

**\$991,608,469**



**FannieMae®**

**Guaranteed REMIC Pass-Through Certificates  
Fannie Mae REMIC Trust 2011-144**

**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.

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
AF . . . . .	1	\$49,357,772	PAC	(2)	FLT	3136A22L6	April 2037
AS . . . . .	1	49,357,772(3)	NTL	(2)	INV/IO	3136A22M4	April 2037
AP . . . . .	1	70,511,103	PAC	1.90%	FIX	3136A22N2	April 2037
BL(4) . . . . .	1	36,649,640	PAC	4.00	FIX	3136A22P7	September 2040
BN(4) . . . . .	1	17,283,559	PAC	4.00	FIX	3136A22Q5	January 2042
CF(4) . . . . .	1	7,178,754	PAC/AD	(2)	FLT	3136A22R3	January 2042
CS(4) . . . . .	1	7,178,754(3)	NTL	(2)	INV/IO	3136A22S1	January 2042
CJ(4) . . . . .	1	10,768,131	PAC/AD	2.00	FIX	3136A22T9	January 2042
AZ . . . . .	1	33,251,041	SUP	4.00	FIX/Z	3136A22U6	January 2042
KC . . . . .	2	27,000,000	SC/PT	4.50	FIX	3136A22V4	January 2037
CG . . . . .	3	10,000,000	SC/PT	1.50	FIX	3136A22W2	June 2035
CI . . . . .	3	10,608,327(3)	NTL	5.00	FIX/IO	3136A22X0	June 2035
CE . . . . .	3	64,055,519	SC/PT	1.25	FIX	3136A22Y8	June 2035
PT . . . . .	4	16,136,196	PT	(5)	WAC	3136A22Z5	January 2038
WF . . . . .	5	22,264,215	PT	(2)	FLT	3136A23A9	January 2042
WS . . . . .	5	22,264,215(3)	NTL	(2)	INV/IO	3136A23B7	January 2042
FW . . . . .	5	13,316,081	SEQ	(2)	FLT	3136A23C5	October 2040
SW . . . . .	5	13,316,081(3)	NTL	(2)	INV/IO	3136A23D3	October 2040
WD . . . . .	5	26,632,164	SEQ	2.50	FIX	3136A23E1	October 2040
WB . . . . .	5	4,580,185	SEQ	4.00	FIX	3136A23F8	January 2042

(Table continued on next page)

**The Trust and its Assets**

The trust will own

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

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 BP, CP, CQ, CW, NF, NS, GU, LW and LY 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 mortgage loans underlying the Fannie Mae MBS and Fannie Mae Stripped MBS are first lien, single-family, fixed-rate loans.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be December 29, 2011.

**Carefully consider the risk factors on page S-11 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.

**Goldman, Sachs & Co.**

The date of this Prospectus Supplement is December 22, 2011

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
FA .....	6	\$ 6,250,000	SEQ	(2)	FLT	3136A23G6	November 2025
SA .....	6	6,250,000(3)	NTL	(2)	INV/IO	3136A23H4	November 2025
AB .....	6	50,000,000	SEQ	2.50%	FIX	3136A23J0	November 2025
BA .....	6	7,190,510	SEQ	3.00	FIX	3136A23K7	January 2027
JF .....	7	92,230,541	PT	(2)	FLT	3136A23L5	January 2042
JS .....	7	92,230,541(3)	NTL	(2)	INV/IO	3136A23M3	January 2042
PF .....	7	16,666,666	PAC	(2)	FLT	3136A23N1	October 2039
PS .....	7	16,666,666(3)	NTL	(2)	INV/IO	3136A23P6	October 2039
JA .....	7	100,000,000	PAC	3.50	FIX	3136A23Q4	October 2039
JP .....	7	24,627,417	PAC	4.00	FIX	3136A23R2	January 2042
GP(4) .....	7	11,797,813	PAC	4.00	FIX	3136A23S0	January 2042
DP(4) .....	7	18,821,513	SUP	4.00	FIX	3136A23T8	March 2041
EP(4) .....	7	12,547,675	SUP	4.00	FIX	3136A23U5	January 2042
LF .....	8	48,498,394	PT	(2)	FLT	3136A23V3	January 2042
LS .....	8	48,498,394(3)	NTL	(2)	INV/IO	3136A23W1	January 2042
HF(4) .....	8	80,000,000	PAC/AD	(2)	FLT	3136A23X9	April 2041
HS(4) .....	8	80,000,000(3)	NTL	(2)	INV/IO	3136A23Y7	April 2041
LP(4) .....	8	80,000,000	PAC/AD	2.00	FIX	3136A23Z4	April 2041
LB .....	8	10,627,392	PAC/AD	4.50	FIX	3136A24A8	January 2042
LZ .....	8	23,366,188	SUP	4.50	FIX/Z	3136A24B6	January 2042
R .....		0	NPR	0	NPR	3136A24C4	January 2042
RL .....		0	NPR	0	NPR	3136A24D2	January 2042

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

(2) Based on LIBOR.

