RCR Certificate would experience principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- those underlying REMIC and RCR certificates have adhered to the related principal balance schedules,
- any related support classes remain outstanding, or
- those underlying REMIC and RCR certificates otherwise have performed as originally anticipated.

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

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 February 1, 2011 (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:

- four groups of previously issued REMIC and RCR certificates (the “Group 1 Underlying REMIC Certificate,” “Group 2 Underlying REMIC Certificate,” “Group 3 Underlying REMIC Certificate” and “Group 5 Underlying RCR Certificate,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trusts (the “Underlying REMIC Trusts”) as further described in Exhibit A,
- four groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 4 MBS,” “Group 6 MBS,” “Group 9 MBS” and “Group 10 MBS,” and together, the “Trust MBS”), and
- two groups of previously issued Fannie Mae Stripped Mortgage-Backed Securities (the “Group 7 SMBS” and “Group 8 SMBS,” and together, the “SMBS”).

The Underlying REMIC Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates.

The SMBS represent beneficial ownership interests in certain interest or principal distributions on mortgage loans underlying certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Underlying REMIC Certificates, 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.”

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC	Underlying REMIC Certificates, Trust MBS and SMBS	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, the Underlying REMIC Certificates and the SMBS, see the applicable discussions appearing under the

heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus, the Underlying REMIC Disclosure Documents and the SMBS Prospectus. Our guaranties are not backed by the full faith and credit of the United States.

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

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

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

<u>Classes</u>	<u>Denominations</u>
Interest Only 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 Underlying REMIC Certificates

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

In addition, approximately 16.6% of the Mortgage Loans backing the Group 2 Underlying REMIC Certificate (by principal balance at the Issue Date) provide for interest only periods that may range from at least seven to no more than ten years following origination. See “Risk Factors—Prepayment Factors—*Refinance Environment*—Fixed-rate and adjustable-rate mortgage loans with long initial interest-only payment periods may be more likely to be refinanced or become delinquent than other mortgage loans” in the MBS Prospectus.

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

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

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 4 MBS, and up to 15 years in the case of the Group 6 MBS, Group 9 MBS and Group 10 MBS.

For additional information, see “Summary—Group 4, Group 6, Group 9 and Group 10—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 SMBS

The general characteristics of the SMBS are described in the SMBS Prospectus. The SMBS provide that certain interest or principal amounts on the Mortgage Loans underlying the related MBS are passed through monthly.

The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interest in a pool of conventional, fixed-rate, fully-amortizing Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years. For additional information see “Summary—Group 7 and Group 8—Characteristics of the SMBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement, and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

Distributions of Interest

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

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes and the NF, NS, SX, FQ and SU Classes	All other Floating Rate and Inverse Floating Rate Classes

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

Accrual Classes. The MZ, NZ, PZ, QZ, ZM, ZN, ZP, ZQ, ZY, ZK, ZU and ZX Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement or on Schedule 1. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on each Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principals” 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 to MZ and NZ, in that order, until retired. } Structured Collateral/ Sequential Pay Classes

The “Group 1 Principal Distribution Amount” is the principal then paid on the Group 1 Underlying REMIC Certificate.

- *Group 2*

The Group 2 Principal Distribution Amount to PZ and QZ, in that order, until retired. } Structured Collateral/ Sequential Pay Classes

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

- *Group 3*

The Group 3 Principal Distribution Amount to ZM and ZN, in that order, until retired. } Structured Collateral/ Sequential Pay Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount in the following priority:

1. To the Aggregate Group to its Planned Balance.
 2. To NC to its Planned Balance.
 3. — 71.0885612874% as follows:
 - first*, to NA, ND, NE, NF, NS and SX, pro rata, until retired; and
 - second*, to NB until retired, and
 - 28.9114387126% to FQ and SU, pro rata, until retired.
 4. To NC until retired.
 5. To the Aggregate Group to zero.
- } PAC Group and Class
-
- } Support Classes
-
- } PAC Class and Group

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

The “Aggregate Group” consists of the EN, FM and NL Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group as follows:

- first*, to EN and FM, pro rata, until retired; and
- second*, to NL until retired.

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

- *Group 5*

The Group 5 Principal Distribution Amount to ZP and ZQ, in that order, until retired. } Structured Collateral/ Sequential Pay Classes

The “Group 5 Principal Distribution Amount” is the principal then paid on the Group 5 Underlying RCR Certificate.

- *Group 6*

The Group 6 Principal Distribution Amount to WA and WB, pro rata, until retired. } Pass-Through Classes

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 MBS.

- *Group 7*

The Group 7 Principal Distribution Amount to FA until retired. } Pass-Through Class

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

- *Group 8*

The Group 8 Principal Distribution Amount to AF until retired. } Pass-Through Class

The “Group 8 Principal Distribution Amount” is the principal then paid on the Group 8 SMBS.

- *Group 9*

The Group 9 Principal Distribution Amount to KA and KB, in that order, until retired. } Sequential Pay Classes

The “Group 9 Principal Distribution Amount” is the principal then paid on the Group 9 MBS.

- *Group 10*

The Group 10 Principal Distribution Amount to KC and KD, in that order, until retired. } Sequential Pay Classes

The “Group 10 Principal Distribution Amount” is the principal then paid on the Group 10 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 Underlying REMIC Certificates, the applicable priority sequences governing principal payments on the Underlying REMIC Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 4, Group 6, Group 9 and Group 10—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the SMBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 7 and Group 8—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 February 28, 2011; 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 Group. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Group and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group Planned Balances	Between 100% and 250% PSA	Between 100% and 250% PSA
NC Class Planned Balances	Between 140% and 300% PSA	Between 140% and 302% PSA

The Aggregate Group listed above consist of the EN, FM and NL Classes.

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

We cannot assure you that the balance of the Aggregate Group or the NC Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of Aggregate Group or the NC 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 a Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or a Class to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within the applicable Structuring Ranges or Effective Ranges, principal distributions may be insufficient to reduce the Aggregate Group or the NC 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 Group and the NC 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 the Aggregate Group and the NC Class will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group and the NC Class, if still outstanding, may no longer have Effective Ranges, and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables for the Inverse Floating Rate Classes

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

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

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

We cannot assure you that

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

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

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

The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the SM, SA and AS Classes would lose money on their initial investments under certain Index and prepayment scenarios.

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

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

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

<u>Class</u>	<u>Price*</u>
SM	8.00%
NS	98.50%
SX	98.75%
SU	98.50%
SA	12.00%
AS	12.00%

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

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

**Sensitivity of the SM 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>140%</u>	<u>215%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>
0.13%	84.8%	79.4%	79.4%	79.4%	79.4%	78.9%	71.1%	50.1%
0.26%	82.7%	77.3%	77.3%	77.3%	77.3%	76.8%	68.9%	47.7%
2.26%	51.3%	45.9%	45.9%	45.9%	45.9%	44.8%	34.3%	10.3%
4.26%	21.1%	15.1%	15.1%	15.1%	15.1%	12.9%	(1.7)%	(29.9)%
6.45%	*	*	*	*	*	*	*	*

**Sensitivity of the NS 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>140%</u>	<u>215%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>
0.13%	14.0%	14.1%	14.1%	14.2%	14.3%	14.5%	15.0%	15.6%
0.26%	13.6%	13.6%	13.7%	13.8%	13.9%	14.1%	14.6%	15.3%
2.26%	7.4%	7.4%	7.4%	7.6%	7.8%	8.1%	8.9%	9.9%
4.26%	1.2%	1.3%	1.3%	1.5%	1.8%	2.2%	3.3%	4.7%
4.65%	0.1%	0.1%	0.1%	0.4%	0.7%	1.1%	2.2%	3.7%

