Prospectus Supplement
(To REMIC Prospectus dated May 1, 2010)

$820,423,465

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2011-49

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
CA	1	$ 80,000,000	SEQ	3.5%	FIX	31397UGT0	December 2028
CO(2)	1	20,000,000	SEQ	0.0	PO	31397UGU7	June 2031
CY(2)	1	20,000,000(3)	NTL	(4)	T/IO	31397UGV5	June 2031
CJ(2)	1	20,000,000(3)	NTL	(4)	T/IO	31397UGW3	June 2031
NF	2	256,612,308	PT	(5)	FLT	31397UGX1	June 2041
NS	2	256,612,308(3)	NTL	(5)	INV/IO	31397UGY9	June 2041
NO(2)	2	25,661,231	PT	0.0	PO	31397UGZ6	June 2041
NC(2)	2	35,417,000	PAC	3.0	FIX	31397UHA0	January 2041
NI(2)	2	5,902,833(3)	NTL	6.0	FIX/IO	31397UHB8	January 2041
NB	2	1,645,000	PAC	4.0	FIX	31397UHC6	June 2041
NJ(2)	2	256,612,308(3)	NTL	(5)	INV/IO	31397UHD4	June 2041
NQ	2	4,804,000	PAC	4.0	FIX	31397UHE2	June 2041
NW(2)	2	6,304,308	SUP	(5)	FLT	31397UHF9	June 2041
NX(2)	2	3,152,153	SUP	(5)	INV	31397UHG7	June 2041
LV	3	8,022,997	SC/SEQ/AD	4.0	FIX	31397UHH5	April 2024
LZ	3	11,977,003	SC/SEQ	4.0	FIX/Z	31397UHJ1	October 2040
AV	4	21,691,874	SC/SEQ/AD	5.0	FIX	31397UHK8	June 2027
AZ	4	17,747,896	SC/SEQ	5.0	FIX/Z	31397UHL6	May 2040

(Table continued on next page)

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The CB, NY, NT, ND, NA, LM, LA and LC Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—The Certificates—Combination and Recombination" in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be May 27, 2011.

Carefully consider the risk factors starting on page S-10 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.

Citi

The date of this Prospectus Supplement is May 23, 2011

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
KA	5	$ 1,778,914	PAC	4.5%	FIX	31397UHM4	July 2015
KB	5	30,000,000	PAC	4.5	FIX	31397UHN2	July 2039
KC	5	5,340,277	PAC	4.5	FIX	31397UHP7	June 2041
LN	5	2,673,901	SUP	4.5	FIX	31397UHQ5	June 2041
LF(2)	5	4,010,851	SUP	(5)	FLT	31397UHR3	October 2040
LS(2)	5	6,684,752	SUP	(5)	INV	31397UHS1	October 2040
KF	6	100,000,000	PT	(5)	FLT	31397UHT9	June 2041
KS	6	100,000,000(3)	NTL	(5)	INV/IO	31397UHU6	June 2041
KT	6	100,000,000(3)	NTL	(4)	T/IO	31397UHV4	June 2041
LB(2)	6	34,208,854	PAC/AD	3.0	FIX	31397UHW2	May 2041
LI(2)	6	5,701,476(3)	NTL	6.0	FIX/IO	31397UHX0	May 2041
KZ	6	124,597	PAC	4.0	FIX/Z	31397UHY8	June 2041
LW	6	15,666,549	SUP	4.0	FIX	31397UHZ5	June 2041
MP	7	100,000,000	PAC	4.5	FIX	31397UJA8	June 2041
MF	7	20,174,250	SUP	(5)	FLT	31397UJB6	June 2041
MS	7	6,724,750	SUP	(5)	INV	31397UJC4	June 2041
R		0	NPR	0	NPR	31397UJD2	June 2041
RL		0	NPR	0	NPR	31397UJE0	June 2041

(1) See "Description of the Certificates—The Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
(2) Exchangeable classes.
(3) Notional balances. These classes are interest only classes. See page S-8 for a description of how their notional balances are calculated.
(4) These classes are toggle classes. See page S-7 for a description of their interest rates.
(5) Based on LIBOR.

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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 3 or Group 4 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
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading "Incorporation by Reference" in the REMIC Prospectus.

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

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

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

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

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

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

Citigroup Global Markets Inc.
Prospectus Department
540 Crosspoint Parkway
Building 2
Attn: Compliance Fulfillment Unit
Getzville, NY 14068
(telephone 1-800-831-9146).

RECENT DEVELOPMENTS

On April 20, 2011, Standard and Poor's Ratings Services ("Standard & Poor's") announced that they had revised their outlook on Fannie Mae's debt issues from "stable" to "negative". Standard & Poor's indicated that this change reflects their revision of the outlook of the United States of America from "stable" to "negative" on April 18, 2011, and that pursuant to their government-related entity criteria, the ratings on Fannie Mae (and other government-related entities) are constrained by the long-term sovereign rating on the United States of America.

Standard & Poor's affirmed that their credit ratings remain "AAA" on Fannie Mae long term senior debt, "A-1+" on Fannie Mae short term senior debt, and "A" on Fannie Mae subordinated debt.

Standard & Poor's indicated that they would not raise their ratings and outlook on Fannie Mae (and other government-related entities) above those of the United States government as long as the ratings and outlook on the United States of America remain unchanged. Standard & Poor's also indicated that if they were to lower the ratings on the United States of America, the ratings on our debt and our issuer credit rating (and those of other government-related entities) would also likely be lowered.

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of May 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

Group	Assets
1	Group 1 MBS
2	Group 2 MBS
3	Class 2010-116-BM REMIC Certificate
4	Class 2005-14-OG REMIC Certificate Class 2010-35-KB RCR Certificate Class 2010-49-AC RCR Certificate
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS

Group 1, Group 2, Group 5, Group 6 and Group 7

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 1 MBS	$100,000,000	3.50%	3.75% to 6.00%	181 to 240
Group 2 MBS	$ 52,118,055	6.00%	6.25% to 8.50%	241 to 360
	$ 73,621,891	6.00%	6.25% to 8.50%	241 to 360
	$ 68,607,773	6.00%	6.25% to 8.50%	241 to 360
	$ 70,848,310	6.00%	6.25% to 8.50%	241 to 360
	$ 68,399,971	6.00%	6.25% to 8.50%	241 to 360
Group 5 MBS	$ 50,488,695	4.50%	4.75% to 7.00%	241 to 360
Group 6 MBS	$150,000,000	6.00%	6.25% to 8.50%	241 to 360
Group 7 MBS	$126,899,000	4.50%	4.75% to 7.00%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS	$100,000,000	240	233	7	4.061%
Group 2 MBS	$ 52,118,055	360	327	29	6.417%
	$ 73,621,891	360	320	35	6.487%
	$ 68,607,773	360	313	41	6.590%
	$ 70,848,310	360	309	45	6.512%
	$ 68,399,971	360	308	47	6.527%
Group 5 MBS	$ 50,488,695	360	356	3	4.888%
Group 6 MBS	$150,000,000	360	314	40	6.543%
Group 7 MBS	$126,899,000	360	357	2	5.000%

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 3 and Group 4

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

Settlement Date

We expect to issue the certificates on May 27, 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:

Fed Book-Entry	Physical
All classes other than the R and RL Classes	R and RL Classes

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

Class	Initial Interest Rate	Maximum Interest Rate	Minimum Interest Rate	Formula for Calculation of Interest Rate(1)
CY	3.5000%	3.50%	0.00%	(2)
CJ	0.0000%	3.50%	0.00%	(3)
NF	0.6095%	7.00%	0.40%	LIBOR + 40 basis points
NS	5.7905%	6.00%	0.00%	6% − LIBOR
NJ	0.6000%	0.60%	0.00%	6.6% − LIBOR
NW	1.5595%	6.00%	1.35%	LIBOR + 135 basis points
NX	8.8810%	9.30%	0.00%	9.3% − (2 × LIBOR)
LF	0.9110%	7.00%	0.70%	LIBOR + 70 basis points
LS	6.6534%	6.78%	3.00%	6.78% − (0.6 × LIBOR)
KF	0.6490%	7.00%	0.44%	LIBOR + 44 basis points
KS	6.3410%	6.55%	0.00%	6.55% − LIBOR
KT	0.0100%	0.01%	0.00%	(4)
MF	1.7000%	6.00%	1.50%	LIBOR + 150 basis points
MS	12.9000%	13.50%	0.00%	13.5% − (3 × LIBOR)
NT	6.0000%	6.00%	0.00%	66% − (10 × LIBOR)

(1) We will establish LIBOR on the basis of the "BBA Method."
(2) The applicable interest rate for the CY Class during each interest accrual period will be determined as follows:

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 9.00%	3.50%
Greater than 9.00% and less than 9.25%	129.5% − (14 × LIBOR)
Equal to or greater than 9.25%	0.00%

(3) The applicable interest rate for the CJ Class during each interest accrual period will be determined as follows:

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 9.00%	0.00%
Greater than 9.00% and less than 9.25%	(14 × LIBOR) − 126%
Equal to or greater than 9.25%	3.50%

(4) The applicable interest rate for the KT Class during each interest accrual period will be determined as follows:

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 6.55%	0.01%
Greater than 6.55% and less than 6.56%	6.56% − LIBOR
Equal to or greater than 6.56%	0.00%

Notional Classes

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

Class	
CY	100% of the CO Class
CJ	100% of the CO Class
NS	100% of the NF Class
NI	16.6666657255% of the NC Class
NJ	100% of the NF Class
KS	100% of the KF Class
KT	100% of the KF Class
LI	16.6666676411% of the LB 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)*

	PSA Prepayment Assumption				
Group 1 Classes	**0%**	**100%**	**158%**	**350%**	**600%**
CA	10.3	5.8	4.6	2.8	1.9
CO, CY, CJ and CB	18.8	15.9	14.3	9.5	6.0

	PSA Prepayment Assumption									
Group 2 Classes	**0%**	**100%**	**130%**	**177%**	**225%**	**300%**	**500%**	**750%**	**1000%**	**1300%**
NF, NS, NO, NJ and NT	20.8	9.8	8.5	7.0	5.8	4.5	2.7	1.7	1.1	0.7
NC, NI, ND and NA	17.5	5.8	5.0	5.0	5.0	5.0	3.1	1.9	1.3	0.8
NB	26.3	18.3	18.3	18.3	18.3	18.3	11.6	7.2	4.8	2.9
NQ	27.2	14.4	10.7	2.2	2.2	2.2	1.0	0.5	0.4	0.2
NW, NX and NY	29.0	21.1	19.1	15.0	8.7	1.7	0.5	0.2	0.2	0.1

	PSA Prepayment Assumption						
Group 3 Classes	**0%**	**100%**	**307%**	**500%**	**700%**	**950%**	**1200%**
LV	7.0	7.0	6.3	4.7	3.5	2.4	1.7
LZ	28.6	19.5	12.8	8.6	6.0	4.0	2.7

	PSA Prepayment Assumption						
Group 4 Classes	**0%**	**100%**	**307%**	**500%**	**700%**	**950%**	**1200%**
AV	9.1	8.8	6.3	4.4	3.1	2.1	1.5
AZ	26.0	17.6	12.0	8.1	5.7	3.8	2.6

	PSA Prepayment Assumption							
Group 5 Classes	**0%**	**100%**	**106%**	**160%**	**250%**	**500%**	**750%**	**1000%**
KA	1.7	0.6	0.6	0.6	0.6	0.6	0.6	0.6
KB	16.3	6.2	6.0	6.0	6.0	3.7	2.7	2.2
KC	25.4	17.3	17.3	17.3	17.3	9.6	6.4	4.6
LN	29.7	27.3	27.1	23.9	5.8	2.2	1.6	1.3
LF, LS and LM	27.8	18.3	17.4	8.3	2.4	1.2	0.9	0.7

Group 6 Classes	PSA Prepayment Assumption								
	0%	100%	134%	200%	340%	500%	750%	1000%	1300%
KF, KS and KT	20.8	9.8	8.4	6.4	4.0	2.7	1.7	1.1	0.7
LB, LI, LA and LC	17.3	5.8	5.0	5.0	5.0	3.5	2.2	1.5	0.9
KZ	26.0	21.5	21.5	21.5	21.5	16.4	10.7	7.2	4.5
LW	28.1	18.3	15.6	9.3	1.7	0.8	0.4	0.3	0.2

Group 7 Classes	PSA Prepayment Assumption							
	0%	100%	200%	281%	366%	500%	700%	900%
MP	17.6	7.8	5.3	5.3	5.3	4.3	3.3	2.7
MF and MS	28.6	22.7	15.0	7.5	2.4	1.5	1.1	0.9

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

ADDITIONAL RISK FACTORS

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

Payments on the Group 3 and Group 4 Classes also will be affected by the applicable payment priorities governing the related underlying REMIC and RCR certificates. If you invest in any Group 3 or Group 4 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying REMIC and RCR certificates.