(3) Notional balances. These classes are interest only classes. See page S-9 for a description of how their notional balances are calculated.

(4) Exchangeable classes.

(5) The interest rate of the PT Class is calculated as described on page S-15.

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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
  - July 1, 2011, for all MBS issued on or after July 1, 2011,
  - June 1, 2009, for all MBS issued on or after January 1, 2009 and prior to July 1, 2011,
  - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
  - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”);
- if you are purchasing a Group 2 or Group 3 Class or the R or RL Class, the applicable disclosure documents relating to the underlying REMIC certificates (the “Underlying REMIC Disclosure Documents”);
- if you are purchasing the Group 4 Class or the R or RL Class
  - our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated
    - January 1, 2009, for all SMBS issued on or after January 1, 2009,
    - December 1, 2007, for all SMBS issued on or after December 1, 2007 and prior to January 1, 2009, or
    - May 1, 2002, for all other SMBS(as applicable, the “SMBS Prospectus”); and
  - the preliminary data statements or prospectus supplements, as applicable, relating to the Group 4 SMBS (the “SMBS Supplements”); 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 July 1, 2011.

The MBS Prospectus, the SMBS Prospectus, the SMBS Supplements 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](http://www.fanniemae.com).

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

Goldman, Sachs & Co.  
Global Operations  
Mortgage-Backed Securities  
30 Hudson Street  
36<sup>th</sup> Floor  
Jersey City, New Jersey 07302  
(telephone 212-902-3089).

## RECENT DEVELOPMENTS

### Ratings Matters

#### *Standard and Poor's Ratings Services*

On August 8, 2011, Standard and Poor's Ratings Services ("Standard & Poor's") announced that it had downgraded Fannie Mae senior unsecured long-term debt from "AAA" to "AA+" with a negative outlook. This announcement followed a similar action by Standard & Poor's taken on August 5, 2011 on the United States sovereign long-term debt rating. Standard & Poor's also announced that Fannie Mae's debt ratings were no longer on CreditWatch Negative, and that the ratings on Fannie Mae short term debt and subordinated debt remain unchanged at "A-1+" and "A", respectively.

The action taken by Standard & Poor's with respect to Fannie Mae's ratings was announced at the same time as similar ratings actions on other institutions with ties to the United States Government, including Freddie Mac, select Federal Home Loan Banks, and the Farm Credit System.

#### *Moody's Investors Service*

On August 2, 2011, Moody's Investors Service ("Moody's") confirmed the "Aaa" rating of institutions directly linked to the United States Government, including Fannie Mae. Moody's also announced that the rating outlook for Fannie Mae and other institutions directly linked to the United States Government was being revised to negative, following a similar revision on the outlook of the United States Government.

#### *Fitch Ratings Limited*

On November 28, 2011, Fitch Ratings Limited ("Fitch") affirmed the long-term issuer default rating and senior unsecured debt rating of Fannie Mae at "AAA", but revised its Ratings Outlook on Fannie Mae's long-term issuer default rating to Negative from Stable. This action followed a similar action by Fitch on the United States sovereign rating. Fitch has previously indicated that the ratings of Fannie Mae and other issuers with ties to the United States Government would ultimately be aligned with the United States sovereign rating assigned by Fitch.

For additional information on the impacts of a credit rating downgrade on Fannie Mae and its securities, please refer to our Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2011, including the Risk Factors set forth in that Quarterly Report.

## SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of December 1, 2011. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on pages S-3 and S-4. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

### Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Class 2011-36-CA REMIC Certificate Class 2011-36-VA REMIC Certificate
3	Class 2010-110-AP REMIC Certificate
4	Group 4 SMBS
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS
8	Group 8 MBS

### Group 1, Group 5, Group 6, Group 7 and Group 8

#### Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$225,000,000	4.00%	4.25% to 6.50%	241 to 360
Group 5 MBS	\$ 66,792,645	5.00%	5.25% to 7.50%	241 to 360
Group 6 MBS	\$ 63,440,510	3.00%	3.25% to 5.50%	121 to 180
Group 7 MBS	\$276,691,625	5.00%	5.25% to 7.50%	241 to 360
Group 8 MBS	\$242,491,974	5.00%	5.25% to 7.50%	241 to 360

#### Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$225,000,000	360	349	3	4.470%
Group 5 MBS	\$ 66,792,645	360	345	10	5.420%
Group 6 MBS	\$ 63,440,510	180	178	2	3.375%
Group 7 MBS	\$276,691,625	360	349	6	5.380%
Group 8 MBS	\$242,491,974	360	347	9	5.380%

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

## Group 2 and Group 3

Exhibit A describes the underlying REMIC certificates in Group 2 and Group 3, including certain information about the related mortgage loans. To learn more about the underlying REMIC certificates, you should obtain from us the current class factors and the related disclosure documents as described on pages S-3 and S-4.