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	140%	215%	250%	300%	500%	800%
0.13%	23.7%	23.7%	23.7%	23.6%	23.6%	23.6%	23.5%	23.3%
0.26%	23.0%	23.0%	23.0%	22.9%	22.9%	22.9%	22.8%	22.7%
2.26%	12.3%	12.3%	12.3%	12.5%	12.6%	12.7%	13.1%	13.7%
4.26%	2.0%	2.0%	2.1%	2.3%	2.5%	2.8%	3.7%	5.0%
4.65%	0.1%	0.1%	0.1%	0.3%	0.6%	0.9%	1.9%	3.3%

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	140%	215%	250%	300%	500%	800%
0.13%	7.7%	7.7%	7.7%	7.9%	8.0%	8.3%	9.0%	9.9%
0.26%	7.5%	7.6%	7.6%	7.7%	7.9%	8.1%	8.8%	9.8%
2.26%	5.5%	5.5%	5.5%	5.7%	5.9%	6.2%	6.9%	8.0%
4.26%	3.4%	3.5%	3.5%	3.6%	3.9%	4.2%	5.1%	6.2%
4.60%	3.1%	3.1%	3.1%	3.3%	3.6%	3.8%	4.7%	5.9%

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

LIBOR	PSA Prepayment Assumption						
	50%	100%	300%	550%	800%	1100%	1600%
0.130%	53.3%	49.5%	33.6%	12.0%	(12.4)%	(47.1)%	*
0.263%	52.0%	48.2%	32.4%	10.8%	(13.4)%	(47.9)%	*
2.263%	32.7%	29.2%	14.4%	(5.7)%	(28.2)%	(60.4)%	*
4.263%	13.8%	10.5%	(3.2)%	(21.8)%	(42.8)%	(72.8)%	*
6.480%	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	396%	700%	900%	1100%	1600%
0.130%	53.1%	49.3%	37.5%	25.4%	(2.4)%	(23.3)%	(47.2)%	*
0.263%	51.8%	48.0%	36.3%	24.2%	(3.5)%	(24.3)%	(48.1)%	*
2.263%	32.5%	28.9%	18.0%	6.7%	(19.1)%	(38.4)%	(60.5)%	*
4.263%	13.4%	10.2%	0.0%	(10.4)%	(34.3)%	(52.3)%	(73.0)%	*
6.480%	*	*	*	*	*	*	*	*

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 3, Group 4, Group 5, Group 9 and Group 10 Classes, and
- in the case of the Group 1, Group 2, Group 3 and Group 5 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC Certificates.

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

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying REMIC Certificate	360 months	304 months	9.00%
Group 2 Underlying REMIC Certificate	360 months	(1)	9.00%
Group 3 Underlying REMIC Certificate	480 months	456 months	8.50%
Group 4 MBS	360 months	360 months	7.00%
Group 5 Underlying RCR Certificate	360 months	295 months	7.50%
Group 6 MBS	180 months	91 months	7.00%
Group 7 SMBS	360 months	360 months	8.00%
Group 8 SMBS	360 months	360 months	8.00%
Group 9 MBS	180 months	180 months	6.50%
Group 10 MBS	180 months	180 months	6.50%

(1) The Group 2 Underlying REMIC Certificate is backed by the Fannie Mae RCR Certificates listed below. The Mortgage Loans backing those RCR Certificates are assumed to have the following remaining terms to maturity:

2008-42-GA	326 months
2008-62-DE	328 months
2008-62-BG	328 months*
2008-62-GE	328 months

* In addition, we have assumed that each Mortgage Loan backing the 2008-62-BG RCR Certificate has a remaining interest only period of 88 months.

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

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

Percent of Original Principal Balances Outstanding

Date	MZ Class								NZ Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	428%	700%	900%	1200%	1800%	0%	100%	250%	428%	700%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	107	107	107	107	107	107	64	0	107	107	107	107	107	107	107	*
February 2013	114	114	114	114	78	39	0	0	114	114	114	114	114	114	104	*
February 2014	121	121	121	97	31	1	0	0	121	121	121	121	121	121	29	*
February 2015	130	130	126	61	4	0	0	0	130	130	130	130	130	57	8	*
February 2016	138	138	98	34	0	0	0	0	138	138	138	138	82	26	2	*
February 2017	148	148	73	14	0	0	0	0	148	148	148	148	46	12	1	*
February 2018	157	144	52	0	0	0	0	0	157	157	157	149	26	5	*	*
February 2019	168	125	34	0	0	0	0	0	168	168	168	107	15	2	*	*
February 2020	179	108	18	0	0	0	0	0	179	179	179	77	8	1	*	*
February 2021	191	91	5	0	0	0	0	0	191	191	191	55	5	*	*	*
February 2022	204	74	0	0	0	0	0	0	204	204	172	39	3	*	*	*
February 2023	200	59	0	0	0	0	0	0	218	218	140	28	1	*	*	*
February 2024	186	43	0	0	0	0	0	0	232	232	113	20	1	*	*	*
February 2025	172	29	0	0	0	0	0	0	248	248	90	14	*	*	*	*
February 2026	155	14	0	0	0	0	0	0	264	264	72	10	*	*	*	*
February 2027	138	*	0	0	0	0	0	0	282	282	57	7	*	*	*	*
February 2028	119	0	0	0	0	0	0	0	301	243	44	4	*	*	*	*
February 2029	98	0	0	0	0	0	0	0	321	205	34	3	*	*	*	*
February 2030	76	0	0	0	0	0	0	0	343	169	25	2	*	*	*	*
February 2031	51	0	0	0	0	0	0	0	366	136	18	1	*	*	*	*
February 2032	24	0	0	0	0	0	0	0	390	104	13	1	*	*	*	*
February 2033	0	0	0	0	0	0	0	0	397	74	8	*	*	*	*	*
February 2034	0	0	0	0	0	0	0	0	290	45	4	*	*	*	*	*
February 2035	0	0	0	0	0	0	0	0	173	18	2	*	*	*	*	*
February 2036	0	0	0	0	0	0	0	0	45	*	*	*	*	*	*	*
February 2037	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	*
February 2038	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	*
February 2039	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0
February 2040	0	0	0	0	0	0	0	0	*	*	*	*	*	0	0	0
February 2041	0	0	0	0	0	0	0	0	*	*	*	*	*	0	0	0
Weighted Average Life (years)**	17.4	11.0	6.7	4.3	2.6	1.9	1.2	0.1	23.7	20.0	14.6	9.8	6.0	4.3	2.7	0.1