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 addition, as described in the applicable Underlying REMIC Disclosure Document, principal payments on the Class 2005-14-OG REMIC Certificate in Group 4 are governed by a principal balance schedule. As a result, the Class 2005-14-OG REMIC Certificate may receive principal payments faster or slower than would otherwise have been the case. In some cases, it may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at a rate faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule on principal payments over time may be eliminated. In such a case, the Class 2005-14-OG REMIC Certificate would receive principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the Class 2005-14-OG REMIC Certificate has adhered to the related principal balance schedule,
- any related support classes remain outstanding, or
- the Class 2005-14-OG REMIC Certificate otherwise has 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.

"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 5 MBS have been designated as pools that include "jumbo-conforming" or "high-balance" mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans than borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower's monthly payment than a similar interest rate change for a conforming balance loan.

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

jumbo-conforming and high-balance mortgage loans will result in larger prepayments to investors than defaults on conforming balance loans.

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

As a result of these factors, the Group 5 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives and yields of those Classes may be affected, perhaps significantly.

Slight changes in LIBOR may significantly affect the yields on the toggle classes in Group 1 and Group 6. The yields on the toggle classes may be extremely sensitive to certain changes in monthly LIBOR values. In particular, the toggle classes may experience dramatic declines in their yields as a result of certain changes in LIBOR, even if those changes are slight. For an illustration of this sensitivity, see the related yield tables in this prospectus supplement.

In addition, the initial interest rate of the CJ Class is expected to be 0%, and this rate may continue in effect for an indefinite period of time. As a result, the CJ Class may receive no distributions for extended periods or may never receive distributions.

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 May 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:

- five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," "Group 2 MBS," "Group 5 MBS," "Group 6 MBS" and "Group 7 MBS," and together, the "Trust MBS"), and
- two groups of previously issued REMIC and RCR certificates (the "Group 3 Underlying REMIC Certificate" and "Group 4 Underlying REMIC and RCR Certificates," and together, the "Underlying REMIC Certificates") issued from the related Fannie Mae REMIC trusts (the "Underlying REMIC Trusts") as further described in Exhibit A.

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

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

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

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

REMIC Designation	Assets	Regular Interests	Residual Interest
Lower Tier REMIC . . .	Trust MBS and Underlying REMIC Certificates	Interests in the Lower Tier REMIC other than the RL Class (the "Lower Tier Regular Interests")	RL
Upper Tier REMIC . . .	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

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

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

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

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

Classes	Denominations
Interest Only, Principal Only, Inverse Floating Rate and Toggle Classes	$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	$1,000 minimum plus whole dollar increments

The Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 20 years in the case of the Group 1 MBS, and up to 30 years in the case of the Group 2 MBS, Group 5 MBS, Group 6 MBS and Group 7 MBS.

In addition, the pools of mortgage loans backing the Group 5 MBS have been designated as pools that include "jumbo-conforming" or "high balance" mortgage loans as described further under "The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balance that Exceed our Traditional Conforming Loan Limits*" in the MBS Prospectus dated June 1, 2009. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 5 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also "Additional Risk Factors—*"Jumbo-conforming" and "high-balance" mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally"* in this prospectus supplement.

For additional information, see "Summary—Group 1, Group 2, Group 5, Group 6 and Group 7—Characteristics of the Trust MBS" and "—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement and "The Mortgage Pools" and "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus.

The 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.

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 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 Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

Distributions of Interest

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

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

Delay Classes	No-Delay Classes
Fixed Rate Classes and the CY, CJ, NW, NX, LF and LS Classes	All other Floating Rate and Inverse Floating Rate Classes and the KT Class

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

The Dealer will treat the CO Class as a delay Class, and the NO Class as a no-delay Class, solely for the purpose of facilitating trading.

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

Distributions of Principal

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

- *Group 1*

The Group 1 Principal Distribution Amount to CA and CO, in that order, until retired. } **Sequential Pay Classes**

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

- *Group 2*

The Group 2 Principal Distribution Amount as follows:

— 84.6153847768% to NF and NO, pro rata, until retired, and } **Pass-Through Classes**

— 15.3846152232% as follows:

first, to Aggregate Group I to its Planned Balance;

second, to NQ to its Planned Balance; } **PAC Group and Class**

third, NW and NX, pro rata, until retired; } **Support Classes**

fourth, to NQ until retired; and

fifth, to Aggregate Group I to zero. } **PAC Class and Group**

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

"Aggregate Group I" consists of the NC and NB Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to NC and NB, in that order, until retired.

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

- *Group 3*

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

The "Group 3 Principal Distribution Amount" is the *sum* of the principal then paid on the Group 3 Underlying REMIC Certificate and any interest then accrued and added to the principal balance of the LZ Class.

- *Group 4*

The Group 4 Principal Distribution Amount to AV and AZ, in that order, until retired. } **Structured Collateral/ Sequential Pay Classes**

The "Group 4 Principal Distribution Amount" is the *sum* of the principal then paid on the Group 4 Underlying REMIC and RCR Certificates and any interest then accrued and added to the principal balance of the AZ Class.

- *Group 5*

The Group 5 Principal Distribution Amount in the following priority:

1. To Aggregate Group II to its Planned Balance. } **PAC Group**
2. To LF and LS, pro rata, until retired. } **Support Classes**
3. To LN until retired.
4. To Aggregate Group II to zero. } **PAC Group**

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

"Aggregate Group II" consists of the KA, KB and KC Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to KA, KB and KC, in that order, until retired.

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

- *Group 6*

The KZ Accrual Amount to LB until retired, and thereafter to KZ. } **Accretion Directed Class and Accrual Class**

The Group 6 Cash Flow Distribution Amount as follows:

— 66.6666666667% to KF until retired, and } **Pass-Through Class**

— 33.3333333333% as follows:

first, to Aggregate Group III to its Planned Balance; } **PAC Group**

second, to LW until retired; and } **Support Class**

third, to Aggregate Group III to zero. } **PAC Group**

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

The "Group 6 Cash Flow Distribution Amount" is the principal then paid on the Group 6 MBS.

"Aggregate Group III" consists of the LB and KZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III to LB and KZ, in that order, until retired.

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

- *Group 7*

The Group 7 Principal Distribution Amount in the following priority:

1. To MP to its Planned Balance. } PAC Class
2. To MF and MS, pro rata, until retired. } Support Classes
3. To MP until retired. } PAC Class

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

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the 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 1, Group 2, Group 5, Group 6 and Group 7—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is May 27, 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 Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

Groups and Classes	Structuring Ranges	Initial Effective Ranges
Aggregate Group I Planned Balances	Between 130% and 300% PSA	Between 130% and 300% PSA
NQ Class Planned Balances	Between 177% and 300% PSA	Between 177% and 300% PSA
Aggregate Group II Planned Balances	Between 106% and 250% PSA	Between 106% and 250% PSA
Aggregate Group III Planned Balances	Between 134% and 340% PSA	Between 134% and 340% PSA
MP Class Planned Balances	Between 200% and 366% PSA	Between 200% and 366% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	NC and NB
Aggregate Group II	KA, KB and KC
Aggregate Group III	LB and KZ

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

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

If you are considering the purchase of a PAC Class, you should first take into account the considerations set forth below.

- We will distribute any excess of principal distributions over the amount necessary to reduce an Aggregate Group or 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 a Structuring Range or an Effective Range, principal distributions may be insufficient to reduce the applicable Aggregate Groups and Classes to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Groups and Classes might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Aggregate Group and the NQ and MP Classes will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group or Class receiving the benefit of that support, if still outstanding, may no longer have an Effective Range and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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

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

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

We cannot assure you that

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

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

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

The Inverse Floating Rate Classes and Toggle Classes. **The yields on the Inverse Floating Rate Classes and Toggle 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 CY, CJ, NS, NJ, KS, KT and MS 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 and Toggle 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:

Class	Price*
CY	35.00000%
CJ	25.00000%
NS	11.00000%
NJ	1.50000%
NX	100.00000%
LS	101.00000%
KS	14.00000%
KT	0.03125%
MS	102.00000%
NT	86.50000%

* 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 CY Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)

	PSA Prepayment Assumption				
LIBOR	**50%**	**100%**	**158%**	**350%**	**600%**
9.000% and below	6.9%	6.3%	5.1%	(1.1)%	(13.0)%
9.125%	(1.8)%	(2.7)%	(4.3)%	(12.1)%	(25.7)%
9.250% and above	*	*	*	*	*

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

	PSA Prepayment Assumption				
LIBOR	**50%**	**100%**	**158%**	**350%**	**600%**
9.000% and below	*	*	*	*	*
9.125%	2.1%	1.3%	(0.1)%	(7.2)%	(20.1)%
9.250% and above	12.4%	11.9%	11.0%	5.7%	(5.0)%

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

	PSA Prepayment Assumption									
LIBOR	**50%**	**100%**	**130%**	**177%**	**225%**	**300%**	**500%**	**750%**	**1000%**	**1300%**
0.1100%	54.0%	50.2%	47.9%	44.2%	40.4%	34.3%	17.2%	(6.5)%	(33.9)%	(75.2)%
0.2095%	52.9%	49.1%	46.8%	43.2%	39.4%	33.3%	16.3%	(7.4)%	(34.6)%	(75.8)%
2.2095%	31.9%	28.4%	26.3%	22.9%	19.4%	13.7%	(2.1)%	(24.0)%	(49.2)%	(87.3)%
4.2095%	11.2%	7.9%	6.0%	2.8%	(0.4)%	(5.6)%	(20.2)%	(40.3)%	(63.6)%	(99.4)%
6.0000% and above	*	*	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption									
LIBOR	**50%**	**100%**	**130%**	**177%**	**225%**	**300%**	**500%**	**750%**	**1000%**	**1300%**
6.0% and below	37.8%	34.2%	32.0%	28.5%	24.9%	19.2%	3.0%	(19.3)%	(45.2)%	(84.2)%
6.3%	15.3%	12.0%	10.0%	6.8%	3.5%	(1.8)%	(16.6)%	(37.1)%	(60.9)%	(97.3)%
6.6%	*	*	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption									
LIBOR	**50%**	**100%**	**130%**	**177%**	**225%**	**300%**	**500%**	**750%**	**1000%**	**1300%**
0.1100%	9.2%	9.2%	9.2%	9.2%	9.1%	8.8%	7.9%	6.7%	5.4%	3.7%
0.2095%	9.0%	9.0%	9.0%	9.0%	8.9%	8.6%	7.7%	6.6%	5.3%	3.6%
2.2095%	4.9%	4.9%	4.9%	4.9%	4.9%	4.7%	4.3%	3.8%	3.2%	2.4%
4.2095%	0.9%	0.9%	0.9%	0.9%	0.9%	0.9%	0.9%	1.0%	1.1%	1.1%
4.6500%	0.0%	0.0%	0.0%	0.0%	0.0%	0.1%	0.2%	0.4%	0.6%	0.9%

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

	PSA Prepayment Assumption							
LIBOR	**50%**	**100%**	**106%**	**160%**	**250%**	**500%**	**750%**	**1000%**
0.110%	6.7%	6.7%	6.7%	6.5%	6.1%	5.5%	5.1%	4.7%
0.211%	6.6%	6.6%	6.6%	6.5%	6.1%	5.5%	5.1%	4.7%
2.211%	5.4%	5.4%	5.4%	5.3%	4.9%	4.4%	3.9%	3.6%
4.211%	4.2%	4.2%	4.2%	4.1%	3.7%	3.2%	2.8%	2.5%
6.300%	2.9%	2.9%	2.9%	2.9%	2.5%	2.0%	1.7%	1.4%

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

	PSA Prepayment Assumption								
LIBOR	**50%**	**100%**	**134%**	**200%**	**340%**	**500%**	**750%**	**1000%**	**1300%**
0.100%	44.9%	41.2%	38.7%	33.7%	22.7%	9.3%	(13.7)%	(40.2)%	(80.2)%
0.209%	44.0%	40.4%	37.8%	32.8%	21.8%	8.5%	(14.4)%	(40.8)%	(80.7)%
2.209%	27.8%	24.3%	22.0%	17.2%	6.9%	(5.7)%	(27.2)%	(52.1)%	(89.7)%
4.209%	11.6%	8.3%	6.1%	1.7%	(8.1)%	(19.8)%	(40.0)%	(63.4)%	(99.3)%
6.550%	*	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption								
LIBOR	**50%**	**100%**	**134%**	**200%**	**340%**	**500%**	**750%**	**1000%**	**1300%**
6.550% and below	28.5%	25.1%	22.7%	18.0%	7.6%	(5.0)%	(26.7)%	(51.8)%	(90.3)%
6.555%	10.5%	7.3%	5.1%	0.7%	(9.0)%	(20.7)%	(41.2)%	(65.5)%	*
6.560% and above	*	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption							
LIBOR	**50%**	**100%**	**200%**	**281%**	**366%**	**500%**	**700%**	**900%**
0.1%	13.3%	13.3%	13.2%	13.0%	12.5%	12.0%	11.5%	11.1%
0.2%	13.0%	13.0%	12.9%	12.7%	12.2%	11.7%	11.2%	10.8%
2.2%	6.9%	6.9%	6.8%	6.7%	6.3%	5.9%	5.5%	5.2%
4.2%	0.9%	0.8%	0.8%	0.8%	0.5%	0.2%	0.0%	(0.3)%
4.5%	0.0%	0.0%	(0.1)%	(0.1)%	(0.4)%	(0.6)%	(0.9)%	(1.1)%

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

	PSA Prepayment Assumption									
LIBOR	**50%**	**100%**	**130%**	**177%**	**225%**	**300%**	**500%**	**750%**	**1000%**	**1300%**
6.0% and below	8.0%	8.5%	8.7%	9.2%	9.7%	10.5%	13.0%	16.9%	22.0%	31.4%
6.3%	4.6%	5.0%	5.3%	5.7%	6.2%	7.0%	9.5%	13.4%	18.5%	28.1%
6.6%	1.2%	1.6%	1.9%	2.3%	2.8%	3.6%	6.1%	10.0%	15.1%	24.7%

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

Class	**% PSA**
NI	559%
LI	662%

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

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

Class	**Price***
NI	16.125%
LI	15.000%

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

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

Sensitivity of the NI Class to Prepayments

	PSA Prepayment Assumption									
	50%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%
Pre-Tax Yields to Maturity	30.3%	23.8%	20.0%	20.0%	20.0%	20.0%	5.7%	(21.7)%	(56.7)%	*

Sensitivity of the LI Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	134%	200%	340%	500%	750%	1000%	1300%
Pre-Tax Yields to Maturity	33.3%	26.8%	22.5%	22.5%	22.5%	13.4%	(8.5)%	(36.9)%	(82.6)%

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

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

Class	Price
CO	45.0%
NO	85.0%

Sensitivity of the CO Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	158%	350%	600%
Pre-Tax Yields to Maturity	4.7%	5.1%	5.7%	8.9%	14.2%

Sensitivity of the NO Class to Prepayments

	PSA Prepayment Assumption									
	50%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%
Pre-Tax Yields to Maturity . . .	1.3%	1.7%	2.0%	2.5%	3.0%	3.9%	6.6%	10.8%	16.5%	27.0%

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 Classes, and

- in the case of the Group 3 and Group 4 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.