## Group 4

### Characteristics of the Group 4 SMBS

<u>Principal Balance</u>	<u>Pass-Through Rate</u>	<u>SMBS Trust and Class Designation</u>
\$28,163,243*	6.00%	407-40
\$16,136,196†	—	370-1

\* Notional principal balance. These are interest only SMBS certificates.

† Principal balance. These are principal only SMBS certificates.

### Assumed Characteristics of the Underlying Mortgage Loans

<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
\$28,163,243	360	289	63	6.510%
\$16,136,196	360	284	69	6.432%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Group 4 SMBS will differ from those shown above, perhaps significantly.

## Settlement Date

We expect to issue the certificates on December 29, 2011.

## Distribution Dates

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

## Record Date

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

## Book-Entry and Physical Certificates

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

<u>Fed Book-Entry</u>	<u>DTC Book-Entry</u>	<u>Physical</u>
All classes other than the PT, R and RL Classes	PT Class	R and RL Classes

## Exchanging Certificates Through Combination and Recombination

If you own certificates of a class designated as “exchangeable” on the cover of this prospectus supplement, you will be able to exchange them for a proportionate interest in the related RCR



certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates. You can exchange your certificates by notifying us and paying an exchange fee. We will deliver the RCR certificates upon such exchange.

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

### Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
AF .....	0.607%	7.00%	0.35%	LIBOR + 35 basis points
AS .....	6.393%	6.65%	0.00%	6.65% – LIBOR
CF .....	0.707%	7.00%	0.45%	LIBOR + 45 basis points
CS .....	6.293%	6.55%	0.00%	6.55% – LIBOR
WF .....	0.776%	7.00%	0.50%	LIBOR + 50 basis points
WS .....	6.224%	6.50%	0.00%	6.50% – LIBOR
FW .....	0.726%	7.00%	0.45%	LIBOR + 45 basis points
SW .....	6.274%	6.55%	0.00%	6.55% – LIBOR
FA .....	0.628%	7.00%	0.35%	LIBOR + 35 basis points
SA .....	6.372%	6.65%	0.00%	6.65% – LIBOR
JF .....	0.778%	7.00%	0.50%	LIBOR + 50 basis points
JS .....	6.222%	6.50%	0.00%	6.50% – LIBOR
PF .....	0.728%	7.00%	0.45%	LIBOR + 45 basis points
PS .....	6.272%	6.55%	0.00%	6.55% – LIBOR
LF .....	0.778%	7.00%	0.50%	LIBOR + 50 basis points
LS .....	6.222%	6.50%	0.00%	6.50% – LIBOR
HF .....	0.728%	7.00%	0.45%	LIBOR + 45 basis points
HS .....	6.272%	6.55%	0.00%	6.55% – LIBOR
NF .....	1.378%	6.00%	1.10%	LIBOR + 110 basis points
NS .....	9.244%	9.80%	0.00%	9.80% – (1.99999986% × LIBOR)

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

During each interest accrual period, the PT Class will bear interest at the annual rate described under “Description of the Certificates—Distributions of Interest—*The PT Class*” in this prospectus supplement.