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

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

Date	ZY Class								PZ Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	428%	700%	900%	1200%	1800%	0%	100%	250%	428%	700%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	107	107	107	107	107	107	72	0	106	106	106	106	106	106	84	0
February 2013	114	114	114	114	85	54	20	0	112	112	112	112	109	41	0	0
February 2014	121	121	121	102	48	24	5	0	118	118	118	118	28	2	0	0
February 2015	130	130	127	74	28	11	1	0	125	125	125	78	5	0	0	0
February 2016	138	138	105	54	16	5	*	0	132	132	132	32	0	0	0	0
February 2017	148	148	87	39	9	2	*	0	139	139	100	15	0	0	0	0
February 2018	157	146	72	28	5	1	*	0	147	147	62	2	0	0	0	0
February 2019	168	133	60	20	3	*	*	0	155	155	36	0	0	0	0	0
February 2020	179	121	49	15	2	*	*	0	164	163	22	0	0	0	0	0
February 2021	191	110	40	10	1	*	*	0	173	133	11	0	0	0	0	0
February 2022	204	99	33	7	*	*	*	0	183	103	*	0	0	0	0	0
February 2023	203	89	27	5	*	*	*	0	193	75	0	0	0	0	0	0
February 2024	195	79	21	4	*	*	*	0	204	52	0	0	0	0	0	0
February 2025	186	70	17	3	*	*	*	0	216	40	0	0	0	0	0	0
February 2026	176	62	14	2	*	*	*	0	222	28	0	0	0	0	0	0
February 2027	165	54	11	1	*	*	0	0	201	17	0	0	0	0	0	0
February 2028	153	46	8	1	*	*	0	0	178	6	0	0	0	0	0	0
February 2029	141	39	6	1	*	*	0	0	153	0	0	0	0	0	0	0
February 2030	126	32	5	*	*	*	0	0	125	0	0	0	0	0	0	0
February 2031	111	26	3	*	*	*	0	0	92	0	0	0	0	0	0	0
February 2032	94	20	2	*	*	*	0	0	70	0	0	0	0	0	0	0
February 2033	75	14	2	*	*	*	0	0	50	0	0	0	0	0	0	0
February 2034	55	9	1	*	*	0	0	0	28	0	0	0	0	0	0	0
February 2035	33	3	*	*	*	0	0	0	4	0	0	0	0	0	0	0
February 2036	9	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	19.8	14.1	8.9	5.7	3.3	2.4	1.5	0.1	19.5	12.3	7.3	4.6	2.7	2.0	1.3	0.1

Date	QZ Class								ZK Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	428%	700%	900%	1200%	1800%	0%	100%	250%	428%	700%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	106	106	106	106	106	106	106	0	106	106	106	106	106	106	88	0
February 2013	112	112	112	112	112	112	104	0	112	112	112	112	109	53	18	0
February 2014	118	118	118	118	118	118	29	0	118	118	118	118	44	22	5	0
February 2015	125	125	125	125	125	58	8	0	125	125	125	86	25	10	1	0
February 2016	132	132	132	132	84	26	2	0	132	132	132	49	14	4	*	0
February 2017	139	139	139	139	48	12	1	0	139	139	107	36	8	2	*	0
February 2018	147	147	147	147	27	5	*	0	147	147	77	26	5	1	*	0
February 2019	155	155	155	112	15	2	*	0	155	155	56	19	3	*	*	0
February 2020	164	164	164	81	9	1	*	0	164	163	46	14	1	*	*	0
February 2021	173	173	173	59	5	*	*	0	173	139	38	10	1	*	*	0
February 2022	183	183	183	42	3	*	*	0	183	117	31	7	*	*	*	0
February 2023	193	193	151	30	2	*	*	0	193	95	26	5	*	*	*	0
February 2024	204	204	123	22	1	*	*	0	204	78	21	4	*	*	*	0
February 2025	216	216	100	15	*	*	*	0	216	70	17	3	*	*	*	0
February 2026	228	228	81	11	*	*	*	0	223	62	14	2	*	*	0	0
February 2027	241	241	65	8	*	*	0	0	207	55	11	1	*	*	0	0
February 2028	254	254	51	5	*	*	0	0	191	48	9	1	*	*	0	0
February 2029	269	247	40	4	*	*	0	0	173	42	7	1	*	*	0	0
February 2030	284	212	31	2	*	*	0	0	152	36	5	*	*	*	0	0
February 2031	300	178	24	2	*	*	0	0	127	30	4	*	*	*	0	0
February 2032	317	147	18	1	*	*	0	0	112	25	3	*	*	*	0	0
February 2033	334	117	13	1	*	*	0	0	98	20	2	*	*	*	0	0
February 2034	353	89	9	*	*	*	0	0	83	15	1	*	*	0	0	0
February 2035	373	63	6	*	*	*	0	0	67	11	1	*	*	0	0	0
February 2036	287	37	3	*	*	0	0	0	49	6	1	*	*	0	0	0
February 2037	172	14	1	*	*	0	0	0	29	2	*	*	*	0	0	0
February 2038	45	*	*	*	*	0	0	0	8	*	*	*	*	0	0	0
February 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.9	21.7	15.4	10.2	6.1	4.4	2.8	0.1	21.3	14.7	9.1	5.8	3.4	2.4	1.5	0.1

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

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

Date	ZM Class								ZN Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	250%	428%	700%	900%	1200%	1800%	0%	100%	250%	428%	700%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	106	106	106	106	106	106	106	0	106	106	106	106	106	106	106	0
February 2013	113	113	113	113	113	113	79	0	113	113	113	113	113	113	113	0
February 2014	120	120	120	120	120	102	0	0	120	120	120	120	120	120	113	0
February 2015	127	127	127	127	120	27	0	0	127	127	127	127	127	127	31	0
February 2016	135	135	135	135	53	0	0	0	135	135	135	135	135	105	9	0
February 2017	143	143	143	143	13	0	0	0	143	143	143	143	143	48	2	0
February 2018	152	152	152	125	0	0	0	0	152	152	152	152	110	22	1	0
February 2019	161	161	161	79	0	0	0	0	161	161	161	161	63	10	*	0
February 2020	171	171	171	44	0	0	0	0	171	171	171	171	36	4	*	0
February 2021	182	182	182	17	0	0	0	0	182	182	182	182	21	2	*	0
February 2022	193	193	158	0	0	0	0	0	193	193	193	180	12	1	*	0
February 2023	205	205	121	0	0	0	0	0	205	205	205	132	7	*	*	0
February 2024	218	218	89	0	0	0	0	0	218	218	218	96	4	*	*	0
February 2025	231	231	61	0	0	0	0	0	231	231	231	70	2	*	*	0
February 2026	245	245	36	0	0	0	0	0	245	245	245	51	1	*	0	0
February 2027	261	261	15	0	0	0	0	0	261	261	261	37	1	*	0	0
February 2028	277	277	0	0	0	0	0	0	277	277	264	27	*	*	0	0
February 2029	294	277	0	0	0	0	0	0	294	294	218	19	*	*	0	0
February 2030	312	241	0	0	0	0	0	0	312	312	180	14	*	*	0	0
February 2031	331	206	0	0	0	0	0	0	331	331	148	10	*	*	0	0
February 2032	351	173	0	0	0	0	0	0	351	351	121	7	*	*	0	0
February 2033	373	142	0	0	0	0	0	0	373	373	99	5	*	*	0	0
February 2034	396	111	0	0	0	0	0	0	396	396	80	4	*	*	0	0
February 2035	421	82	0	0	0	0	0	0	421	421	65	3	*	0	0	0
February 2036	446	53	0	0	0	0	0	0	446	446	52	2	*	0	0	0
February 2037	474	25	0	0	0	0	0	0	474	474	42	1	*	0	0	0
February 2038	503	0	0	0	0	0	0	0	503	497	33	1	*	0	0	0
February 2039	534	0	0	0	0	0	0	0	534	429	26	1	*	0	0	0
February 2040	567	0	0	0	0	0	0	0	567	365	20	*	*	0	0	0
February 2041	560	0	0	0	0	0	0	0	602	304	15	*	*	0	0	0
February 2042	485	0	0	0	0	0	0	0	639	247	11	*	*	0	0	0
February 2043	403	0	0	0	0	0	0	0	679	193	8	*	*	0	0	0
February 2044	314	0	0	0	0	0	0	0	721	142	5	*	0	0	0	0
February 2045	217	0	0	0	0	0	0	0	765	94	3	*	0	0	0	0
February 2046	112	0	0	0	0	0	0	0	812	49	1	*	0	0	0	0
February 2047	0	0	0	0	0	0	0	0	858	7	*	*	0	0	0	0
February 2048	0	0	0	0	0	0	0	0	447	0	0	0	0	0	0	0
February 2049	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2050	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2051	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	33.1	22.1	13.1	8.3	5.0	3.6	2.3	0.1	37.1	31.2	21.6	14.0	8.3	6.0	3.8	0.1