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 MBS	240 months	240 months	6.00%
Group 2 MBS	360 months	360 months	8.50%
Group 3 Underlying REMIC Certificate	360 months	352 months	7.50%
Group 4 Underlying REMIC and RCR Certificates	360 months	(1)	7.50%
Group 5 MBS	360 months	360 months	7.00%
Group 6 MBS	360 months	360 months	8.50%
Group 7 MBS	360 months	360 months	7.00%

(1) The Mortgage Loans backing the Group 4 Underlying REMIC and RCR Certificates listed below are assumed to have the following remaining terms to maturity:

	Remaining Terms to Maturity
2005-14-OG	285 months
2010-35-KB	346 months
2010-49-AC	347 months

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates and 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

	CA Class					CO, CY†, CJ† and CB Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
Date	0%	100%	158%	350%	600%	0%	100%	158%	350%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100
May 2012	97	92	91	84	76	100	100	100	100	100
May 2013	93	82	77	61	42	100	100	100	100	100
May 2014	89	72	64	41	16	100	100	100	100	100
May 2015	85	62	52	24	*	100	100	100	100	100
May 2016	81	53	41	12	0	100	100	100	100	62
May 2017	77	44	32	3	0	100	100	100	100	38
May 2018	72	36	24	0	0	100	100	100	83	23
May 2019	67	29	16	0	0	100	100	100	61	14
May 2020	61	22	10	0	0	100	100	100	45	8
May 2021	56	16	4	0	0	100	100	100	33	5
May 2022	50	10	0	0	0	100	100	95	24	3
May 2023	43	5	0	0	0	100	100	77	17	2
May 2024	36	0	0	0	0	100	98	62	12	1
May 2025	29	0	0	0	0	100	80	48	8	*
May 2026	21	0	0	0	0	100	62	36	5	*
May 2027	13	0	0	0	0	100	46	26	3	*
May 2028	4	0	0	0	0	100	31	17	2	*
May 2029	0	0	0	0	0	81	18	9	1	*
May 2030	0	0	0	0	0	42	5	2	*	*
May 2031	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.3	5.8	4.6	2.8	1.9	18.8	15.9	14.3	9.5	6.0

	NF, NS†, NO, NJ† and NT Classes										NC, NI†, ND and NA Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
Date	0%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%	0%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	99	93	91	88	85	81	69	54	39	22	99	89	87	87	87	87	87	74	52	27
May 2013	98	86	82	77	73	65	47	29	16	5	98	79	74	74	74	74	64	38	18	2
May 2014	98	79	75	68	62	52	33	16	6	1	96	70	63	63	63	63	43	18	4	0
May 2015	97	73	67	60	52	42	22	9	2	*	95	61	53	53	53	53	28	8	0	0
May 2016	95	67	61	52	44	34	15	5	1	*	93	52	43	43	43	43	18	2	0	0
May 2017	94	62	55	46	37	27	11	2	*	*	92	44	35	35	35	35	11	0	0	0
May 2018	93	57	49	40	32	22	7	1	*	*	90	37	27	27	27	27	6	0	0	0
May 2019	92	52	44	35	27	17	5	1	*	*	88	30	20	20	20	20	2	0	0	0
May 2020	90	47	40	30	22	14	3	*	*	*	86	23	15	15	15	15	*	0	0	0
May 2021	89	43	35	26	19	11	2	*	*	*	83	17	11	11	11	11	0	0	0	0
May 2022	87	39	31	22	16	9	2	*	*	*	81	11	8	8	8	8	0	0	0	0
May 2023	85	35	28	19	13	7	1	*	*	0	78	6	5	5	5	5	0	0	0	0
May 2024	83	32	25	16	11	5	1	*	*	0	75	3	3	3	3	3	0	0	0	0
May 2025	81	28	21	14	9	4	*	*	*	0	72	1	1	1	1	1	0	0	0	0
May 2026	78	25	19	12	7	3	*	*	*	0	68	*	*	*	*	*	0	0	0	0
May 2027	75	22	16	10	6	2	*	*	*	0	64	0	0	0	0	0	0	0	0	0
May 2028	72	19	14	8	5	2	*	*	*	0	60	0	0	0	0	0	0	0	0	0
May 2029	69	17	12	7	4	1	*	*	*	0	55	0	0	0	0	0	0	0	0	0
May 2030	66	14	10	5	3	1	*	*	*	0	50	0	0	0	0	0	0	0	0	0
May 2031	62	12	8	4	2	1	*	*	0	0	45	0	0	0	0	0	0	0	0	0
May 2032	58	10	6	3	2	1	*	*	0	0	39	0	0	0	0	0	0	0	0	0
May 2033	53	8	5	2	1	*	*	*	0	0	33	0	0	0	0	0	0	0	0	0
May 2034	49	6	4	2	1	*	*	*	0	0	25	0	0	0	0	0	0	0	0	0
May 2035	43	4	2	1	1	*	*	*	0	0	18	0	0	0	0	0	0	0	0	0
May 2036	37	2	1	1	*	*	*	*	0	0	9	0	0	0	0	0	0	0	0	0
May 2037	31	1	*	*	*	*	*	0	0	0	*	0	0	0	0	0	0	0	0	0
May 2038	24	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2039	17	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	9	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	9.8	8.5	7.0	5.8	4.5	2.7	1.7	1.1	0.7	17.5	5.8	5.0	5.0	5.0	5.0	3.1	1.9	1.3	0.8

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

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

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

Date	NB Class PSA Prepayment Assumption 0%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%	NQ Class PSA Prepayment Assumption 0%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	70	70	70	63	0	0	0
May 2013	100	100	100	100	100	100	100	100	100	100	100	100	100	47	47	47	0	0	0	0
May 2014	100	100	100	100	100	100	100	100	100	32	100	100	100	29	29	29	0	0	0	0
May 2015	100	100	100	100	100	100	100	100	75	7	100	100	100	16	16	16	0	0	0	0
May 2016	100	100	100	100	100	100	100	100	29	1	100	100	100	6	6	6	0	0	0	0
May 2017	100	100	100	100	100	100	100	77	11	*	100	100	100	*	*	*	0	0	0	0
May 2018	100	100	100	100	100	100	100	41	4	*	100	100	99	0	0	0	0	0	0	0
May 2019	100	100	100	100	100	100	100	22	2	*	100	100	91	0	0	0	0	0	0	0
May 2020	100	100	100	100	100	100	100	12	1	*	100	100	79	0	0	0	0	0	0	0
May 2021	100	100	100	100	100	100	70	6	*	*	100	100	64	0	0	0	0	0	0	0
May 2022	100	100	100	100	100	100	47	3	*	*	100	100	46	0	0	0	0	0	0	0
May 2023	100	100	100	100	100	100	32	2	*	*	100	100	28	0	0	0	0	0	0	0
May 2024	100	100	100	100	100	100	21	1	*	*	100	83	8	0	0	0	0	0	0	0
May 2025	100	100	100	100	100	100	14	*	*	*	100	60	0	0	0	0	0	0	0	0
May 2026	100	100	100	100	100	100	9	*	*	0	100	36	0	0	0	0	0	0	0	0
May 2027	100	77	77	77	77	77	6	*	*	0	100	12	0	0	0	0	0	0	0	0
May 2028	100	59	59	59	59	59	4	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2029	100	44	44	44	44	44	3	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2030	100	33	33	33	33	33	2	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2031	100	24	24	24	24	24	1	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2032	100	17	17	17	17	17	1	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2033	100	12	12	12	12	12	*	*	*	0	100	0	0	0	0	0	0	0	0	0
May 2034	100	7	7	7	7	7	*	*	0	0	100	0	0	0	0	0	0	0	0	0
May 2035	100	4	4	4	4	4	*	*	0	0	100	0	0	0	0	0	0	0	0	0
May 2036	100	2	2	2	2	2	*	*	0	0	100	0	0	0	0	0	0	0	0	0
May 2037	100	*	*	*	*	*	*	*	0	0	100	0	0	0	0	0	0	0	0	0
May 2038	0	0	0	0	0	0	*	0	0	0	63	0	0	0	0	0	0	0	0	0
May 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.3	18.3	18.3	18.3	18.3	18.3	11.6	7.2	4.8	2.9	27.2	14.4	10.7	2.2	2.2	2.2	1.0	0.5	0.4	0.2

Date	NW, NX and NY Classes PSA Prepayment Assumption 0%	100%	130%	177%	225%	300%	500%	750%	1000%	1300%	LV Class PSA Prepayment Assumption 0%	100%	307%	500%	700%	950%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	100	100	100	100	85	61	0	0	0	0	94	94	94	94	94	94	94
May 2013	100	100	100	100	73	33	0	0	0	0	88	88	88	88	88	88	0
May 2014	100	100	100	100	65	16	0	0	0	0	81	81	81	81	81	0	0
May 2015	100	100	100	100	60	6	0	0	0	0	74	74	74	74	27	0	0
May 2016	100	100	100	100	57	1	0	0	0	0	67	67	67	67	0	0	0
May 2017	100	100	100	100	56	*	0	0	0	0	60	60	60	6	0	0	0
May 2018	100	100	100	98	53	*	0	0	0	0	52	52	52	0	0	0	0
May 2019	100	100	100	93	50	*	0	0	0	0	44	44	44	0	0	0	0
May 2020	100	100	100	88	46	*	0	0	0	0	35	35	20	0	0	0	0
May 2021	100	100	100	81	42	*	0	0	0	0	27	27	0	0	0	0	0
May 2022	100	100	100	74	38	*	0	0	0	0	18	18	0	0	0	0	0
May 2023	100	100	100	67	33	*	0	0	0	0	8	8	0	0	0	0	0
May 2024	100	100	100	60	29	*	0	0	0	0	0	0	0	0	0	0	0
May 2025	100	100	94	53	25	*	0	0	0	0	0	0	0	0	0	0	0
May 2026	100	100	84	46	22	*	0	0	0	0	0	0	0	0	0	0	0
May 2027	100	100	74	40	18	*	0	0	0	0	0	0	0	0	0	0	0
May 2028	100	94	65	34	15	*	0	0	0	0	0	0	0	0	0	0	0
May 2029	100	82	56	29	12	*	0	0	0	0	0	0	0	0	0	0	0
May 2030	100	71	47	24	10	*	0	0	0	0	0	0	0	0	0	0	0
May 2031	100	60	39	19	8	*	0	0	0	0	0	0	0	0	0	0	0
May 2032	100	49	32	15	6	*	0	0	0	0	0	0	0	0	0	0	0
May 2033	100	39	25	11	5	*	0	0	0	0	0	0	0	0	0	0	0
May 2034	100	29	18	8	3	*	0	0	0	0	0	0	0	0	0	0	0
May 2035	100	19	12	5	2	*	0	0	0	0	0	0	0	0	0	0	0
May 2036	100	10	6	3	1	*	0	0	0	0	0	0	0	0	0	0	0
May 2037	100	3	2	1	*	*	0	0	0	0	0	0	0	0	0	0	0
May 2038	100	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0
May 2039	92	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	48	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.0	21.1	19.1	15.0	8.7	1.7	0.5	0.2	0.2	0.1	7.0	7.0	6.3	4.7	3.5	2.4	1.7