## Notional Classes

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

<u>Class</u>	
AS .....	100% of the AF Class
CS .....	100% of the CF Class
CI .....	14.3248297267% of the Group 3 Underlying REMIC Certificate
WS .....	100% of the WF Class
SW .....	100% of the FW Class
SA .....	100% of the FA Class
JS .....	100% of the JF Class
PS .....	100% of the PF Class
LS .....	100% of the LF Class
HS .....	100% of the HF 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%	120%	159%	190%	250%	251%	600%	900%	1300%
AF, AS and AP . . . . .		13.6	4.8	4.3	4.3	4.3	4.3	4.3	2.5	1.9	1.5
BL . . . . .		23.8	11.7	11.0	11.0	11.0	11.0	11.0	5.1	3.5	2.5
BN . . . . .		26.1	18.4	18.4	18.4	18.4	18.4	18.4	8.6	5.6	3.6
CF, CS, CJ, CP, CQ and CW . . . . .		5.8	5.8	5.7	3.2	3.2	3.2	3.2	1.5	1.2	0.9
AZ . . . . .		28.4	20.7	18.9	17.4	11.5	2.8	2.8	0.9	0.7	0.5
BP . . . . .		24.5	13.9	13.4	13.4	13.4	13.4	13.3	6.2	4.2	2.9
		PSA Prepayment Assumption									
Group 2 Class		0%	100%	400%	700%	1100%	1500%				
KC . . . . .		13.0	5.5	2.3	1.5	1.0	0.8				
		PSA Prepayment Assumption									
Group 3 Classes		0%	100%	210%	500%	800%	1100%	1500%			
CG, CI and CE . . . . .		13.6	4.1	2.5	1.4	0.8	0.6	0.3			
		PSA Prepayment Assumption									
Group 4 Class		0%	100%	300%	500%	800%	1100%	1400%			
PT† . . . . .		15.6	9.1	4.4	2.7	1.5	0.9	0.6			
		PSA Prepayment Assumption									
Group 5 Classes		0%	100%	150%	300%	600%	900%				
WF and WS . . . . .		20.2	10.5	8.4	5.0	2.7	1.8				
FW, SW and WD . . . . .		19.2	8.8	6.8	3.9	2.1	1.5				
WB . . . . .		29.4	25.1	22.5	14.8	7.6	4.8				
		PSA Prepayment Assumption									
Group 6 Classes		0%	100%	150%	300%	650%	1000%				
FA, SA and AB . . . . .		7.8	5.5	4.8	3.5	2.2	1.7				
BA . . . . .		14.4	13.4	12.9	10.7	6.6	4.4				

		PSA Prepayment Assumption								
<u>Group 7 Classes</u>	<u>0%</u>	<u>100%</u>	<u>120%</u>	<u>150%</u>	<u>185%</u>	<u>250%</u>	<u>251%</u>	<u>600%</u>	<u>1000%</u>	<u>1500%</u>
JF and JS . . . . .	20.2	10.7	9.8	8.6	7.5	6.1	6.1	2.9	1.9	1.3
PF, PS and JA . . . . .	16.0	5.8	5.2	5.2	5.2	5.2	5.1	2.7	1.8	1.3
JP . . . . .	25.8	16.3	16.1	16.1	16.1	16.1	16.1	7.3	4.2	2.5
GP . . . . .	27.3	15.6	12.1	3.1	3.1	3.1	3.1	1.4	0.9	0.7
DP . . . . .	28.5	20.6	18.3	14.0	5.7	1.6	1.6	0.6	0.3	0.2
EP . . . . .	29.6	26.3	25.4	23.3	19.8	4.3	4.2	1.2	0.7	0.5
NF, NS and GU . . . . .	28.5	20.9	18.7	13.7	9.1	2.8	2.8	1.0	0.6	0.4
		PSA Prepayment Assumption								
<u>Group 8 Classes</u>	<u>0%</u>	<u>100%</u>	<u>175%</u>	<u>205%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1500%</u>	
LF and LS . . . . .	20.2	10.6	7.7	6.9	5.9	3.3	2.1	1.5	1.1	
HF, HS, LP, LW and LY . . . . .	15.0	6.7	5.5	5.5	5.5	3.1	2.1	1.5	1.1	
LB . . . . .	24.5	19.7	19.7	19.7	19.7	10.9	6.5	4.3	2.7	
LZ . . . . .	27.6	21.0	16.9	10.3	2.4	0.7	0.4	0.3	0.2	

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

† The weighted average life information set forth for this class is based solely on assumed principal distributions.

## ADDITIONAL RISK FACTORS

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

In particular, as described in the related Underlying REMIC Disclosure Document, principal payments on the Group 3 Underlying REMIC Certificate are governed by a principal balance schedule. As a result, the Group 3 Underlying REMIC Certificate may receive principal payments faster or slower than would otherwise have been the case. 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 Group 3 Underlying REMIC Certificate will receive principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

- the Group 3 Underlying REMIC Certificate has adhered to the applicable principal balance schedule,
- any related support classes remain outstanding, or
- the Group 3 Underlying REMIC Certificate otherwise has performed as originally anticipated.

You may obtain additional information about the underlying REMIC 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 pages S-3 and S-4.

*Principal and interest payments on the PT Class are derived from separate sources.* Interest payments on the PT Class will be based

solely on interest payable on the Class 407-40 SMBS Certificate in Group 4, while principal payments on the PT Class will be based solely on principal payable on the Class 370-1 SMBS Certificate in Group 4. The Class 407-40 SMBS Certificate and the Class 370-1 SMBS Certificate are independent of one another. Accordingly, the interest payment rate and principal payment rate on the PT Class are unrelated, are likely to differ, and may differ sharply. In addition, there is a risk that the PT Class could in the future receive only interest payments in the event that the Class 370-1 SMBS Certificate is retired while the Class 407-40 SMBS Certificate remains outstanding. Similarly, there is a risk that the PT Class could in the future receive only principal payments in the event that the Class 407-40 SMBS Certificate is retired while the Class 370-1 SMBS Certificate remains outstanding.