Date	ZU Class							
	PSA Prepayment Assumption							
	0%	100%	250%	428%	700%	900%	1200%	1800%
Initial Percent	100	100	100	100	100	100	100	100
February 2012	106	106	106	106	106	106	106	0
February 2013	113	113	113	113	113	113	86	0
February 2014	120	120	120	120	120	106	24	0
February 2015	127	127	127	127	122	48	7	0
February 2016	135	135	135	135	70	22	2	0
February 2017	143	143	143	143	40	10	1	0
February 2018	152	152	152	131	23	5	*	0
February 2019	161	161	161	96	13	2	*	0
February 2020	171	171	171	70	8	1	*	0
February 2021	182	182	182	52	4	*	*	0
February 2022	193	193	166	38	2	*	*	0
February 2023	205	205	139	28	1	*	*	0
February 2024	218	218	116	20	1	*	*	0
February 2025	231	231	97	15	*	*	*	0
February 2026	245	245	80	11	*	*	0	0
February 2027	261	261	67	8	*	*	0	0
February 2028	277	277	55	6	*	*	0	0
February 2029	294	280	46	4	*	*	0	0
February 2030	312	256	38	3	*	*	0	0
February 2031	331	233	31	2	*	*	0	0
February 2032	351	211	25	2	*	*	0	0
February 2033	373	190	21	1	*	*	0	0
February 2034	396	171	17	1	*	*	0	0
February 2035	421	153	14	1	*	0	0	0
February 2036	446	136	11	*	*	0	0	0
February 2037	474	120	9	*	*	0	0	0
February 2038	503	104	7	*	*	0	0	0
February 2039	534	90	5	*	*	0	0	0
February 2040	567	77	4	*	*	0	0	0
February 2041	569	64	3	*	*	0	0	0
February 2042	517	52	2	*	*	0	0	0
February 2043	461	41	2	*	*	0	0	0
February 2044	399	30	1	*	0	0	0	0
February 2045	332	20	1	*	0	0	0	0
February 2046	259	10	*	*	0	0	0	0
February 2047	180	1	*	*	0	0	0	0
February 2048	94	0	0	0	0	0	0	0
February 2049	0	0	0	0	0	0	0	0
February 2050	0	0	0	0	0	0	0	0
February 2051	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	34.3	25.3	15.7	9.8	5.8	4.2	2.6	0.1

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

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

Date	EN, FM and SM† Classes								NL Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	140%	215%	250%	300%	500%	800%	0%	100%	140%	215%	250%	300%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	98	92	92	92	92	92	92	92	100	100	100	100	100	100	100	100
February 2013	97	81	81	81	81	81	75	46	100	100	100	100	100	100	100	100
February 2014	95	71	71	71	71	71	49	20	100	100	100	100	100	100	100	100
February 2015	93	62	62	62	62	61	32	7	100	100	100	100	100	100	100	100
February 2016	91	53	53	53	53	47	19	0	100	100	100	100	100	100	100	98
February 2017	89	45	45	45	45	37	11	0	100	100	100	100	100	100	100	50
February 2018	87	37	37	37	37	28	5	0	100	100	100	100	100	100	100	25
February 2019	84	29	29	29	29	21	1	0	100	100	100	100	100	100	100	13
February 2020	82	23	23	23	23	15	0	0	100	100	100	100	100	100	81	6
February 2021	79	18	18	18	18	11	0	0	100	100	100	100	100	100	55	3
February 2022	76	13	13	13	13	7	0	0	100	100	100	100	100	100	37	2
February 2023	73	10	10	10	10	4	0	0	100	100	100	100	100	100	25	1
February 2024	69	7	7	7	7	2	0	0	100	100	100	100	100	100	17	*
February 2025	65	4	4	4	4	0	0	0	100	100	100	100	100	96	11	*
February 2026	61	2	2	2	2	0	0	0	100	100	100	100	100	75	7	*
February 2027	57	*	*	*	*	0	0	0	100	100	100	100	100	58	5	*
February 2028	52	0	0	0	0	0	0	0	100	81	81	81	81	45	3	*
February 2029	47	0	0	0	0	0	0	0	100	65	65	65	65	34	2	*
February 2030	42	0	0	0	0	0	0	0	100	51	51	51	51	26	1	*
February 2031	36	0	0	0	0	0	0	0	100	40	40	40	40	20	1	*
February 2032	30	0	0	0	0	0	0	0	100	31	31	31	31	15	1	*
February 2033	24	0	0	0	0	0	0	0	100	23	23	23	23	11	*	*
February 2034	17	0	0	0	0	0	0	0	100	17	17	17	17	8	*	*
February 2035	9	0	0	0	0	0	0	0	100	12	12	12	12	5	*	*
February 2036	1	0	0	0	0	0	0	0	100	8	8	8	8	3	*	*
February 2037	0	0	0	0	0	0	0	0	5	5	5	5	5	2	*	*
February 2038	0	0	0	0	0	0	0	0	3	3	3	3	3	1	*	*
February 2039	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	*
February 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.1	6.0	6.0	6.0	6.0	5.3	3.4	2.1	25.6	19.9	19.9	19.9	19.9	17.5	11.0	6.5

Date	NC Class								NA, ND, NE, NF, NS and SX Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	140%	215%	250%	300%	500%	800%	0%	100%	140%	215%	250%	300%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	100	100	76	76	76	76	76	17	100	100	100	85	78	69	29	0
February 2013	100	100	45	45	45	45	0	0	100	100	100	67	52	31	0	0
February 2014	100	100	18	18	18	18	0	0	100	100	100	53	32	4	0	0
February 2015	100	100	0	0	0	0	0	0	100	100	99	42	18	0	0	0
February 2016	100	100	0	0	0	0	0	0	100	100	94	30	4	0	0	0
February 2017	100	100	0	0	0	0	0	0	100	100	89	22	0	0	0	0
February 2018	100	100	0	0	0	0	0	0	100	100	87	17	0	0	0	0
February 2019	100	100	0	0	0	0	0	0	100	100	85	15	0	0	0	0
February 2020	100	95	0	0	0	0	0	0	100	100	82	13	0	0	0	0
February 2021	100	84	0	0	0	0	0	0	100	100	78	12	0	0	0	0
February 2022	100	68	0	0	0	0	0	0	100	100	74	10	0	0	0	0
February 2023	100	48	0	0	0	0	0	0	100	100	68	8	0	0	0	0
February 2024	100	25	0	0	0	0	0	0	100	100	62	6	0	0	0	0
February 2025	100	1	0	0	0	0	0	0	100	100	56	4	0	0	0	0
February 2026	100	0	0	0	0	0	0	0	100	92	50	2	0	0	0	0
February 2027	100	0	0	0	0	0	0	0	100	83	44	1	0	0	0	0
February 2028	100	0	0	0	0	0	0	0	100	75	38	0	0	0	0	0
February 2029	100	0	0	0	0	0	0	0	100	66	32	0	0	0	0	0
February 2030	100	0	0	0	0	0	0	0	100	57	27	0	0	0	0	0
February 2031	100	0	0	0	0	0	0	0	100	49	21	0	0	0	0	0
February 2032	100	0	0	0	0	0	0	0	100	41	16	0	0	0	0	0
February 2033	100	0	0	0	0	0	0	0	100	33	12	0	0	0	0	0
February 2034	100	0	0	0	0	0	0	0	100	25	8	0	0	0	0	0
February 2035	100	0	0	0	0	0	0	0	100	18	4	0	0	0	0	0
February 2036	100	0	0	0	0	0	0	0	100	11	0	0	0	0	0	0
February 2037	90	0	0	0	0	0	0	0	100	5	0	0	0	0	0	0
February 2038	0	0	0	0	0	0	0	0	98	0	0	0	0	0	0	0
February 2039	0	0	0	0	0	0	0	0	65	0	0	0	0	0	0	0
February 2040	0	0	0	0	0	0	0	0	28	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.5	11.8	1.9	1.9	1.9	1.9	1.3	0.9	28.4	20.1	14.8	4.4	2.4	1.6	0.8	0.4