* 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	LZ Class PSA Prepayment Assumption 0%	100%	307%	500%	700%	950%	1200%	AV Class PSA Prepayment Assumption 0%	100%	307%	500%	700%	950%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	104	104	104	104	104	104	104	96	96	96	96	96	96	96
May 2013	108	108	108	108	108	108	100	91	91	91	91	91	73	0
May 2014	113	113	113	113	113	98	27	87	87	87	87	72	0	0
May 2015	117	117	117	117	117	41	7	82	82	82	82	0	0	0
May 2016	122	122	122	122	76	17	2	77	77	77	30	0	0	0
May 2017	127	127	127	127	43	7	1	71	71	71	0	0	0	0
May 2018	132	132	132	88	24	3	*	66	66	58	0	0	0	0
May 2019	138	138	138	59	13	1	*	60	60	17	0	0	0	0
May 2020	143	143	143	39	7	*	*	54	54	0	0	0	0	0
May 2021	149	149	121	26	4	*	*	47	47	0	0	0	0	0
May 2022	155	155	93	17	2	*	*	40	40	0	0	0	0	0
May 2023	161	161	71	11	1	*	*	33	33	0	0	0	0	0
May 2024	167	167	53	7	1	*	*	25	19	0	0	0	0	0
May 2025	167	167	40	5	*	*	*	17	2	0	0	0	0	0
May 2026	167	167	29	3	*	*	*	9	0	0	0	0	0	0
May 2027	167	167	21	2	*	*	0	*	0	0	0	0	0	0
May 2028	167	164	15	1	*	*	0	0	0	0	0	0	0	0
May 2029	167	128	10	1	*	*	0	0	0	0	0	0	0	0
May 2030	167	94	6	*	*	*	0	0	0	0	0	0	0	0
May 2031	167	63	4	*	*	*	0	0	0	0	0	0	0	0
May 2032	167	33	2	*	*	*	0	0	0	0	0	0	0	0
May 2033	167	7	*	*	*	0	0	0	0	0	0	0	0	0
May 2034	167	*	*	*	0	0	0	0	0	0	0	0	0	0
May 2035	167	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2036	167	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2037	167	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2038	167	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2039	143	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	37	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	19.5	12.8	8.6	6.0	4.0	2.7	9.1	8.8	6.3	4.4	3.1	2.1	1.5

Date	AZ Class PSA Prepayment Assumption 0%	100%	307%	500%	700%	950%	1200%	KA Class PSA Prepayment Assumption 0%	100%	106%	160%	250%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	105	105	105	105	105	105	105	71	3	0	0	0	0	0	0
May 2013	110	110	110	110	110	110	85	40	0	0	0	0	0	0	0
May 2014	116	116	116	116	116	83	23	7	0	0	0	0	0	0	0
May 2015	122	122	122	122	115	35	6	0	0	0	0	0	0	0	0
May 2016	128	128	128	128	65	14	2	0	0	0	0	0	0	0	0
May 2017	135	135	135	111	36	6	*	0	0	0	0	0	0	0	0
May 2018	142	142	142	75	20	2	*	0	0	0	0	0	0	0	0
May 2019	149	149	149	50	11	1	*	0	0	0	0	0	0	0	0
May 2020	157	157	132	33	6	*	*	0	0	0	0	0	0	0	0
May 2021	165	165	102	22	3	*	*	0	0	0	0	0	0	0	0
May 2022	173	173	78	14	2	*	*	0	0	0	0	0	0	0	0
May 2023	182	182	59	9	1	*	*	0	0	0	0	0	0	0	0
May 2024	191	191	45	6	1	*	*	0	0	0	0	0	0	0	0
May 2025	201	201	33	4	*	*	*	0	0	0	0	0	0	0	0
May 2026	211	180	24	2	*	*	0	0	0	0	0	0	0	0	0
May 2027	222	145	17	1	*	*	0	0	0	0	0	0	0	0	0
May 2028	222	111	12	1	*	*	0	0	0	0	0	0	0	0	0
May 2029	222	80	8	1	*	*	0	0	0	0	0	0	0	0	0
May 2030	222	56	5	*	*	*	0	0	0	0	0	0	0	0	0
May 2031	222	35	3	*	*	*	0	0	0	0	0	0	0	0	0
May 2032	206	16	1	*	*	0	0	0	0	0	0	0	0	0	0
May 2033	182	4	*	*	*	0	0	0	0	0	0	0	0	0	0
May 2034	159	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2035	159	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2036	159	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2037	159	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2038	122	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2039	59	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.0	17.6	12.0	8.1	5.7	3.8	2.6	1.7	0.6	0.6	0.6	0.6	0.6	0.6	0.6

* 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	KB Class PSA Prepayment Assumption 0%	100%	106%	160%	250%	500%	750%	1000%	KC Class PSA Prepayment Assumption 0%	100%	106%	160%	250%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2013	100	91	90	90	90	90	76	57	100	100	100	100	100	100	100	100
May 2014	100	79	78	78	78	62	33	12	100	100	100	100	100	100	100	100
May 2015	98	68	67	67	67	37	10	0	100	100	100	100	100	100	100	65
May 2016	96	58	56	56	56	20	0	0	100	100	100	100	100	100	84	26
May 2017	94	48	46	46	46	8	0	0	100	100	100	100	100	100	45	10
May 2018	91	39	37	37	37	0	0	0	100	100	100	100	100	99	24	4
May 2019	88	31	28	28	28	0	0	0	100	100	100	100	100	68	13	2
May 2020	85	23	20	20	20	0	0	0	100	100	100	100	100	46	7	1
May 2021	82	15	14	14	14	0	0	0	100	100	100	100	100	31	4	*
May 2022	79	8	8	8	8	0	0	0	100	100	100	100	100	21	2	*
May 2023	75	3	3	3	3	0	0	0	100	100	100	100	100	14	1	*
May 2024	71	0	0	0	0	0	0	0	100	98	98	98	98	10	1	*
May 2025	67	0	0	0	0	0	0	0	100	80	80	80	80	7	*	*
May 2026	62	0	0	0	0	0	0	0	100	65	65	65	65	4	*	*
May 2027	57	0	0	0	0	0	0	0	100	53	53	53	53	3	*	*
May 2028	52	0	0	0	0	0	0	0	100	42	42	42	42	2	*	*
May 2029	47	0	0	0	0	0	0	0	100	34	34	34	34	1	*	*
May 2030	41	0	0	0	0	0	0	0	100	27	27	27	27	1	*	*
May 2031	34	0	0	0	0	0	0	0	100	21	21	21	21	1	*	*
May 2032	27	0	0	0	0	0	0	0	100	17	17	17	17	*	*	*
May 2033	20	0	0	0	0	0	0	0	100	13	13	13	13	*	*	*
May 2034	12	0	0	0	0	0	0	0	100	10	10	10	10	*	*	0
May 2035	3	0	0	0	0	0	0	0	100	7	7	7	7	*	*	0
May 2036	0	0	0	0	0	0	0	0	67	5	5	5	5	*	*	0
May 2037	0	0	0	0	0	0	0	0	12	3	3	3	3	*	*	0
May 2038	0	0	0	0	0	0	0	0	2	2	2	2	2	*	*	0
May 2039	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	0
May 2040	0	0	0	0	0	0	0	0	*	*	*	*	*	*	*	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.3	6.2	6.0	6.0	6.0	3.7	2.7	2.2	25.4	17.3	17.3	17.3	17.3	9.6	6.4	4.6

Date	LN Class PSA Prepayment Assumption 0%	100%	106%	160%	250%	500%	750%	1000%	LF, LS and LM Classes PSA Prepayment Assumption 0%	100%	106%	160%	250%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	100	100	100	100	100	100	100	100	100	100	100	95	87	65	42	20
May 2013	100	100	100	100	100	87	0	0	100	100	100	85	61	0	0	0
May 2014	100	100	100	100	100	0	0	0	100	100	100	73	31	0	0	0
May 2015	100	100	100	100	100	0	0	0	100	100	100	64	9	0	0	0
May 2016	100	100	100	100	76	0	0	0	100	100	100	56	0	0	0	0
May 2017	100	100	100	100	35	0	0	0	100	100	100	51	0	0	0	0
May 2018	100	100	100	100	11	0	0	0	100	100	100	47	0	0	0	0
May 2019	100	100	100	100	1	0	0	0	100	100	100	45	0	0	0	0
May 2020	100	100	100	100	0	0	0	0	100	100	100	43	0	0	0	0
May 2021	100	100	100	100	0	0	0	0	100	100	97	40	0	0	0	0
May 2022	100	100	100	100	0	0	0	0	100	100	93	37	0	0	0	0
May 2023	100	100	100	100	0	0	0	0	100	96	88	33	0	0	0	0
May 2024	100	100	100	100	0	0	0	0	100	89	82	28	0	0	0	0
May 2025	100	100	100	100	0	0	0	0	100	83	75	24	0	0	0	0
May 2026	100	100	100	100	0	0	0	0	100	75	68	19	0	0	0	0
May 2027	100	100	100	100	0	0	0	0	100	67	61	15	0	0	0	0
May 2028	100	100	100	100	0	0	0	0	100	59	53	10	0	0	0	0
May 2029	100	100	100	100	0	0	0	0	100	52	46	6	0	0	0	0
May 2030	100	100	100	100	0	0	0	0	100	44	38	2	0	0	0	0
May 2031	100	100	100	94	0	0	0	0	100	36	31	0	0	0	0	0
May 2032	100	100	100	80	0	0	0	0	100	28	24	0	0	0	0	0
May 2033	100	100	100	67	0	0	0	0	100	21	17	0	0	0	0	0
May 2034	100	100	100	55	0	0	0	0	100	14	11	0	0	0	0	0
May 2035	100	100	100	44	0	0	0	0	100	7	4	0	0	0	0	0
May 2036	100	100	94	34	0	0	0	0	100	1	0	0	0	0	0	0
May 2037	100	79	71	25	0	0	0	0	100	0	0	0	0	0	0	0
May 2038	100	56	50	17	0	0	0	0	76	0	0	0	0	0	0	0
May 2039	100	34	30	10	0	0	0	0	45	0	0	0	0	0	0	0
May 2040	100	13	12	4	0	0	0	0	11	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.7	27.3	27.1	23.9	5.8	2.2	1.6	1.3	27.8	18.3	17.4	8.3	2.4	1.2	0.9	0.7

* 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	KF, KS† and KT† Classes — PSA Prepayment Assumption									LB, LI†, LA and LC Classes — PSA Prepayment Assumption								
	0%	100%	134%	200%	340%	500%	750%	1000%	1300%	0%	100%	134%	200%	340%	500%	750%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	99	93	91	87	78	69	54	39	22	99	89	86	86	86	86	79	57	31
May 2013	98	86	82	75	61	47	29	16	5	98	79	74	74	74	69	42	22	6
May 2014	98	79	74	65	48	33	16	6	1	96	69	62	62	62	47	23	8	1
May 2015	97	73	67	56	37	22	9	2	*	95	60	51	51	51	32	12	3	0
May 2016	95	67	60	48	29	15	5	1	*	93	52	42	42	42	22	6	1	0
May 2017	94	62	54	42	23	11	2	*	*	92	44	33	33	33	15	3	*	0
May 2018	93	57	48	36	18	7	1	*	*	90	36	25	25	25	10	1	0	0
May 2019	92	52	43	31	14	5	1	*	*	88	29	19	19	19	7	1	0	0
May 2020	90	47	39	26	11	3	*	*	*	86	23	15	15	15	4	*	0	0
May 2021	89	43	34	22	8	2	*	*	*	83	16	11	11	11	3	0	0	0
May 2022	87	39	31	19	6	2	*	*	*	81	10	9	9	9	2	0	0	0
May 2023	85	35	27	16	5	1	*	*	0	78	6	6	6	6	1	0	0	0
May 2024	83	32	24	13	4	1	*	*	0	75	5	5	5	5	*	0	0	0
May 2025	81	28	21	11	3	*	*	*	0	71	3	3	3	3	*	0	0	0
May 2026	78	25	18	9	2	*	*	*	0	68	2	2	2	2	0	0	0	0
May 2027	75	22	15	8	2	*	*	*	0	64	2	2	2	2	0	0	0	0
May 2028	72	19	13	6	1	*	*	*	0	59	1	1	1	1	0	0	0	0
May 2029	69	17	11	5	1	*	*	*	0	55	*	*	*	*	0	0	0	0
May 2030	66	14	9	4	1	*	*	*	0	50	*	*	*	*	0	0	0	0
May 2031	62	12	8	3	*	*	*	0	0	44	0	0	0	0	0	0	0	0
May 2032	58	10	6	2	*	*	*	0	0	38	0	0	0	0	0	0	0	0
May 2033	53	7	5	2	*	*	*	0	0	31	0	0	0	0	0	0	0	0
May 2034	49	5	3	1	*	*	*	0	0	24	0	0	0	0	0	0	0	0
May 2035	43	4	2	1	*	*	*	0	0	16	0	0	0	0	0	0	0	0
May 2036	37	2	1	*	*	*	*	0	0	8	0	0	0	0	0	0	0	0
May 2037	31	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
May 2038	24	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2039	17	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2040	9	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	20.8	9.8	8.4	6.4	4.0	2.7	1.7	1.1	0.7	17.3	5.8	5.0	5.0	5.0	3.5	2.2	1.5	0.9