*Mortgage loans with high loan-to-value ratios may have different prepayment and default characteristics than conforming mortgage loans generally.* The mortgage loans underlying the Group 5 MBS have been refinanced under Fannie Mae's Home Affordable Refinance Program ("Fannie Mae Refi Plus") and are designated as "high loan-to-value ratio" loans, with loan-to-value ratios ranging from greater than 105% up to 125%. There is limited information regarding the default and prepayment rates for Fannie Mae Refi Plus high loan-to-value ratio loans. It is possible that these loans could experience higher rates of default and lower rates of voluntary prepayment than other conforming loans generally, and could experience higher or lower rates of default and higher or lower rates of voluntary prepayment than other high loan-to-value ratio loans not refinanced through the Fannie Mae Refi Plus initiative. We are unable to predict how these factors will affect loan performance. Accordingly, the Group 5 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives of the Group 5 Classes may be affected, perhaps significantly.

## DESCRIPTION OF THE CERTIFICATES

The material under this heading describes the principal features of the Certificates. You will find additional information about the Certificates in the other sections of this prospectus supplement, as well as in the additional Disclosure Documents and the Trust Agreement. If we use a capitalized term in this prospectus supplement without defining it, you will find the definition of that term in the applicable Disclosure Document or in the Trust Agreement.

### General

*Structure.* We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the “Trust”) pursuant to a trust agreement dated as of May 1, 2010 and a supplement thereto dated as of December 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 5 MBS,” “Group 6 MBS,” “Group 7 MBS” and “Group 8 MBS,” and together, the “Trust MBS”),
- two groups of previously issued REMIC certificates (the “Group 2 Underlying REMIC Certificates” and “Group 3 Underlying REMIC Certificate,” and together, the “Underlying REMIC Certificates”) issued from the related Fannie Mae REMIC trust (the “Underlying REMIC Trusts”) as further described in Exhibit A, and
- certain previously issued Fannie Mae Stripped Mortgage-Backed Securities (the “Group 4 SMBS”).

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

The Group 4 SMBS represent beneficial ownership interests in certain interest or principal distributions on mortgage loans underlying certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Underlying REMIC Certificates, the “MBS”).

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

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

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

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC . . . .	Trust MBS, Underlying REMIC Certificates and Group 4 SMBS	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC . . . .	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

*Fannie Mae Guaranty.* For a description of our guaranties of the Certificates, the MBS, the Group 4 SMBS and the Underlying REMIC Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus, the Underlying REMIC Disclosure Documents, the SMBS Prospectus and the SMBS Supplements, as applicable. 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.”

The PT Class will be represented by a single certificate (the “DTC Certificate”) to be registered at all times in the name of the nominee of The Depository Trust Company (“DTC”), a New York-chartered limited purpose trust company, or any successor or depository selected or approved by us. We refer to the nominee of DTC as the “Holder” or “Certificateholder” of the DTC Certificate. DTC will maintain the DTC Certificate through its book-entry facilities.

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

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

<u>Classes</u>	<u>Denominations</u>
Interest Only Classes, Inverse Floating Rate Classes and the PT Class	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

## The Trust MBS

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



of the Group 1 MBS, Group 5 MBS, Group 7 MBS and Group 8 MBS, and up to 15 years in the case of the Group 6 MBS.

In addition, the Mortgage Loans underlying the Group 5 MBS have been refinanced under Fannie Mae Refi Plus and are designated as “high loan-to-value ratio” loans, with loan-to-value ratios ranging from greater than 105% up to 125% at the time of refinance. These loans are targeted at borrowers who have demonstrated an acceptable payment history on their mortgage loans but may have been unable to refinance due to a decline in home prices or the unavailability of mortgage insurance. Fannie Mae Refi Plus refinancing is available only if the new mortgage loan either reduces the monthly principal and interest payment for the borrower or provides a more stable loan product (such as movement from an adjustable-rate loan to a fixed rate loan). For more information on Home Affordable Refinance Program, see “Yield, Maturity, and Prepayment Considerations—Maturity and Prepayment Considerations—Borrower Refinancings” in the MBS Prospectus dated July 1, 2011 and on our Web site at [www.fanniemae.com](http://www.fanniemae.com). See also “Additional Risk Factor—*Mortgage loans with high loan-to-value ratios may have different prepayment and default characteristics than conforming mortgage loans generally*” in this prospectus supplement.

For additional information, see “Summary—Group 1, Group 5, Group 6, Group 7 and Group 8—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.