* 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	NB Class								FQ and SU Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	140%	215%	250%	300%	500%	800%	0%	100%	140%	215%	250%	300%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	100	100	100	100	100	100	100	0	100	100	100	87	81	72	36	0
February 2013	100	100	100	100	100	100	100	0	100	100	100	70	57	38	0	0
February 2014	100	100	100	100	100	100	0	0	100	100	100	58	39	14	0	0
February 2015	100	100	100	100	100	100	0	0	100	100	99	47	26	0	0	0
February 2016	100	100	100	100	100	0	0	0	100	100	94	37	13	0	0	0
February 2017	100	100	100	100	54	0	0	0	100	100	90	29	5	0	0	0
February 2018	100	100	100	100	11	0	0	0	100	100	88	25	1	0	0	0
February 2019	100	100	100	100	*	0	0	0	100	100	86	23	*	0	0	0
February 2020	100	100	100	100	*	0	0	0	100	100	84	22	*	0	0	0
February 2021	100	100	100	100	*	0	0	0	100	100	80	20	*	0	0	0
February 2022	100	100	100	100	*	0	0	0	100	100	76	19	*	0	0	0
February 2023	100	100	100	100	*	0	0	0	100	100	71	17	*	0	0	0
February 2024	100	100	100	100	*	0	0	0	100	100	66	15	*	0	0	0
February 2025	100	100	100	100	*	0	0	0	100	100	60	13	*	0	0	0
February 2026	100	100	100	100	*	0	0	0	100	93	55	12	*	0	0	0
February 2027	100	100	100	100	*	0	0	0	100	85	49	10	*	0	0	0
February 2028	100	100	100	93	*	0	0	0	100	77	44	9	*	0	0	0
February 2029	100	100	100	79	*	0	0	0	100	69	39	8	*	0	0	0
February 2030	100	100	100	67	*	0	0	0	100	61	34	6	*	0	0	0
February 2031	100	100	100	55	*	0	0	0	100	54	29	5	*	0	0	0
February 2032	100	100	100	45	*	0	0	0	100	46	24	4	*	0	0	0
February 2033	100	100	100	36	*	0	0	0	100	39	20	4	*	0	0	0
February 2034	100	100	100	29	*	0	0	0	100	32	16	3	*	0	0	0
February 2035	100	100	100	22	*	0	0	0	100	26	13	2	*	0	0	0
February 2036	100	100	100	16	*	0	0	0	100	20	10	1	*	0	0	0
February 2037	100	100	68	10	*	0	0	0	100	14	7	1	*	0	0	0
February 2038	100	86	40	6	*	0	0	0	98	8	4	1	*	0	0	0
February 2039	100	31	14	2	*	0	0	0	68	3	1	*	*	0	0	0
February 2040	100	0	0	0	0	0	0	0	35	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.9	27.7	26.7	21.1	6.2	3.5	1.4	0.9	28.6	20.8	15.9	6.0	2.7	1.7	0.8	0.5

Date	ZP Class						ZQ Class						ZX Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	314%	500%	800%	1200%	0%	100%	314%	500%	800%	1200%	0%	100%	314%	500%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	105	105	105	105	105	105	105	105	105	105	105	105	105	105	105	105	105	105
February 2013	110	110	110	110	110	83	110	110	110	110	110	110	110	110	110	110	89	89
February 2014	116	116	116	116	116	0	116	116	116	116	116	105	116	116	116	116	116	24
February 2015	122	122	122	122	65	0	122	122	122	122	29	122	122	122	122	78	7	7
February 2016	128	128	128	128	12	0	128	128	128	128	8	128	128	128	128	39	2	2
February 2017	135	135	135	111	0	0	135	135	135	135	85	2	135	135	135	116	20	*
February 2018	142	142	142	59	0	0	142	142	142	142	42	1	142	142	142	78	10	*
February 2019	149	149	149	23	0	0	149	149	149	149	21	*	149	149	149	52	5	*
February 2020	157	157	123	0	0	0	157	157	157	150	10	*	157	157	131	35	2	*
February 2021	165	165	81	0	0	0	165	165	165	99	5	*	165	165	100	23	1	*
February 2022	173	173	47	0	0	0	173	173	173	65	2	*	173	173	76	15	1	*
February 2023	182	166	20	0	0	0	182	182	182	42	1	*	182	170	57	10	*	*
February 2024	191	103	0	0	0	0	191	191	185	27	1	*	191	124	42	6	*	*
February 2025	201	45	0	0	0	0	201	201	136	17	*	*	201	81	31	4	*	*
February 2026	211	0	0	0	0	0	211	190	98	11	*	0	211	44	22	2	*	0
February 2027	222	0	0	0	0	0	222	143	69	6	*	0	222	33	16	1	*	0
February 2028	234	0	0	0	0	0	234	105	47	4	*	0	234	24	11	1	*	0
February 2029	234	0	0	0	0	0	246	74	30	2	*	0	236	17	7	*	*	0
February 2030	230	0	0	0	0	0	258	49	18	1	*	0	236	11	4	*	*	0
February 2031	226	0	0	0	0	0	271	30	9	*	*	0	236	7	2	*	*	0
February 2032	138	0	0	0	0	0	285	14	2	*	*	0	172	3	1	*	*	0
February 2033	24	0	0	0	0	0	300	1	*	*	0	0	87	*	*	*	0	0
February 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.1	13.3	10.3	7.0	4.2	2.3	22.6	17.5	15.6	11.2	6.8	3.7	21.6	14.4	11.8	8.1	4.9	2.6

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

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

Date	WA and WB Classes					
	PSA Prepayment Assumption					
	0%	100%	270%	500%	700%	1100%
Initial Percent	100	100	100	100	100	100
February 2012	90	83	74	62	51	30
February 2013	79	66	53	37	25	9
February 2014	67	51	36	21	12	2
February 2015	54	37	24	11	5	1
February 2016	40	24	14	6	2	*
February 2017	25	12	6	2	1	*
February 2018	10	1	*	*	*	*
February 2019	0	0	0	0	0	0
February 2020	0	0	0	0	0	0
February 2021	0	0	0	0	0	0
February 2022	0	0	0	0	0	0
February 2023	0	0	0	0	0	0
February 2024	0	0	0	0	0	0
February 2025	0	0	0	0	0	0
February 2026	0	0	0	0	0	0
Weighted Average Life (years)**	4.2	3.3	2.6	1.9	1.4	0.8