Date	KZ Class — PSA Prepayment Assumption									LW Class — PSA Prepayment Assumption								
	0%	100%	134%	200%	340%	500%	750%	1000%	1300%	0%	100%	134%	200%	340%	500%	750%	1000%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	104	104	104	104	104	104	104	104	104	100	100	100	88	61	31	0	0	0
May 2013	108	108	108	108	108	108	108	108	108	100	100	100	78	34	0	0	0	0
May 2014	113	113	113	113	113	113	113	113	113	100	100	100	71	17	0	0	0	0
May 2015	117	117	117	117	117	117	117	117	88	100	100	100	66	7	0	0	0	0
May 2016	122	122	122	122	122	122	122	122	19	100	100	100	62	1	0	0	0	0
May 2017	127	127	127	127	127	127	127	127	4	100	100	100	60	*	0	0	0	0
May 2018	132	132	132	132	132	132	132	57	1	100	100	98	57	*	0	0	0	0
May 2019	138	138	138	138	138	138	138	22	*	100	100	95	54	*	0	0	0	0
May 2020	143	143	143	143	143	143	143	9	*	100	100	90	49	*	0	0	0	0
May 2021	149	149	149	149	149	149	81	3	*	100	100	84	45	*	0	0	0	0
May 2022	155	155	155	155	155	155	43	1	*	100	100	78	40	*	0	0	0	0
May 2023	161	161	161	161	161	161	23	*	*	100	97	71	36	*	0	0	0	0
May 2024	168	168	168	168	168	168	12	*	*	100	89	64	31	*	0	0	0	0
May 2025	175	175	175	175	175	175	6	*	*	100	81	57	27	*	0	0	0	0
May 2026	182	182	182	182	182	120	3	*	*	100	73	51	23	*	0	0	0	0
May 2027	189	189	189	189	189	79	2	*	0	100	65	45	20	*	0	0	0	0
May 2028	197	197	197	197	197	51	1	*	0	100	58	39	16	*	0	0	0	0
May 2029	205	205	205	205	205	33	*	*	0	100	50	33	14	*	0	0	0	0
May 2030	214	214	214	214	214	21	*	*	0	100	43	28	11	*	0	0	0	0
May 2031	222	166	166	166	166	13	*	*	0	100	36	23	9	*	0	0	0	0
May 2032	231	113	113	113	113	8	*	*	0	100	30	18	7	*	0	0	0	0
May 2033	241	74	74	74	74	5	*	*	0	100	23	14	5	*	0	0	0	0
May 2034	251	45	45	45	45	3	*	*	0	100	17	10	3	*	0	0	0	0
May 2035	261	24	24	24	24	1	*	*	0	100	11	7	2	*	0	0	0	0
May 2036	271	9	9	9	9	*	*	0	0	100	6	3	1	*	0	0	0	0
May 2037	0	0	0	0	0	*	*	0	0	100	1	*	*	*	0	0	0	0
May 2038	0	0	0	0	0	0	0	0	0	78	0	0	0	0	0	0	0	0
May 2039	0	0	0	0	0	0	0	0	0	54	0	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	0	28	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.0	21.5	21.5	21.5	21.5	16.4	10.7	7.2	4.5	28.1	18.3	15.6	9.3	1.7	0.8	0.4	0.3	0.2

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

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

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

Date	MP Class PSA Prepayment Assumption 0%	100%	200%	281%	366%	500%	700%	900%	MF and MS Classes PSA Prepayment Assumption 0%	100%	200%	281%	366%	500%	700%	900%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2012	99	96	94	94	94	94	94	94	100	100	100	94	87	76	60	44
May 2013	97	89	82	82	82	82	77	65	100	100	100	80	59	27	0	0
May 2014	96	80	68	68	68	62	44	30	100	100	100	64	29	0	0	0
May 2015	94	72	55	55	55	43	25	14	100	100	100	54	11	0	0	0
May 2016	93	64	44	44	44	29	14	6	100	100	100	48	3	0	0	0
May 2017	91	57	34	34	34	20	8	3	100	100	100	45	*	0	0	0
May 2018	89	50	26	26	26	14	5	1	100	100	98	43	*	0	0	0
May 2019	87	44	20	20	20	9	3	1	100	100	94	40	*	0	0	0
May 2020	84	38	15	15	15	6	1	*	100	100	87	36	*	0	0	0
May 2021	82	32	11	11	11	4	1	*	100	100	80	32	*	0	0	0
May 2022	79	27	9	9	9	3	*	*	100	100	72	28	*	0	0	0
May 2023	77	22	6	6	6	2	*	*	100	100	65	24	*	0	0	0
May 2024	74	18	5	5	5	1	*	*	100	100	57	20	*	0	0	0
May 2025	70	13	4	4	4	1	*	*	100	100	50	17	*	0	0	0
May 2026	67	9	3	3	3	1	*	*	100	100	43	14	*	0	0	0
May 2027	63	5	2	2	2	*	*	*	100	100	37	12	*	0	0	0
May 2028	59	2	1	1	1	*	*	*	100	100	32	10	*	0	0	0
May 2029	55	1	1	1	1	*	*	*	100	91	27	8	*	0	0	0
May 2030	51	1	1	1	1	*	*	*	100	80	23	6	*	0	0	0
May 2031	46	1	1	1	1	*	*	*	100	71	19	5	*	0	0	0
May 2032	41	*	*	*	*	*	*	*	100	61	15	4	*	0	0	0
May 2033	35	*	*	*	*	*	*	*	100	52	12	3	*	0	0	0
May 2034	29	*	*	*	*	*	*	*	100	44	10	2	*	0	0	0
May 2035	23	*	*	*	*	*	*	0	100	36	8	2	*	0	0	0
May 2036	16	*	*	*	*	*	*	0	100	29	6	1	*	0	0	0
May 2037	8	*	*	*	*	*	*	0	100	22	4	1	*	0	0	0
May 2038	*	*	*	*	*	*	*	0	100	16	3	1	*	0	0	0
May 2039	*	*	*	*	*	*	*	0	70	10	2	*	*	0	0	0
May 2040	*	*	*	*	*	*	*	0	36	4	1	*	*	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	7.8	5.3	5.3	5.3	4.3	3.3	2.7	28.6	22.7	15.0	7.5	2.4	1.5	1.1	0.9

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

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

Characteristics of the Residual Classes

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

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

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption "Material Federal Income Tax Consequences" in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial

owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled "Material Federal Income Tax Consequences" and "ERISA Considerations") and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

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

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes, the Principal Only 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:

Group	Prepayment Assumption
1	158% PSA
2	225% PSA
3	307% PSA
4	307% PSA
5	160% PSA
6	200% PSA
7	281% 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. All 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 Citigroup Global Markets Inc. (the "Dealer") in exchange for the Trust MBS and the Underlying REMIC Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Group 3 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	May 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)
2010-116	BM	September 2010	31398NQG2	4.0%	FIX	October 2040	SEQ	$22,222,000	1.00000000	$20,000,000.00	5.528%	266	84

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

Group 4 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	May 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)
2005-14	OG	February 2005	31394CXL1	5.0%	FIX	March 2035	PAC	$12,333,770	1.00000000	$11,177,770.00	5.457%	266	84
2010-35	KB	March 2010	31398PKJ7	5.0	FIX	April 2040	SEQ	15,262,000	1.00000000	15,262,000.00	5.471	257	90
2010-49	AC	April 2010	31398P6E4	5.0	FIX	May 2040	SEQ	40,411,765	1.00000000	13,000,000.00	5.549	269	82

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

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

Schedule 1

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								
CO	$ 20,000,000	CB	$20,000,000	SEQ	3.5%	FIX	31397UJF7	June 2031
CY	20,000,000(3)							
CJ	20,000,000(3)							
Recombination 2								
NO	25,661,231	NT	25,661,231	PT	(4)	INV	31397UJH3	June 2041
NJ	256,612,308(3)							
Recombination 3								
NW	6,304,308	NY	9,456,461	SUP	4.0	FIX	31397UJG5	June 2041
NX	3,152,153							
Recombination 4								
NC	35,417,000	ND	35,417,000	PAC	3.5	FIX	31397UJJ9	January 2041
NI	2,951,416(3)							
Recombination 5								
NC	35,417,000	NA	35,417,000	PAC	4.0	FIX	31397UJK6	January 2041
NI	5,902,833(3)							
Recombination 6								
LF	4,010,851	LM	10,695,603	SUP	4.5	FIX	31397UJL4	October 2040
LS	6,684,752							
Recombination 7								
LB	34,208,854	LA	34,208,854	PAC/AD	4.0	FIX	31397UJM2	May 2041
LI	5,701,476(3)							

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 8								
LB	$ 34,208,854	LC	$34,208,854	PAC/AD	3.5%	FIX	31397UJN0	May 2041
LI	2,850,737(3)							

(1) REMIC Certificates and RCR Certificates in any 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) Notional balances. These Classes are Interest Only Classes. See page S-8 for a description of how their notional balances are calculated.
(4) For a description of this interest rate, see "Summary—Interest Rates" in this prospectus supplement.

Principal Balance Schedules

Aggregate Group I Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$37,062,000.00	December 2015	$18,380,107.78	July 2020	$ 6,813,920.18
June 2011	36,654,237.93	January 2016	18,102,774.76	August 2020	6,684,205.22
July 2011	36,249,309.54	February 2016	17,827,389.71	September 2020	6,556,816.32
August 2011	35,847,195.59	March 2016	17,553,939.39	October 2020	6,431,713.13
September 2011	35,447,877.00	April 2016	17,282,410.65	November 2020	6,308,855.99
October 2011	35,051,334.79	May 2016	17,012,790.42	December 2020	6,188,205.91
November 2011	34,657,550.13	June 2016	16,745,065.72	January 2021	6,069,724.56
December 2011	34,266,504.30	July 2016	16,479,223.66	February 2021	5,953,374.28
January 2012	33,878,178.73	August 2016	16,215,251.44	March 2021	5,839,118.03
February 2012	33,492,554.95	September 2016	15,953,136.35	April 2021	5,726,919.42
March 2012	33,109,614.62	October 2016	15,692,865.76	May 2021	5,616,742.66
April 2012	32,729,339.54	November 2016	15,434,427.12	June 2021	5,508,552.58
May 2012	32,351,711.62	December 2016	15,177,807.97	July 2021	5,402,314.61
June 2012	31,976,712.89	January 2017	14,922,995.94	August 2021	5,297,994.77
July 2012	31,604,325.51	February 2017	14,669,978.73	September 2021	5,195,559.66
August 2012	31,234,531.75	March 2017	14,418,744.14	October 2021	5,094,976.44
September 2012	30,867,314.01	April 2017	14,169,280.04	November 2021	4,996,212.83
October 2012	30,502,654.81	May 2017	13,921,574.39	December 2021	4,899,237.11
November 2012	30,140,536.77	June 2017	13,675,615.22	January 2022	4,804,018.10
December 2012	29,780,942.65	July 2017	13,431,390.65	February 2022	4,710,525.15
January 2013	29,423,855.31	August 2017	13,188,888.88	March 2022	4,618,728.13
February 2013	29,069,257.74	September 2017	12,948,098.18	April 2022	4,528,597.42
March 2013	28,717,133.03	October 2017	12,709,523.35	May 2022	4,440,103.92
April 2013	28,367,464.40	November 2017	12,475,151.32	June 2022	4,353,219.02
May 2013	28,020,235.16	December 2017	12,244,909.96	July 2022	4,267,914.59
June 2013	27,675,428.76	January 2018	12,018,728.34	August 2022	4,184,162.99
July 2013	27,333,028.74	February 2018	11,796,536.75	September 2022	4,101,937.05
August 2013	26,993,018.77	March 2018	11,578,266.63	October 2022	4,021,210.07
September 2013	26,655,382.62	April 2018	11,363,850.61	November 2022	3,941,955.80
October 2013	26,320,104.16	May 2018	11,153,222.44	December 2022	3,864,148.44
November 2013	25,987,167.39	June 2018	10,946,316.99	January 2023	3,787,762.63
December 2013	25,656,556.40	July 2018	10,743,070.23	February 2023	3,712,773.45
January 2014	25,328,255.39	August 2018	10,543,419.23	March 2023	3,639,156.40
February 2014	25,002,248.68	September 2018	10,347,302.11	April 2023	3,566,887.40
March 2014	24,678,520.69	October 2018	10,154,658.04	May 2023	3,495,942.78
April 2014	24,357,055.94	November 2018	9,965,427.21	June 2023	3,426,299.29
May 2014	24,037,839.05	December 2018	9,779,550.84	July 2023	3,357,934.06
June 2014	23,720,854.76	January 2019	9,596,971.14	August 2023	3,290,824.62
July 2014	23,406,087.89	February 2019	9,417,631.29	September 2023	3,224,948.89
August 2014	23,093,523.39	March 2019	9,241,475.44	October 2023	3,160,285.16
September 2014	22,783,146.29	April 2019	9,068,448.69	November 2023	3,096,812.10
October 2014	22,474,941.74	May 2019	8,898,497.06	December 2023	3,034,508.74
November 2014	22,168,894.97	June 2019	8,731,567.48	January 2024	2,973,354.47
December 2014	21,864,991.32	July 2019	8,567,607.80	February 2024	2,913,329.04
January 2015	21,563,216.23	August 2019	8,406,566.73	March 2024	2,854,412.54
February 2015	21,263,555.24	September 2019	8,248,393.87	April 2024	2,796,585.40
March 2015	20,965,993.98	October 2019	8,093,039.67	May 2024	2,739,828.40
April 2015	20,670,518.19	November 2019	7,940,455.41	June 2024	2,684,122.64
May 2015	20,377,113.69	December 2019	7,790,593.21	July 2024	2,629,449.54
June 2015	20,085,766.40	January 2020	7,643,405.99	August 2024	2,575,790.85
July 2015	19,796,462.34	February 2020	7,498,847.48	September 2024	2,523,128.63
August 2015	19,509,187.63	March 2020	7,356,872.19	October 2024	2,471,445.25
September 2015	19,223,928.47	April 2020	7,217,435.40	November 2024	2,420,723.38
October 2015	18,940,671.17	May 2020	7,080,493.15	December 2024	2,370,946.00
November 2015	18,659,402.11	June 2020	6,946,002.24	January 2025	2,322,096.36