In addition, the pools of mortgage loans backing the Group 2 Underlying REMIC Certificates have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated July 1, 2011. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at [www.fanniemae.com](http://www.fanniemae.com). For additional information about the particular pools underlying the Group 2 Underlying REMIC Certificates, see the Final Data Statement for the related trusts and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—*Refinancing—“Jumbo-conforming” 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 the MBS Prospectus dated July 1, 2011.

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

For further information about the Underlying REMIC Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC Certificates is also available at <http://sls.fanniemae.com/slsSearch/Home.do>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These

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

## The Group 4 SMBS

The general characteristics of the Group 4 SMBS are described in the SMBS Prospectus and in the related SMBS Supplements. The Group 4 SMBS provide that certain interest or principal amounts on the Mortgage Loans underlying the related MBS are passed through monthly.

The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interest in a pool of conventional, fixed-rate, fully-amortizing Mortgage Loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years. For additional information see “Summary—Group 4—Characteristics of the Group 4 SMBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement, and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

## Distributions of Interest

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

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate and Weighted Average Coupon Classes and the NF and NS Classes	Floating Rate and Inverse Floating Rate Classes other than the NF and NS Classes

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

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

*The PT Class.* On each Distribution Date, we will pay interest on the PT Class in an amount equal to the interest accrued during that interest accrual period on the Class 407-40 SMBS Certificate in Group 4. Accordingly, the amount of interest payable on the Certificates of the PT Class will not be determined on the basis of their principal balances.

On the initial Distribution Date, we expect to pay interest on the PT Class at an annual rate of approximately 10.47207% (calculated based on the amount of interest payable on that date and the initial principal balance of the PT Class).

If the Class 370-1 SMBS Certificate in Group 4 remains outstanding after the notional principal balance of the Class 407-40 SMBS Certificate in Group 4 has been reduced to zero, the PT Class will no longer bear interest.

Our determination of the interest rate for the PT Class for each Distribution Date will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.



## 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 AZ Accrual Amount to Aggregate Group II to its Planned Balance, and thereafter to AZ. } Accretion  
Directed/PAC  
Group and  
Accrual Class

The Group 1 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance. } PAC Groups
2. To Aggregate Group II to its Planned Balance. }
3. To AZ until retired. } Support Class
4. To Aggregate Group II to zero. } PAC Groups
5. To Aggregate Group I to zero. }

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

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

“Aggregate Group I” consist of the AF, AP, BL and BN Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I as follows:

- first*, to AF and AP, pro rata, until retired; and
- second*, to BL and BN, 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.

“Aggregate Group II” consists of the CF and CJ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to CF and CJ, pro rata, until retired.

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

- *Group 2*

The Group 2 Principal Distribution Amount to KC until retired. } Structural  
Collateral/  
Pass-Through  
Class

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

- *Group 3*

The Group 3 Principal Distribution Amount to CG and CE, pro rata, until retired. } Structural  
Collateral/  
Pass-Through  
Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount to PT until retired. } Pass-Through  
Class

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

- *Group 5*

The Group 5 Principal Distribution Amount as follows:

— 33.3333333333% to WF until retired, and } Pass-Through Class

— 66.6666666667% as follows:

*first*, to FW and WD, pro rata, until retired; and

*second*, to WB until retired. } Sequential Pay Classes

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

- *Group 6*

The Group 6 Principal Distribution Amount in the following priority:

1. To FA and AB, pro rata, until retired

2. To BA until retired. } Sequential Pay Classes

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

- *Group 7*

The Group 7 Principal Distribution Amount as follows:

— 33.3333330924% to JF until retired, and } Pass-Through Class

— 66.6666669076% as follows:

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

*second*, to GP to its Planned Balance;

*third*, to DP and EP, in that order, until retired;

*fourth*, to GP until retired; and

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

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

“Aggregate Group III” consists of the PF, JA and JP Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III as follows:

*first*, to PF and JA, pro rata, until retired; and

*second*, to JP until retired.

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

- *Group 8*

The LZ Accrual Amount to Aggregate Group IV to its Planned Balance, and thereafter to LZ. } Accretion Directed/PAC Group and Accrual Class

The Group 8 Cash Flow Distribution Amount as follows:

— 19.9999996701% to LF until retired, and } Pass-Through Class

— 80.0000003299% as follows:

<i>first</i> , to Aggregate Group IV to its Planned Balance;	} PAC Group
<i>second</i> , to LZ until retired; and	} Support Class
<i>third</i> , to Aggregate Group IV to zero.	} PAC Group

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

The “Group 8 Cash Flow Distribution Amount” is the principal then paid on the Group 8 MBS.

“Aggregate Group IV” consists of the HF, LP and LB Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group IV as follows:

*first*, to HF and LP, pro rata, until retired; and  
*second*, to LB until retired.