Date	FA and SA† Classes						
	PSA Prepayment Assumption						
	0%	100%	300%	550%	800%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100
February 2012	99	93	81	66	51	33	4
February 2013	98	86	65	43	26	11	*
February 2014	97	79	52	29	13	4	*
February 2015	96	73	42	19	7	1	*
February 2016	95	67	34	12	3	*	*
February 2017	94	62	27	8	2	*	0
February 2018	92	57	22	5	1	*	0
February 2019	91	52	17	3	*	*	0
February 2020	89	47	14	2	*	*	0
February 2021	88	43	11	1	*	*	0
February 2022	86	39	9	1	*	*	0
February 2023	84	35	7	1	*	*	0
February 2024	82	32	5	*	*	*	0
February 2025	79	29	4	*	*	*	0
February 2026	77	25	3	*	*	*	0
February 2027	74	23	3	*	*	*	0
February 2028	71	20	2	*	*	0	0
February 2029	68	17	1	*	*	0	0
February 2030	64	15	1	*	*	0	0
February 2031	60	13	1	*	*	0	0
February 2032	56	10	1	*	*	0	0
February 2033	52	8	*	*	*	0	0
February 2034	47	7	*	*	*	0	0
February 2035	42	5	*	*	*	0	0
February 2036	36	3	*	*	*	0	0
February 2037	30	2	*	*	0	0	0
February 2038	23	*	*	*	0	0	0
February 2039	16	0	0	0	0	0	0
February 2040	8	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.5	9.9	4.5	2.4	1.5	0.9	0.3

Date	AF and AS† Classes							
	PSA Prepayment Assumption							
	0%	100%	250%	396%	700%	900%	1100%	1600%
Initial Percent	100	100	100	100	100	100	100	100
February 2012	99	92	84	75	57	45	33	4
February 2013	98	85	70	56	32	20	11	*
February 2014	97	79	58	42	18	9	4	*
February 2015	96	72	48	31	10	4	1	*
February 2016	95	66	40	23	6	2	*	*
February 2017	94	61	33	17	3	1	*	0
February 2018	92	56	28	13	2	*	*	0
February 2019	91	51	23	10	1	*	*	0
February 2020	89	46	19	7	1	*	*	0
February 2021	88	42	15	5	*	*	*	0
February 2022	86	38	12	4	*	*	*	0
February 2023	84	34	10	3	*	*	*	0
February 2024	82	30	8	2	*	*	*	0
February 2025	79	27	7	1	*	*	*	0
February 2026	77	24	5	1	*	*	*	0
February 2027	74	21	4	1	*	*	*	0
February 2028	71	18	3	1	*	*	0	0
February 2029	68	15	3	*	*	*	0	0
February 2030	64	13	2	*	*	*	0	0
February 2031	60	11	1	*	*	*	0	0
February 2032	56	8	1	*	*	*	0	0
February 2033	52	6	1	*	*	0	0	0
February 2034	47	4	*	*	*	0	0	0
February 2035	42	3	*	*	*	0	0	0
February 2036	36	1	*	*	*	0	0	0
February 2037	30	0	0	0	0	0	0	0
February 2038	23	0	0	0	0	0	0	0
February 2039	16	0	0	0	0	0	0	0
February 2040	8	0	0	0	0	0	0	0
February 2041	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.5	9.6	5.3	3.4	1.8	1.3	0.9	0.3

Date	KA Class						KB Class						KC Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	243%	500%	700%	900%	0%	100%	243%	500%	700%	900%	0%	100%	243%	500%	700%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	95	90	83	72	64	55	100	100	100	100	100	100	95	90	83	72	64	55
February 2013	91	78	65	44	30	18	100	100	100	100	100	100	91	78	65	44	30	18
February 2014	85	67	49	25	11	1	100	100	100	100	100	100	85	67	49	25	11	1
February 2015	80	57	37	12	1	0	100	100	100	100	100	48	80	57	37	12	1	0
February 2016	74	47	26	4	0	0	100	100	100	100	57	20	74	47	26	4	0	0
February 2017	68	38	18	0	0	0	100	100	100	85	30	8	68	38	18	0	0	0
February 2018	61	30	11	0	0	0	100	100	100	53	15	3	61	30	11	0	0	0
February 2019	54	22	5	0	0	0	100	100	100	32	8	1	54	22	5	0	0	0
February 2020	46	15	*	0	0	0	100	100	100	19	4	1	46	15	*	0	0	0
February 2021	38	9	0	0	0	0	100	100	71	10	2	*	38	9	0	0	0	0
February 2022	30	3	0	0	0	0	100	100	45	5	1	*	30	3	0	0	0	0
February 2023	20	0	0	0	0	0	100	73	24	2	*	*	20	0	0	0	0	0
February 2024	11	0	0	0	0	0	100	26	8	1	*	*	11	0	0	0	0	0
February 2025	*	0	0	0	0	0	100	0	0	0	0	0	*	0	0	0	0	0
February 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.1	5.1	3.5	2.1	1.6	1.2	14.5	12.5	11.0	7.6	5.7	4.3	8.1	5.1	3.5	2.1	1.6	1.2

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

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

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

Date	KD Class						KE Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	243%	500%	700%	900%	0%	100%	243%	500%	700%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
February 2012	100	100	100	100	100	100	100	100	100	100	100	100
February 2013	100	100	100	100	100	100	100	100	100	100	100	100
February 2014	100	100	100	100	100	100	100	100	100	100	100	100
February 2015	100	100	100	100	100	48	100	100	100	100	100	48
February 2016	100	100	100	100	57	20	100	100	100	100	57	20
February 2017	100	100	100	85	30	8	100	100	100	85	30	8
February 2018	100	100	100	53	15	3	100	100	100	53	15	3
February 2019	100	100	100	32	8	1	100	100	100	32	8	1
February 2020	100	100	100	19	4	1	100	100	100	19	4	1
February 2021	100	100	71	10	2	*	100	100	71	10	2	*
February 2022	100	100	45	5	1	*	100	100	45	5	1	*
February 2023	100	73	24	2	*	*	100	73	24	2	*	*
February 2024	100	26	8	1	*	*	100	26	8	1	*	*
February 2025	100	0	0	0	0	0	100	0	0	0	0	0
February 2026	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.5	12.5	11.0	7.6	5.7	4.3	14.5	12.5	11.0	7.6	5.7	4.3

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

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

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” and “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Material Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled “Material Federal Income Tax Consequences” and “ERISA Considerations”) and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of

the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

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

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	428% PSA
2	428% PSA
3	428% PSA
4	215% PSA
5	314% PSA
6	270% PSA
7	550% PSA
8	396% PSA
9	243% PSA
10	243% 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 J.P. Morgan Securities LLC (the “Dealer”) in exchange for the Underlying REMIC Certificates, the Trust MBS and the SMBS. 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 1 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	February 2011 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)
2006-63	ZH	June 2006	31395NQK6	6.5%	FIX/Z	July 2036	SEQ	\$46,772,145	1.35325765	\$21,652,122.00	6.957%	296	57

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

Group 2 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	February 2011 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)
2008-70	ZB	July 2008	31397MHE0	5.5%	FIX/Z	July 2038	SC/SEQ	\$20,363,000	1.15229859	\$23,045,971.00	(2)	(2)	(2)

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

(2) The Group 2 Underlying REMIC Certificate is backed by the Fannie Mae RCR certificates listed below having the following characteristics:

				Approximate Weighted Average			
Class		Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)	Approximate Weighted Average Term to Expiration of Interest Only Period (in months)
2008-62-BG	FIX	FIX	SEQ	7.090%	321	39	81
2008-62-DE	FIX	FIX	SEQ	*	*	*	N/A
2008-62-GE	FIX	FIX	SEQ	**	**	**	N/A
2008-42-GA	FIX	FIX	SEQ/AD	***	***	***	N/A

* The Class 2008-62-DE RCR Certificate is formed from a combination of the Fannie Mae REMIC certificates listed below having the following characteristics:

Class		Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2008-62-DB	FIX	FIX	SEQ	7.034%	317	38
2008-62-CB	FIX	FIX	SEQ	7.048	320	34

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.