Aggregate Group I (Continued)

Distribution Date	Planned Balance
February 2025	$ 2,274,158.02
March 2025	2,227,114.81
April 2025	2,180,950.85
May 2025	2,135,650.52
June 2025	2,091,198.49
July 2025	2,047,579.67
August 2025	2,004,779.24
September 2025	1,962,782.65
October 2025	1,921,575.58
November 2025	1,881,143.97
December 2025	1,841,474.00
January 2026	1,802,552.08
February 2026	1,764,364.87
March 2026	1,726,899.25
April 2026	1,690,142.34
May 2026	1,654,081.47
June 2026	1,618,704.19
July 2026	1,583,998.27
August 2026	1,549,951.69
September 2026	1,516,552.63
October 2026	1,483,789.50
November 2026	1,451,650.88
December 2026	1,420,125.57
January 2027	1,389,202.56
February 2027	1,358,871.03
March 2027	1,329,120.34
April 2027	1,299,940.04
May 2027	1,271,319.87
June 2027	1,243,249.73
July 2027	1,215,719.72
August 2027	1,188,720.09
September 2027	1,162,241.27
October 2027	1,136,273.85
November 2027	1,110,808.60
December 2027	1,085,836.43
January 2028	1,061,348.43
February 2028	1,037,335.82
March 2028	1,013,790.00
April 2028	990,702.50
May 2028	968,065.00
June 2028	945,869.34
July 2028	924,107.49
August 2028	902,771.56
September 2028	881,853.80
October 2028	861,346.60
November 2028	841,242.48
December 2028	821,534.09
January 2029	802,214.21
February 2029	783,275.74
March 2029	764,711.71
April 2029	746,515.28
May 2029	728,679.72
June 2029	711,198.42
July 2029	694,064.89
August 2029	677,272.74
September 2029	660,815.71
October 2029	644,687.65
November 2029	$ 628,882.50
December 2029	613,394.32
January 2030	598,217.28
February 2030	583,345.63
March 2030	568,773.75
April 2030	554,496.10
May 2030	540,507.25
June 2030	526,801.85
July 2030	513,374.65
August 2030	500,220.51
September 2030	487,334.36
October 2030	474,711.22
November 2030	462,346.21
December 2030	450,234.53
January 2031	438,371.47
February 2031	426,752.40
March 2031	415,372.77
April 2031	404,228.11
May 2031	393,314.03
June 2031	382,626.22
July 2031	372,160.45
August 2031	361,912.56
September 2031	351,878.46
October 2031	342,054.14
November 2031	332,435.66
December 2031	323,019.15
January 2032	313,800.81
February 2032	304,776.90
March 2032	295,943.76
April 2032	287,297.79
May 2032	278,835.44
June 2032	270,553.24
July 2032	262,447.79
August 2032	254,515.72
September 2032	246,753.75
October 2032	239,158.65
November 2032	231,727.24
December 2032	224,456.40
January 2033	217,343.07
February 2033	210,384.25
March 2033	203,576.98
April 2033	196,918.36
May 2033	190,405.54
June 2033	184,035.73
July 2033	177,806.19
August 2033	171,714.21
September 2033	165,757.15
October 2033	159,932.41
November 2033	154,237.43
December 2033	148,669.71
January 2034	143,226.79
February 2034	137,906.25
March 2034	132,705.71
April 2034	127,622.85
May 2034	122,655.37
June 2034	117,801.03
July 2034	113,057.63
August 2034	$ 108,422.99
September 2034	103,895.00
October 2034	99,471.56
November 2034	95,150.62
December 2034	90,930.17
January 2035	86,808.24
February 2035	82,782.88
March 2035	78,852.19
April 2035	75,014.31
May 2035	71,267.39
June 2035	67,609.63
July 2035	64,039.27
August 2035	60,554.57
September 2035	57,153.82
October 2035	53,835.35
November 2035	50,597.52
December 2035	47,438.71
January 2036	44,357.34
February 2036	41,351.86
March 2036	38,420.74
April 2036	35,562.49
May 2036	32,775.63
June 2036	30,058.73
July 2036	27,410.37
August 2036	24,829.16
September 2036	22,313.73
October 2036	19,862.75
November 2036	17,474.90
December 2036	15,148.90
January 2037	12,883.48
February 2037	11,102.88
March 2037	9,801.05
April 2037	8,532.83
May 2037	7,297.53
June 2037	6,094.48
July 2037	5,315.85
August 2037	4,557.40
September 2037	3,818.71
October 2037	3,099.37
November 2037	2,398.99
December 2037	1,717.18
January 2038	1,053.55
February 2038	776.44
March 2038	506.63
April 2038	243.98
May 2038 and thereafter	0.00

NQ Class Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$4,804,000.00	July 2013	$2,096,735.69	September 2015	$ 586,950.00
June 2011	4,672,372.70	August 2013	2,019,157.61	October 2015	547,600.28
July 2011	4,543,176.66	September 2013	1,943,312.80	November 2015	509,463.62
August 2011	4,416,381.14	October 2013	1,869,178.28	December 2015	472,522.94
September 2011	4,291,955.71	November 2013	1,796,731.32	January 2016	436,761.37
October 2011	4,169,870.30	December 2013	1,725,949.45	February 2016	402,162.23
November 2011	4,050,095.15	January 2014	1,656,810.45	March 2016	368,709.03
December 2011	3,932,600.84	February 2014	1,589,292.35	April 2016	336,385.46
January 2012	3,817,358.27	March 2014	1,523,373.43	May 2016	305,175.42
February 2012	3,704,338.68	April 2014	1,459,032.21	June 2016	275,062.99
March 2012	3,593,513.62	May 2014	1,396,247.47	July 2016	246,032.44
April 2012	3,484,854.94	June 2014	1,334,998.21	August 2016	218,068.20
May 2012	3,378,334.82	July 2014	1,275,263.69	September 2016	191,154.89
June 2012	3,273,925.75	August 2014	1,217,023.37	October 2016	165,277.32
July 2012	3,171,600.51	September 2014	1,160,256.98	November 2016	140,420.47
August 2012	3,071,332.19	October 2014	1,104,944.46	December 2016	116,569.50
September 2012	2,973,094.19	November 2014	1,051,065.98	January 2017	93,709.72
October 2012	2,876,860.19	December 2014	998,601.95	February 2017	71,826.65
November 2012	2,782,604.18	January 2015	947,532.98	March 2017	52,940.08
December 2012	2,690,300.42	February 2015	897,839.92	April 2017	37,026.71
January 2013	2,599,923.48	March 2015	849,503.83	May 2017	24,017.30
February 2013	2,511,448.20	April 2015	802,505.98	June 2017	13,843.93
March 2013	2,424,849.70	May 2015	756,827.86	July 2017	6,439.92
April 2013	2,340,103.38	June 2015	712,451.19	August 2017	1,739.86
May 2013	2,257,184.93	July 2015	669,357.88	September 2017 and thereafter	0.00
June 2013	2,176,070.29	August 2015	627,530.04		

Aggregate Group II Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$37,119,191.00	August 2013	$31,443,427.75	November 2015	$23,687,991.23
June 2011	37,020,158.65	September 2013	31,134,075.72	December 2015	23,423,407.95
July 2011	36,912,014.67	October 2013	30,826,504.21	January 2016	23,160,357.29
August 2011	36,794,797.17	November 2013	30,520,703.37	February 2016	22,898,830.75
September 2011	36,668,549.27	December 2013	30,216,663.39	March 2016	22,638,819.91
October 2011	36,533,319.09	January 2014	29,914,374.53	April 2016	22,380,316.35
November 2011	36,389,159.68	February 2014	29,613,827.10	May 2016	22,123,311.71
December 2011	36,236,129.02	March 2014	29,315,011.47	June 2016	21,867,797.70
January 2012	36,074,289.99	April 2014	29,017,918.04	July 2016	21,613,766.05
February 2012	35,903,710.32	May 2014	28,722,537.29	August 2016	21,361,208.53
March 2012	35,724,462.55	June 2014	28,428,859.74	September 2016	21,110,116.98
April 2012	35,536,623.99	July 2014	28,136,875.95	October 2016	20,860,483.27
May 2012	35,340,276.65	August 2014	27,846,576.56	November 2016	20,612,299.32
June 2012	35,135,507.19	September 2014	27,557,952.23	December 2016	20,365,557.08
July 2012	34,922,406.88	October 2014	27,270,993.69	January 2017	20,120,248.56
August 2012	34,701,071.51	November 2014	26,985,691.72	February 2017	19,876,365.81
September 2012	34,471,601.34	December 2014	26,702,037.14	March 2017	19,633,900.93
October 2012	34,234,100.99	January 2015	26,420,020.84	April 2017	19,392,846.04
November 2012	33,988,679.43	February 2015	26,139,633.74	May 2017	19,153,193.32
December 2012	33,735,449.81	March 2015	25,860,866.81	June 2017	18,914,935.01
January 2013	33,474,529.47	April 2015	25,583,711.09	July 2017	18,678,063.36
February 2013	33,206,039.76	May 2015	25,308,157.64	August 2017	18,442,570.67
March 2013	32,930,106.01	June 2015	25,034,197.60	September 2017	18,208,449.31
April 2013	32,646,857.41	July 2015	24,761,822.14	October 2017	17,975,691.65
May 2013	32,356,426.91	August 2015	24,491,022.48	November 2017	17,744,290.14
June 2013	32,058,951.12	September 2015	24,221,789.89	December 2017	17,514,237.24
July 2013	31,754,570.20	October 2015	23,954,115.69	January 2018	17,285,525.47