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

### 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 5, Group 6, Group 7 and Group 8—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 4 SMBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 4—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is December 29, 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.

<u>Groups and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
Aggregate Group II Planned Balances	Between 159% and 251% PSA	Between 159% and 251% PSA
Aggregate Group III Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
GP Class Planned Balances	Between 150% and 251% PSA	Between 150% and 251% PSA
Aggregate Group IV Planned Balances	Between 175% and 250% PSA	Between 175% and 250% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I . . . . .	AF, AP, BL and BN
Aggregate Group II . . . . .	CF and CJ
Aggregate Group III . . . . .	PF, JA and JP
Aggregate Group IV . . . . .	HF, LP and LB

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 the GP 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 the GP Class will begin or end on the Distribution Dates specified in the Principal Balance Schedules.**

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

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

Effective Range, and will be much more sensitive to prepayments of the related Mortgage Loans.

## Yield Tables

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

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

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

We cannot assure you that

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

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

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

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

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

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

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Summary—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified levels of the Index, and

- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
AS .....	18.6250%
CS .....	10.0313%
WS .....	21.0000%
SW .....	19.7500%
SA .....	18.7813%
JS .....	20.8438%
PS .....	20.1563%
LS .....	19.1875%
HS .....	19.4375%
NS .....	100.1535%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>									
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>159%</u>	<u>190%</u>	<u>250%</u>	<u>251%</u>	<u>600%</u>	<u>900%</u>	<u>1300%</u>
0.130% .....	26.8%	19.8%	16.7%	16.7%	16.7%	16.7%	16.7%	(8.5)%	(30.4)%	(54.8)%
0.257% .....	26.0%	18.9%	15.8%	15.8%	15.8%	15.8%	15.8%	(9.6)%	(31.7)%	(56.1)%
2.257% .....	12.6%	4.1%	0.6%	0.6%	0.6%	0.6%	0.5%	(29.7)%	(53.4)%	(78.0)%
4.257% .....	(2.6)%	(13.2)%	(17.6)%	(17.6)%	(17.6)%	(17.6)%	(17.6)%	(54.6)%	(80.0)%	*
6.650% .....	*	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>									
	<u>50%</u>	<u>100%</u>	<u>120%</u>	<u>159%</u>	<u>190%</u>	<u>250%</u>	<u>251%</u>	<u>600%</u>	<u>900%</u>	<u>1300%</u>
0.130% .....	61.2%	61.2%	61.2%	46.9%	46.9%	46.9%	46.9%	(2.5)%	(41.0)%	(81.9)%
0.257% .....	59.6%	59.6%	59.6%	45.2%	45.2%	45.2%	45.2%	(4.6)%	(43.2)%	(83.8)%
2.257% .....	35.0%	35.0%	34.9%	17.9%	17.9%	17.9%	17.9%	(40.5)%	(78.0)%	*
4.257% .....	9.3%	9.3%	8.9%	(11.9)%	(11.9)%	(11.9)%	(11.9)%	(81.6)%	*	*
6.550% .....	*	*	*	*	*	*	*	*	*	*