*** The Class 2008-42-GA RCR Certificate is formed from a combination of the Fannie Mae REMIC certificates listed below having the following characteristics:

Group 5 Underlying RCR Certificate

[illegible]

(2) The Group 5 Underlying RCR Certificate is backed by the Class 2007-109-VZ REMIC Certificate, which is in turn backed by the following Fannie Mae RCR certificate with the following characteristics:

A-2

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								
MZ	\$17,538,219	ZY	\$21,652,122	SC/PT	6.5%	FIX/Z	31397QP69	July 2036
NZ	4,113,903							
Recombination 2								
PZ	19,128,156	ZK	23,045,971	SC/PT	5.5	FIX/Z	31397QP77	July 2038
QZ	3,917,815							
Recombination 3								
ZM	8,904,562	ZU	11,271,597	SC/PT	6.0	FIX/Z	31397QP85	March 2049
ZN	2,367,035							
Recombination 4								
ZP	18,111,188	ZX	23,521,023	SC/PT	5.0	FIX/Z	31397QP93	October 2035
ZQ	5,409,835							
Recombination 5								
KB	2,822,147	KE(3)	5,861,674	SEQ	4.0	FIX	31397QQ27	March 2026
KD	3,039,527							

(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) The KE Class is an RCR Class formed from a combination of the KB Class in Group 9 and the KD Class in Group 10.

Principal Balance Schedules

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$151,554,000.00	June 2015	\$ 93,167,065.48	October 2019	\$ 45,594,033.32
March 2011	150,776,855.44	July 2015	92,112,513.64	November 2019	44,870,260.09
April 2011	149,965,106.55	August 2015	91,063,659.36	December 2019	44,157,256.65
May 2011	149,119,092.59	September 2015 . . .	90,020,473.04	January 2020	43,454,868.45
June 2011	148,239,170.47	October 2015	88,982,925.27	February 2020	42,762,943.11
July 2011	147,325,714.53	November 2015	87,950,986.77	March 2020	42,081,330.38
August 2011	146,379,116.27	December 2015	86,924,628.41	April 2020	41,409,882.15
September 2011 . . .	145,399,784.08	January 2016	85,903,821.21	May 2020	40,748,452.35
October 2011	144,388,142.95	February 2016	84,888,536.34	June 2020	40,096,897.00
November 2011	143,344,634.16	March 2016	83,878,745.14	July 2020	39,455,074.12
December 2011	142,269,715.00	April 2016	82,874,419.07	August 2020	38,822,843.73
January 2012	141,163,858.40	May 2016	81,875,529.75	September 2020 . . .	38,200,067.82
February 2012	140,027,552.60	June 2016	80,882,048.93	October 2020	37,586,610.32
March 2012	138,861,300.83	July 2016	79,893,948.53	November 2020	36,982,337.07
April 2012	137,665,620.87	August 2016	78,911,200.60	December 2020	36,387,115.80
May 2012	136,441,044.71	September 2016 . . .	77,933,777.34	January 2021	35,800,816.11
June 2012	135,188,118.17	October 2016	76,961,651.09	February 2021	35,223,309.42
July 2012	133,907,400.46	November 2016	75,994,794.32	March 2021	34,654,468.96
August 2012	132,633,553.69	December 2016	75,033,179.68	April 2021	34,094,169.77
September 2012 . . .	131,366,542.23	January 2017	74,076,779.91	May 2021	33,542,288.61
October 2012	130,106,330.64	February 2017	73,125,567.94	June 2021	32,998,704.01
November 2012	128,852,883.66	March 2017	72,179,516.80	July 2021	32,463,296.19
December 2012	127,606,166.22	April 2017	71,238,599.67	August 2021	31,935,947.07
January 2013	126,366,143.40	May 2017	70,302,789.89	September 2021 . . .	31,416,540.22
February 2013	125,132,780.51	June 2017	69,372,060.91	October 2021	30,904,960.87
March 2013	123,906,042.99	July 2017	68,446,386.33	November 2021	30,401,095.86
April 2013	122,685,896.49	August 2017	67,525,739.88	December 2021	29,904,833.62
May 2013	121,472,306.82	September 2017 . . .	66,610,095.43	January 2022	29,416,064.15
June 2013	120,265,239.97	October 2017	65,699,426.99	February 2022	28,934,679.02
July 2013	119,064,662.12	November 2017	64,793,708.69	March 2022	28,460,571.32
August 2013	117,870,539.60	December 2017	63,892,914.80	April 2022	27,993,635.65
September 2013 . . .	116,682,838.93	January 2018	62,997,019.72	May 2022	27,533,768.10
October 2013	115,501,526.79	February 2018	62,105,998.00	June 2022	27,080,866.22
November 2013	114,326,570.05	March 2018	61,219,824.29	July 2022	26,634,829.01
December 2013	113,157,935.73	April 2018	60,338,473.39	August 2022	26,195,556.90
January 2014	111,995,591.04	May 2018	59,461,920.24	September 2022 . . .	25,762,951.72
February 2014	110,839,503.33	June 2018	58,590,139.88	October 2022	25,336,916.71
March 2014	109,689,640.16	July 2018	57,723,107.50	November 2022	24,917,356.46
April 2014	108,545,969.22	August 2018	56,860,798.41	December 2022	24,504,176.89
May 2014	107,408,458.38	September 2018 . . .	56,003,188.06	January 2023	24,097,285.29
June 2014	106,277,075.68	October 2018	55,150,252.00	February 2023	23,696,590.24
July 2014	105,151,789.33	November 2018	54,301,965.94	March 2023	23,302,001.61
August 2014	104,032,567.67	December 2018	53,458,305.68	April 2023	22,913,430.56
September 2014 . . .	102,919,379.25	January 2019	52,619,247.18	May 2023	22,530,789.50
October 2014	101,812,192.75	February 2019	51,791,217.79	June 2023	22,153,992.08
November 2014	100,710,977.02	March 2019	50,975,451.92	July 2023	21,782,953.17
December 2014	99,615,701.07	April 2019	50,171,774.07	August 2023	21,417,588.86
January 2015	98,526,334.08	May 2019	49,380,011.21	September 2023 . . .	21,057,816.40
February 2015	97,442,845.37	June 2019	48,599,992.73	October 2023	20,703,554.26
March 2015	96,365,204.43	July 2019	47,831,550.40	November 2023	20,354,722.01
April 2015	95,293,380.91	August 2019	47,074,518.36	December 2023	20,011,240.41
May 2015	94,227,344.61	September 2019 . . .	46,328,733.08	January 2024	19,673,031.31