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
February 2018	$17,058,147.39	November 2022	$ 7,052,020.31	August 2027	$ 2,662,822.54
March 2018	16,832,095.60	December 2022	6,937,281.91	September 2027	2,615,423.24
April 2018	16,607,362.73	January 2023	6,824,274.45	October 2027	2,568,770.78
May 2018	16,383,941.45	February 2023	6,712,972.88	November 2027	2,522,854.10
June 2018	16,161,824.50	March 2023	6,603,352.50	December 2027	2,477,662.26
July 2018	15,941,004.63	April 2023	6,495,388.96	January 2028	2,433,184.50
August 2018	15,721,474.63	May 2023	6,389,058.26	February 2028	2,389,410.23
September 2018	15,503,227.34	June 2023	6,284,336.72	March 2028	2,346,328.98
October 2018	15,286,255.64	July 2023	6,181,201.02	April 2028	2,303,930.45
November 2018	15,070,552.45	August 2023	6,079,628.14	May 2028	2,262,204.48
December 2018	14,856,110.72	September 2023	5,979,595.42	June 2028	2,221,141.07
January 2019	14,642,923.44	October 2023	5,881,080.49	July 2028	2,180,730.33
February 2019	14,430,983.65	November 2023	5,784,061.31	August 2028	2,140,962.55
March 2019	14,220,284.41	December 2023	5,688,516.15	September 2028	2,101,828.14
April 2019	14,010,818.84	January 2024	5,594,423.60	October 2028	2,063,317.65
May 2019	13,802,580.08	February 2024	5,501,762.52	November 2028	2,025,421.78
June 2019	13,595,561.30	March 2024	5,410,512.11	December 2028	1,988,131.33
July 2019	13,389,755.75	April 2024	5,320,651.84	January 2029	1,951,437.26
August 2019	13,185,156.66	May 2024	5,232,161.47	February 2029	1,915,330.67
September 2019	12,981,757.34	June 2024	5,145,021.05	March 2029	1,879,802.75
October 2019	12,779,551.12	July 2024	5,059,210.92	April 2029	1,844,844.85
November 2019	12,579,417.76	August 2024	4,974,711.70	May 2029	1,810,448.43
December 2019	12,382,242.83	September 2024	4,891,504.27	June 2029	1,776,605.08
January 2020	12,187,984.01	October 2024	4,809,569.79	July 2029	1,743,306.50
February 2020	11,996,599.61	November 2024	4,728,889.69	August 2029	1,710,544.53
March 2020	11,808,048.47	December 2024	4,649,445.66	September 2029	1,678,311.10
April 2020	11,622,290.05	January 2025	4,571,219.65	October 2029	1,646,598.29
May 2020	11,439,284.37	February 2025	4,494,193.87	November 2029	1,615,398.26
June 2020	11,258,991.99	March 2025	4,418,350.77	December 2029	1,584,703.30
July 2020	11,081,374.05	April 2025	4,343,673.06	January 2030	1,554,505.82
August 2020	10,906,392.22	May 2025	4,270,143.71	February 2030	1,524,798.32
September 2020	10,734,008.71	June 2025	4,197,745.89	March 2030	1,495,573.43
October 2020	10,564,186.26	July 2025	4,126,463.05	April 2030	1,466,823.86
November 2020	10,396,888.14	August 2025	4,056,278.87	May 2030	1,438,542.46
December 2020	10,232,078.13	September 2025	3,987,177.23	June 2030	1,410,722.15
January 2021	10,069,720.50	October 2025	3,919,142.28	July 2030	1,383,355.96
February 2021	9,909,780.07	November 2025	3,852,158.36	August 2030	1,356,437.05
March 2021	9,752,222.10	December 2025	3,786,210.07	September 2030	1,329,958.64
April 2021	9,597,012.37	January 2026	3,721,282.20	October 2030	1,303,914.07
May 2021	9,444,117.14	February 2026	3,657,359.76	November 2030	1,278,296.77
June 2021	9,293,503.13	March 2026	3,594,427.99	December 2030	1,253,100.26
July 2021	9,145,137.54	April 2026	3,532,472.32	January 2031	1,228,318.18
August 2021	8,998,988.03	May 2026	3,471,478.41	February 2031	1,203,944.22
September 2021	8,855,022.70	June 2026	3,411,432.10	March 2031	1,179,972.20
October 2021	8,713,210.12	July 2026	3,352,319.45	April 2031	1,156,396.02
November 2021	8,573,519.28	August 2026	3,294,126.71	May 2031	1,133,209.64
December 2021	8,435,919.64	September 2026	3,236,840.33	June 2031	1,110,407.15
January 2022	8,300,381.05	October 2026	3,180,446.96	July 2031	1,087,982.70
February 2022	8,166,873.81	November 2026	3,124,933.41	August 2031	1,065,930.54
March 2022	8,035,368.64	December 2026	3,070,286.73	September 2031	1,044,244.98
April 2022	7,905,836.64	January 2027	3,016,494.10	October 2031	1,022,920.44
May 2022	7,778,249.37	February 2027	2,963,542.93	November 2031	1,001,951.41
June 2022	7,652,578.74	March 2027	2,911,420.78	December 2031	981,332.46
July 2022	7,528,797.09	April 2027	2,860,115.39	January 2032	961,058.23
August 2022	7,406,877.13	May 2027	2,809,614.69	February 2032	941,123.46
September 2022	7,286,791.96	June 2027	2,759,906.78	March 2032	921,522.94
October 2022	7,168,515.07	July 2027	2,710,979.92	April 2032	902,251.57

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
May 2032	$ 883,304.28	May 2035	$ 379,990.59	May 2038	$ 117,861.73
June 2032	864,676.12	June 2035	370,083.21	June 2038	112,866.92
July 2032	846,362.18	July 2035	360,354.33	July 2038	107,971.46
August 2032	828,357.64	August 2035	350,801.15	August 2038	103,173.70
September 2032	810,657.73	September 2035	341,420.86	September 2038	98,472.05
October 2032	793,257.78	October 2035	332,210.73	October 2038	93,864.90
November 2032	776,153.16	November 2035	323,168.05	November 2038	89,350.69
December 2032	759,339.33	December 2035	314,290.16	December 2038	84,927.88
January 2033	742,811.79	January 2036	305,574.43	January 2039	80,594.95
February 2033	726,566.13	February 2036	297,018.28	February 2039	76,350.40
March 2033	710,598.00	March 2036	288,619.17	March 2039	72,192.77
April 2033	694,903.11	April 2036	280,374.58	April 2039	68,120.59
May 2033	679,477.22	May 2036	272,282.05	May 2039	64,132.45
June 2033	664,316.18	June 2036	264,339.14	June 2039	60,226.93
July 2033	649,415.88	July 2036	256,543.45	July 2039	56,402.65
August 2033	634,772.29	August 2036	248,892.63	August 2039	52,658.25
September 2033	620,381.40	September 2036	241,384.34	September 2039	48,992.39
October 2033	606,239.31	October 2036	234,016.30	October 2039	45,403.73
November 2033	592,342.13	November 2036	226,786.25	November 2039	41,890.99
December 2033	578,686.07	December 2036	219,691.96	December 2039	38,452.88
January 2034	565,267.37	January 2037	212,731.25	January 2040	35,088.13
February 2034	552,082.32	February 2037	205,901.96	February 2040	31,795.50
March 2034	539,127.29	March 2037	199,201.97	March 2040	28,573.78
April 2034	526,398.67	April 2037	192,629.18	April 2040	25,421.75
May 2034	513,892.95	May 2037	186,181.53	May 2040	22,338.24
June 2034	501,606.62	June 2037	179,857.00	June 2040	19,322.06
July 2034	489,536.26	July 2037	173,653.58	July 2040	16,372.07
August 2034	477,678.48	August 2037	167,569.30	August 2040	13,487.15
September 2034	466,029.95	September 2037	161,602.22	September 2040	10,666.17
October 2034	454,587.38	October 2037	155,750.45	October 2040	7,908.03
November 2034	443,347.54	November 2037	150,012.08	November 2040	5,211.67
December 2034	432,307.25	December 2037	144,385.27	December 2040	2,576.01
January 2035	421,463.35	January 2038	138,868.20	January 2041 and thereafter	0.00
February 2035	410,812.76	February 2038	133,459.07		
March 2035	400,352.43	March 2038	128,156.11		
April 2035	390,079.36	April 2038	122,957.57		

Aggregate Group III Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$34,333,451.00	October 2012	$27,782,904.82	March 2014	$21,990,489.70
June 2011	33,925,467.95	November 2012	27,422,072.47	April 2014	21,671,490.77
July 2011	33,520,417.30	December 2012	27,063,841.93	May 2014	21,354,800.14
August 2011	33,118,278.51	January 2013	26,708,194.96	June 2014	21,040,401.60
September 2011	32,719,031.17	February 2013	26,355,113.43	July 2014	20,728,279.06
October 2011	32,322,654.99	March 2013	26,004,579.36	August 2014	20,418,416.55
November 2011	31,929,129.87	April 2013	25,656,574.86	September 2014	20,110,798.20
December 2011	31,538,435.80	May 2013	25,311,082.19	October 2014	19,805,408.26
January 2012	31,150,552.95	June 2013	24,968,083.73	November 2014	19,502,231.07
February 2012	30,765,461.61	July 2013	24,627,561.99	December 2014	19,201,251.11
March 2012	30,383,142.20	August 2013	24,289,499.58	January 2015	18,902,452.95
April 2012	30,003,575.28	September 2013	23,953,879.25	February 2015	18,605,821.25
May 2012	29,626,741.56	October 2013	23,620,683.87	March 2015	18,311,340.83
June 2012	29,252,621.88	November 2013	23,289,896.42	April 2015	18,018,996.55
July 2012	28,881,197.20	December 2013	22,961,499.99	May 2015	17,728,773.43
August 2012	28,512,448.62	January 2014	22,635,477.82	June 2015	17,440,656.56
September 2012	28,146,357.37	February 2014	22,311,813.24	July 2015	17,154,631.15

Aggregate Group III (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
August 2015	$16,870,682.51	May 2020	$ 5,275,502.97	February 2025	$ 1,467,957.28
September 2015	16,588,796.05	June 2020	5,162,396.70	March 2025	1,433,927.46
October 2015	16,308,957.30	July 2020	5,051,604.99	April 2025	1,400,623.59
November 2015	16,031,151.85	August 2020	4,943,081.78	May 2025	1,368,030.85
December 2015	15,755,365.43	September 2020	4,836,781.88	June 2025	1,336,134.72
January 2016	15,481,583.85	October 2020	4,732,661.00	July 2025	1,304,920.96
February 2016	15,209,793.02	November 2020	4,630,675.71	August 2025	1,274,375.62
March 2016	14,939,978.96	December 2020	4,530,783.45	September 2025	1,244,485.02
April 2016	14,672,127.78	January 2021	4,432,942.47	October 2025	1,215,235.77
May 2016	14,406,225.68	February 2021	4,337,111.84	November 2025	1,186,614.72
June 2016	14,142,258.97	March 2021	4,243,251.45	December 2025	1,158,609.00
July 2016	13,880,214.04	April 2021	4,151,321.95	January 2026	1,131,205.99
August 2016	13,620,077.39	May 2021	4,061,284.78	February 2026	1,104,393.33
September 2016	13,361,835.60	June 2021	3,973,102.13	March 2026	1,078,158.90
October 2016	13,105,475.36	July 2021	3,886,736.93	April 2026	1,052,490.82
November 2016	12,850,983.44	August 2021	3,802,152.84	May 2026	1,027,377.45
December 2016	12,598,346.70	September 2021	3,719,314.24	June 2026	1,002,807.38
January 2017	12,347,552.10	October 2021	3,638,186.19	July 2026	978,769.44
February 2017	12,098,586.70	November 2021	3,558,734.44	August 2026	955,252.65
March 2017	11,851,437.62	December 2021	3,480,925.44	September 2026	932,246.29
April 2017	11,606,092.11	January 2022	3,404,726.26	October 2026	909,739.84
May 2017	11,364,836.24	February 2022	3,330,104.64	November 2026	887,722.97
June 2017	11,128,428.76	March 2022	3,257,028.95	December 2026	866,185.58
July 2017	10,896,774.23	April 2022	3,185,468.17	January 2027	845,117.78
August 2017	10,669,779.08	May 2022	3,115,391.92	February 2027	824,509.84
September 2017	10,447,351.58	June 2022	3,046,770.38	March 2027	804,352.26
October 2017	10,229,401.74	July 2022	2,979,574.33	April 2027	784,635.73
November 2017	10,015,841.35	August 2022	2,913,775.14	May 2027	765,351.10
December 2017	9,806,583.90	September 2022	2,849,344.73	June 2027	746,489.42
January 2018	9,601,544.56	October 2022	2,786,255.57	July 2027	728,041.92
February 2018	9,400,640.16	November 2022	2,724,480.68	August 2027	710,000.01
March 2018	9,203,789.14	December 2022	2,663,993.61	September 2027	692,355.27
April 2018	9,010,911.52	January 2023	2,604,768.42	October 2027	675,099.43
May 2018	8,821,928.87	February 2023	2,546,779.69	November 2027	658,224.42
June 2018	8,636,764.32	March 2023	2,490,002.51	December 2027	641,722.31
July 2018	8,455,342.45	April 2023	2,434,412.45	January 2028	625,585.33
August 2018	8,277,589.35	May 2023	2,379,985.56	February 2028	609,805.87
September 2018	8,103,432.50	June 2023	2,326,698.37	March 2028	594,376.48
October 2018	7,932,800.84	July 2023	2,274,527.86	April 2028	579,289.84
November 2018	7,765,624.66	August 2023	2,223,451.49	May 2028	564,538.82
December 2018	7,601,835.63	September 2023	2,173,447.14	June 2028	550,116.37
January 2019	7,441,366.74	October 2023	2,124,493.14	July 2028	536,015.64
February 2019	7,284,152.28	November 2023	2,076,568.24	August 2028	522,229.90
March 2019	7,130,127.82	December 2023	2,029,651.61	September 2028	508,752.53
April 2019	6,979,230.21	January 2024	1,983,722.84	October 2028	495,577.08
May 2019	6,831,397.50	February 2024	1,938,761.93	November 2028	482,697.21
June 2019	6,686,568.96	March 2024	1,894,749.25	December 2028	470,106.72
July 2019	6,544,685.05	April 2024	1,851,665.58	January 2029	457,799.52
August 2019	6,405,687.39	May 2024	1,809,492.07	February 2029	445,769.65
September 2019	6,269,518.72	June 2024	1,768,210.25	March 2029	434,011.29
October 2019	6,136,122.94	July 2024	1,727,802.01	April 2029	422,518.71
November 2019	6,005,444.99	August 2024	1,688,249.61	May 2029	411,286.30
December 2019	5,877,430.93	September 2024	1,649,535.65	June 2029	400,308.58
January 2020	5,752,027.84	October 2024	1,611,643.07	July 2029	389,580.16
February 2020	5,629,183.87	November 2024	1,574,555.16	August 2029	379,095.79
March 2020	5,508,848.15	December 2024	1,538,255.55	September 2029	368,850.29
April 2020	5,390,970.81	January 2025	1,502,728.17	October 2029	358,838.61