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
February 2024.	\$ 19,340,017.69	September 2028 . . .	\$ 7,173,187.71	April 2033	\$ 2,207,726.11
March 2024	19,012,123.62	October 2028.	7,036,309.35	May 2033	2,153,947.64
April 2024	18,689,274.23	November 2028 . . .	6,901,650.17	June 2033.	2,101,117.89
May 2024	18,371,395.74	December 2028 . . .	6,769,176.80	July 2033	2,049,222.01
June 2024.	18,058,415.39	January 2029	6,638,856.32	August 2033	1,998,245.34
July 2024	17,750,261.48	February 2029.	6,510,656.31	September 2033 . . .	1,948,173.44
August 2024	17,446,863.31	March 2029	6,384,544.79	October 2033.	1,898,992.10
September 2024 . . .	17,148,151.20	April 2029	6,260,490.28	November 2033 . . .	1,850,687.30
October 2024.	16,854,056.45	May 2029	6,138,461.71	December 2033 . . .	1,803,245.24
November 2024	16,564,511.33	June 2029.	6,018,428.50	January 2034	1,756,652.33
December 2024	16,279,449.10	July 2029	5,900,360.50	February 2034.	1,710,895.16
January 2025	15,998,803.95	August 2029	5,784,227.99	March 2034	1,665,960.53
February 2025.	15,722,511.00	September 2029 . . .	5,670,001.67	April 2034	1,621,835.45
March 2025	15,450,506.32	October 2029.	5,557,652.70	May 2034	1,578,507.11
April 2025	15,182,726.86	November 2029 . . .	5,447,152.62	June 2034.	1,535,962.88
May 2025	14,919,110.49	December 2029 . . .	5,338,473.41	July 2034	1,494,190.33
June 2025.	14,659,595.96	January 2030	5,231,587.44	August 2034	1,453,177.23
July 2025	14,404,122.88	February 2030.	5,126,467.49	September 2034 . . .	1,412,911.49
August 2025	14,152,631.75	March 2030	5,023,086.73	October 2034.	1,373,381.24
September 2025 . . .	13,905,063.89	April 2030	4,921,418.72	November 2034 . . .	1,334,574.78
October 2025.	13,661,361.47	May 2030	4,821,437.41	December 2034 . . .	1,296,480.56
November 2025	13,421,467.49	June 2030.	4,723,117.12	January 2035	1,259,087.22
December 2025	13,185,325.74	July 2030	4,626,432.54	February 2035.	1,222,383.58
January 2026	12,952,880.85	August 2030	4,531,358.76	March 2035	1,186,358.60
February 2026.	12,724,078.21	September 2030 . . .	4,437,871.19	April 2035	1,151,001.43
March 2026	12,498,864.00	October 2030.	4,345,945.61	May 2035	1,116,301.38
April 2026	12,277,185.17	November 2030 . . .	4,255,558.18	June 2035.	1,082,247.89
May 2026	12,058,989.43	December 2030 . . .	4,166,685.37	July 2035	1,048,830.60
June 2026.	11,844,225.23	January 2031	4,079,304.02	August 2035	1,016,039.27
July 2026	11,632,841.78	February 2031.	3,993,391.29	September 2035 . . .	983,863.84
August 2026	11,424,788.98	March 2031	3,908,924.68	October 2035.	952,294.38
September 2026 . . .	11,220,017.48	April 2031	3,825,882.03	November 2035 . . .	921,321.12
October 2026.	11,018,478.62	May 2031	3,744,241.47	December 2035 . . .	890,934.44
November 2026	10,820,124.44	June 2031.	3,663,981.49	January 2036	861,124.85
December 2026	10,624,907.66	July 2031	3,585,080.88	February 2036.	831,883.02
January 2027	10,432,781.69	August 2031	3,507,518.72	March 2036	803,199.75
February 2027.	10,243,700.61	September 2031 . . .	3,431,274.41	April 2036	775,065.97
March 2027	10,057,619.15	October 2031.	3,356,327.67	May 2036	747,472.78
April 2027	9,874,492.68	November 2031 . . .	3,282,658.49	June 2036.	720,411.36
May 2027	9,694,277.23	December 2031 . . .	3,210,247.17	July 2036	693,873.08
June 2027.	9,516,929.44	January 2032	3,139,074.28	August 2036	667,849.40
July 2027	9,342,406.60	February 2032.	3,069,120.69	September 2036 . . .	642,331.92
August 2027	9,170,666.59	March 2032	3,000,367.56	October 2036.	617,312.38
September 2027 . . .	9,001,667.89	April 2032	2,932,796.29	November 2036 . . .	592,782.63
October 2027.	8,835,369.62	May 2032	2,866,388.60	December 2036 . . .	568,734.64
November 2027	8,671,731.43	June 2032.	2,801,126.44	January 2037	545,160.52
December 2027	8,510,713.58	July 2032	2,736,992.04	February 2037.	522,052.48
January 2028	8,352,276.92	August 2032	2,673,967.90	March 2037	499,402.86
February 2028.	8,196,382.81	September 2032 . . .	2,612,036.77	April 2037	477,204.11
March 2028	8,042,993.23	October 2032.	2,551,181.63	May 2037	455,448.80
April 2028	7,892,070.66	November 2032 . . .	2,491,385.75	June 2037.	434,129.61
May 2028	7,743,578.13	December 2032 . . .	2,432,632.63	July 2037	413,239.32
June 2028.	7,597,479.22	January 2033	2,374,906.01	August 2037	392,770.84
July 2028	7,453,738.02	February 2033.	2,318,189.86	September 2037 . . .	372,717.18
August 2028	7,312,319.14	March 2033	2,262,468.42	October 2037.	353,071.45

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2037	\$ 333,826.87	July 2038	\$ 193,531.34	March 2039	\$ 75,320.48
December 2037	314,976.76	August 2038	177,608.54	April 2039	61,952.53
January 2038	296,514.55	September 2038 . . .	162,024.52	May 2039	48,879.97
February 2038	278,433.76	October 2038	146,773.57	June 2039	36,097.75
March 2038	260,728.01	November 2038	131,850.04	July 2039	23,600.88
April 2038	243,391.03	December 2038	117,248.39	August 2039	11,384.47
May 2038	226,416.64	January 2039	102,963.15	September 2039 and thereafter	0.00
June 2038	209,798.74	February 2039	88,988.94		

NC 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	\$13,523,000.00	June 2012	\$ 8,860,720.79	October 2013	\$ 3,544,174.61
March 2011	13,320,065.94	July 2012	8,485,086.52	November 2013	3,258,405.36
April 2011	13,103,937.53	August 2012	8,115,510.40	December 2013	2,977,774.96
May 2011	12,874,864.70	September 2012	7,751,931.14	January 2014	2,702,230.13
June 2011	12,633,113.70	October 2012	7,394,287.97	February 2014	2,431,718.06
July 2011	12,378,966.76	November 2012	7,042,520.67	March 2014	2,166,186.35
August 2011	12,112,721.69	December 2012	6,696,569.50	April 2014	1,905,583.12
September 2011	11,834,691.57	January 2013	6,356,375.31	May 2014	1,649,856.93
October 2011	11,545,204.29	February 2013	6,021,879.37	June 2014	1,398,956.77
November 2011	11,244,602.13	March 2013	5,693,023.54	July 2014	1,152,832.08
December 2011	10,933,241.29	April 2013	5,369,750.15	August 2014	911,432.79
January 2012	10,611,491.43	May 2013	5,052,002.04	September 2014	674,709.21
February 2012	10,279,735.15	June 2013	4,739,722.55	October 2014	442,612.11
March 2012	9,938,367.45	July 2013	4,432,855.50	November 2014	215,092.72
April 2012	9,587,795.24	August 2013	4,131,345.20	December 2014 and thereafter	0.00
May 2012	9,228,436.71	September 2013	3,835,136.48		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in or incorporated into this Prospectus Supplement and the additional Disclosure Documents. We take no responsibility for any unauthorized information or representation. This Prospectus Supplement and the additional Disclosure Documents do not constitute an offer or solicitation with regard to the Certificates if it is illegal to make such an offer or solicitation to you under state law. By delivering this Prospectus Supplement and the additional Disclosure Documents at any time, no one implies that the information contained herein or therein is correct after the date hereof or thereof.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved the Certificates or determined if this Prospectus Supplement is truthful and complete. Any representation to the contrary is a criminal offense.

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\$569,059,800



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2011-19**

PROSPECTUS SUPPLEMENT

J.P. Morgan

February 22, 2011