Aggregate Group III (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
November 2029	$ 349,055.80	May 2032	$ 141,107.32	November 2034	$ 41,777.15
December 2029	339,497.00	June 2032	136,438.23	December 2034	39,626.51
January 2030	330,157.46	July 2032	131,883.18	January 2035	37,533.74
February 2030	321,032.51	August 2032	127,439.68	February 2035	35,497.53
March 2030	312,117.60	September 2032	123,105.26	March 2035	33,516.58
April 2030	303,408.25	October 2032	118,877.55	April 2035	31,589.62
May 2030	294,900.08	November 2032	114,754.18	May 2035	29,715.40
June 2030	286,588.81	December 2032	110,732.87	June 2035	27,892.71
July 2030	278,470.24	January 2033	106,811.36	July 2035	26,120.37
August 2030	270,540.23	February 2033	102,987.44	August 2035	24,397.20
September 2030	262,794.77	March 2033	99,258.96	September 2035	22,722.08
October 2030	255,229.91	April 2033	95,623.80	October 2035	21,093.87
November 2030	247,841.76	May 2033	92,079.90	November 2035	19,511.50
December 2030	240,626.55	June 2033	88,625.24	December 2035	17,973.90
January 2031	233,580.57	July 2033	85,257.81	January 2036	16,480.01
February 2031	226,700.16	August 2033	81,975.69	February 2036	15,028.82
March 2031	219,981.78	September 2033	78,776.97	March 2036	13,619.33
April 2031	213,421.93	October 2033	75,659.79	April 2036	12,250.56
May 2031	207,017.20	November 2033	72,622.33	May 2036	10,921.55
June 2031	200,764.23	December 2033	69,662.81	June 2036	9,631.36
July 2031	194,659.76	January 2034	66,779.46	July 2036	8,379.08
August 2031	188,700.57	February 2034	63,970.60	August 2036	7,163.81
September 2031	182,883.51	March 2034	61,234.53	September 2036	5,984.66
October 2031	177,205.51	April 2034	58,569.62	October 2036	4,840.79
November 2031	171,663.55	May 2034	55,974.27	November 2036	3,731.35
December 2031	166,254.67	June 2034	53,446.91	December 2036	2,655.52
January 2032	160,975.98	July 2034	50,985.99	January 2037	1,612.49
February 2032	155,824.65	August 2034	48,590.01	February 2037	601.48
March 2032	150,797.90	September 2034	46,257.50	March 2037 and thereafter	0.00
April 2032	145,893.01	October 2034	43,987.02		

MP Class Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$100,000,000.00	April 2013	$ 83,304,342.08	March 2015	$ 56,794,835.55
June 2011	99,717,603.27	May 2013	82,149,280.22	April 2015	55,777,511.01
July 2011	99,392,299.72	June 2013	80,965,267.90	May 2015	54,771,811.00
August 2011	99,024,244.59	July 2013	79,753,331.12	June 2015	53,777,606.89
September 2011	98,613,637.01	August 2013	78,514,520.92	July 2015	52,794,771.42
October 2011	98,160,719.99	September 2013	77,249,911.83	August 2015	51,823,178.73
November 2011	97,665,780.29	October 2013	75,999,658.51	September 2015	50,862,704.33
December 2011	97,129,148.23	November 2013	74,763,602.65	October 2015	49,913,225.08
January 2012	96,551,197.45	December 2013	73,541,587.67	November 2015	48,974,619.18
February 2012	95,932,344.54	January 2014	72,333,458.68	December 2015	48,046,766.15
March 2012	95,273,048.65	February 2014	71,139,062.47	January 2016	47,129,546.83
April 2012	94,573,811.00	March 2014	69,958,247.50	February 2016	46,222,843.34
May 2012	93,835,174.32	April 2014	68,790,863.87	March 2016	45,326,539.10
June 2012	93,057,722.20	May 2014	67,636,763.31	April 2016	44,440,518.80
July 2012	92,242,078.42	June 2014	66,495,799.16	May 2016	43,564,668.37
August 2012	91,388,906.12	July 2014	65,367,826.34	June 2016	42,698,874.99
September 2012	90,498,907.00	August 2014	64,252,701.36	July 2016	41,843,027.06
October 2012	89,572,820.37	September 2014	63,150,282.29	August 2016	40,997,014.21
November 2012	88,611,422.17	October 2014	62,060,428.73	September 2016	40,160,727.27
December 2012	87,615,523.93	November 2014	60,983,001.80	October 2016	39,334,058.24
January 2013	86,585,971.63	December 2014	59,917,864.15	November 2016	38,516,900.32
February 2013	85,523,644.55	January 2015	58,864,879.91	December 2016	37,709,147.86
March 2013	84,429,454.01	February 2015	57,823,914.69	January 2017	36,910,696.36

MP Class (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
February 2017	$ 36,121,442.47	November 2021	$ 9,849,286.38	August 2026	$ 2,530,066.12
March 2017	35,341,283.95	December 2021	9,622,934.34	September 2026	2,468,589.64
April 2017	34,570,119.69	January 2022	9,401,619.25	October 2026	2,408,529.62
May 2017	33,807,849.67	February 2022	9,185,231.43	November 2026	2,349,854.49
June 2017	33,055,692.95	March 2022	8,973,663.54	December 2026	2,292,533.36
July 2017	32,319,912.80	April 2022	8,766,810.55	January 2027	2,236,536.02
August 2017	31,600,158.03	May 2022	8,564,569.68	February 2027	2,181,832.91
September 2017	30,896,084.89	June 2022	8,366,840.36	March 2027	2,128,395.13
October 2017	30,207,356.94	July 2022	8,173,524.18	April 2027	2,076,194.40
November 2017	29,533,644.87	August 2022	7,984,524.84	May 2027	2,025,203.07
December 2017	28,874,626.36	September 2022	7,799,748.12	June 2027	1,975,394.07
January 2018	28,229,985.92	October 2022	7,619,101.80	July 2027	1,926,740.95
February 2018	27,599,414.77	November 2022	7,442,495.66	August 2027	1,879,217.82
March 2018	26,982,610.69	December 2022	7,269,841.42	September 2027	1,832,799.36
April 2018	26,379,277.86	January 2023	7,101,052.69	October 2027	1,787,460.81
May 2018	25,789,126.76	February 2023	6,936,044.94	November 2027	1,743,177.94
June 2018	25,211,874.01	March 2023	6,774,735.45	December 2027	1,699,927.06
July 2018	24,647,242.26	April 2023	6,617,043.30	January 2028	1,657,685.00
August 2018	24,094,960.04	May 2023	6,462,889.30	February 2028	1,616,429.09
September 2018	23,554,761.67	June 2023	6,312,195.96	March 2028	1,576,137.16
October 2018	23,026,387.10	July 2023	6,164,887.47	April 2028	1,536,787.53
November 2018	22,509,581.82	August 2023	6,020,889.64	May 2028	1,498,359.00
December 2018	22,004,096.74	September 2023	5,880,129.89	June 2028	1,460,830.82
January 2019	21,509,688.05	October 2023	5,742,537.20	July 2028	1,424,182.70
February 2019	21,026,117.13	November 2023	5,608,042.08	August 2028	1,388,394.81
March 2019	20,553,150.46	December 2023	5,476,576.54	September 2028	1,353,447.74
April 2019	20,090,559.46	January 2024	5,348,074.06	October 2028	1,319,322.51
May 2019	19,638,120.44	February 2024	5,222,469.54	November 2028	1,286,000.56
June 2019	19,195,614.46	March 2024	5,099,699.30	December 2028	1,253,463.73
July 2019	18,762,827.25	April 2024	4,979,701.03	January 2029	1,221,694.28
August 2019	18,339,549.10	May 2024	4,862,413.76	February 2029	1,190,674.84
September 2019	17,925,574.77	June 2024	4,747,777.85	March 2029	1,160,388.43
October 2019	17,520,703.39	July 2024	4,635,734.94	April 2029	1,130,818.45
November 2019	17,124,738.37	August 2024	4,526,227.93	May 2029	1,101,948.65
December 2019	16,737,487.32	September 2024	4,419,200.96	June 2029	1,073,763.16
January 2020	16,358,761.95	October 2024	4,314,599.37	July 2029	1,046,246.44
February 2020	15,988,377.98	November 2024	4,212,369.69	August 2029	1,019,383.30
March 2020	15,626,155.06	December 2024	4,112,459.60	September 2029	993,158.89
April 2020	15,271,916.70	January 2025	4,014,817.91	October 2029	967,558.69
May 2020	14,925,490.16	February 2025	3,919,394.55	November 2029	942,568.49
June 2020	14,586,706.40	March 2025	3,826,140.53	December 2029	918,174.40
July 2020	14,255,399.98	April 2025	3,735,007.92	January 2030	894,362.84
August 2020	13,931,409.01	May 2025	3,645,949.83	February 2030	871,120.53
September 2020	13,614,575.03	June 2025	3,558,920.38	March 2030	848,434.47
October 2020	13,304,742.99	July 2025	3,473,874.69	April 2030	826,291.97
November 2020	13,001,761.14	August 2025	3,390,768.85	May 2030	804,680.61
December 2020	12,705,480.98	September 2025	3,309,559.91	June 2030	783,588.24
January 2021	12,415,757.18	October 2025	3,230,205.84	July 2030	763,002.99
February 2021	12,132,447.52	November 2025	3,152,665.54	August 2030	742,913.25
March 2021	11,855,412.82	December 2025	3,076,898.78	September 2030	723,307.66
April 2021	11,584,516.88	January 2026	3,002,866.23	October 2030	704,175.13
May 2021	11,319,626.42	February 2026	2,930,529.39	November 2030	685,504.80
June 2021	11,060,610.99	March 2026	2,859,850.61	December 2030	667,286.05
July 2021	10,807,342.96	April 2026	2,790,793.06	January 2031	649,508.51
August 2021	10,559,697.41	May 2026	2,723,320.70	February 2031	632,162.03
September 2021	10,317,552.12	June 2026	2,657,398.29	March 2031	615,236.69
October 2021	10,080,787.46	July 2026	2,592,991.34	April 2031	598,722.80

MP Class (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
May 2031	$ 582,610.87	September 2034	$ 181,069.40	January 2038	$ 40,962.30
June 2031	566,891.62	October 2034	175,396.84	February 2038	39,103.25
July 2031	551,556.00	November 2034	169,872.41	March 2038	37,298.82
August 2031	536,595.14	December 2034	164,492.55	April 2038	35,547.62
September 2031	522,000.37	January 2035	159,253.79	May 2038	33,848.29
October 2031	507,763.23	February 2035	154,152.73	June 2038	32,199.51
November 2031	493,875.43	March 2035	149,186.06	July 2038	30,599.99
December 2031	480,328.87	April 2035	144,350.54	August 2038	29,048.46
January 2032	467,115.64	May 2035	139,643.00	September 2038	27,543.69
February 2032	454,228.01	June 2035	135,060.35	October 2038	26,084.48
March 2032	441,658.40	July 2035	130,599.56	November 2038	24,669.66
April 2032	429,399.42	August 2035	126,257.68	December 2038	23,298.08
May 2032	417,443.84	September 2035	122,031.83	January 2039	21,968.63
June 2032	405,784.60	October 2035	117,919.19	February 2039	20,680.21
July 2032	394,414.79	November 2035	113,917.00	March 2039	19,431.75
August 2032	383,327.65	December 2035	110,022.58	April 2039	18,222.22
September 2032	372,516.58	January 2036	106,233.29	May 2039	17,050.60
October 2032	361,975.13	February 2036	102,546.57	June 2039	15,915.90
November 2032	351,696.98	March 2036	98,959.91	July 2039	14,817.15
December 2032	341,675.98	April 2036	95,470.87	August 2039	13,753.40
January 2033	331,906.09	May 2036	92,077.04	September 2039	12,723.74
February 2033	322,381.43	June 2036	88,776.09	October 2039	11,727.27
March 2033	313,096.23	July 2036	85,565.74	November 2039	10,763.11
April 2033	304,044.87	August 2036	82,443.75	December 2039	9,830.40
May 2033	295,221.85	September 2036	79,407.95	January 2040	8,928.31
June 2033	286,621.79	October 2036	76,456.21	February 2040	8,056.03
July 2033	278,239.43	November 2036	73,586.45	March 2040	7,212.76
August 2033	270,069.63	December 2036	70,796.64	April 2040	6,397.72
September 2033	262,107.38	January 2037	68,084.79	May 2040	5,610.15
October 2033	254,347.77	February 2037	65,448.97	June 2040	4,849.32
November 2033	246,786.00	March 2037	62,887.29	July 2040	4,114.51
December 2033	239,417.39	April 2037	60,397.90	August 2040	3,405.01
January 2034	232,237.35	May 2037	57,979.00	September 2040	2,720.13
February 2034	225,241.41	June 2037	55,628.82	October 2040	2,059.21
March 2034	218,425.20	July 2037	53,345.65	November 2040	1,421.60
April 2034	211,784.44	August 2037	51,127.80	December 2040	806.65
May 2034	205,314.95	September 2037	48,973.63	January 2041	213.75
June 2034	199,012.64	October 2037	46,881.54	February 2041 and thereafter	0.00
July 2034	192,873.53	November 2037	44,849.97		
August 2034	186,893.72	December 2037	42,877.39		

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.

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$820,423,465

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Guaranteed REMIC Pass-Through Certificates

Fannie Mae REMIC Trust 2011-49

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Prospectus Supplement
May 23, 2011