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>					
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>300%</u>	<u>600%</u>	<u>900%</u>
0.140% .....	27.2%	24.2%	21.2%	11.9%	(7.9)%	(30.0)%
0.276% .....	26.4%	23.5%	20.5%	11.2%	(8.7)%	(30.8)%
2.276% .....	15.7%	12.8%	9.8%	0.5%	(19.5)%	(41.9)%
4.276% .....	4.5%	1.5%	(1.4)%	(10.7)%	(30.7)%	(53.6)%
6.500% .....	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>					
	<b>50%</b>	<b>100%</b>	<b>150%</b>	<b>300%</b>	<b>600%</b>	<b>900%</b>
0.140% . . . . .	28.9%	25.4%	21.7%	9.1%	(20.7)%	(52.0)%
0.276% . . . . .	28.2%	24.6%	20.9%	8.2%	(21.7)%	(53.1)%
2.276% . . . . .	16.7%	13.0%	9.0%	(5.0)%	(37.6)%	(70.2)%
4.276% . . . . .	4.5%	0.4%	(4.2)%	(20.6)%	(57.2)%	(91.4)%
6.550% . . . . .	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>					
	<b>50%</b>	<b>100%</b>	<b>150%</b>	<b>300%</b>	<b>650%</b>	<b>1000%</b>
0.140% . . . . .	24.7%	21.7%	18.6%	8.5%	(16.5)%	(39.5)%
0.278% . . . . .	23.8%	20.8%	17.6%	7.5%	(17.6)%	(40.7)%
2.278% . . . . .	10.5%	7.2%	3.7%	(7.6)%	(35.3)%	(59.8)%
4.278% . . . . .	(4.8)%	(8.5)%	(12.4)%	(25.6)%	(57.0)%	(83.2)%
6.650% . . . . .	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>									
	<b>50%</b>	<b>100%</b>	<b>120%</b>	<b>150%</b>	<b>185%</b>	<b>250%</b>	<b>251%</b>	<b>600%</b>	<b>1000%</b>	<b>1500%</b>
0.140% . . . . .	27.6%	24.9%	23.8%	22.1%	20.1%	16.4%	16.3%	(4.7)%	(31.3)%	(69.8)%
0.278% . . . . .	26.9%	24.1%	23.0%	21.3%	19.4%	15.6%	15.6%	(5.5)%	(32.2)%	(70.8)%
2.278% . . . . .	16.1%	13.3%	12.1%	10.4%	8.4%	4.6%	4.5%	(17.1)%	(45.1)%	(86.4)%
4.278% . . . . .	4.7%	1.9%	0.7%	(1.0)%	(3.0)%	(6.9)%	(7.0)%	(29.2)%	(58.8)%	*
6.500% . . . . .	*	*	*	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>									
	<b>50%</b>	<b>100%</b>	<b>120%</b>	<b>150%</b>	<b>185%</b>	<b>250%</b>	<b>251%</b>	<b>600%</b>	<b>1000%</b>	<b>1500%</b>
0.140% . . . . .	25.4%	19.5%	16.9%	16.9%	16.9%	16.9%	16.9%	(8.6)%	(41.5)%	(76.3)%
0.278% . . . . .	24.6%	18.6%	16.1%	16.1%	16.1%	16.1%	16.0%	(9.8)%	(42.8)%	(77.6)%
2.278% . . . . .	12.6%	5.7%	2.8%	2.8%	2.8%	2.8%	2.8%	(27.7)%	(63.0)%	(97.6)%
4.278% . . . . .	(0.8)%	(9.5)%	(12.8)%	(12.8)%	(12.8)%	(12.8)%	(12.9)%	(50.0)%	(87.9)%	*
6.550% . . . . .	*	*	*	*	*	*	*	*	*	*



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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>								
	<b>50%</b>	<b>100%</b>	<b>175%</b>	<b>205%</b>	<b>250%</b>	<b>500%</b>	<b>800%</b>	<b>1100%</b>	<b>1500%</b>
0.140% . . . . .	30.5%	27.6%	23.1%	21.3%	18.6%	2.8%	(17.9)%	(40.9)%	(77.3)%
0.278% . . . . .	29.7%	26.8%	22.3%	20.5%	17.8%	2.0%	(18.7)%	(41.8)%	(78.3)%
2.278% . . . . .	18.0%	15.0%	10.6%	8.8%	6.0%	(10.0)%	(31.0)%	(54.9)%	(93.4)%
4.278% . . . . .	5.8%	2.9%	(1.6)%	(3.4)%	(6.1)%	(22.2)%	(43.7)%	(68.8)%	*
6.500% . . . . .	*	*	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>								
	<b>50%</b>	<b>100%</b>	<b>175%</b>	<b>205%</b>	<b>250%</b>	<b>500%</b>	<b>800%</b>	<b>1100%</b>	<b>1500%</b>
0.140% . . . . .	27.7%	23.3%	18.6%	18.6%	18.6%	1.3%	(24.6)%	(51.7)%	(86.2)%
0.278% . . . . .	26.8%	22.5%	17.8%	17.8%	17.8%	0.3%	(25.7)%	(52.9)%	(87.4)%
2.278% . . . . .	14.7%	9.8%	5.2%	5.2%	5.2%	(14.9)%	(43.1)%	(71.3)%	*
4.278% . . . . .	1.2%	(4.5)%	(9.0)%	(9.0)%	(9.0)%	(33.0)%	(64.2)%	(93.8)%	*
6.550% . . . . .	*	*	*	*	*	*	*	*	*

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

<b>LIBOR</b>	<b>PSA Prepayment Assumption</b>									
	<b>50%</b>	<b>100%</b>	<b>120%</b>	<b>150%</b>	<b>185%</b>	<b>250%</b>	<b>251%</b>	<b>600%</b>	<b>1000%</b>	<b>1500%</b>
0.140% . . . . .	9.6%	9.6%	9.6%	9.6%	9.5%	9.4%	9.4%	8.8%	8.4%	7.8%
0.278% . . . . .	9.3%	9.3%	9.3%	9.3%	9.3%	9.1%	9.1%	8.6%	8.1%	7.6%
2.278% . . . . .	5.3%	5.3%	5.3%	5.2%	5.2%	5.1%	5.1%	4.8%	4.5%	4.2%
4.278% . . . . .	1.2%	1.2%	1.2%	1.2%	1.2%	1.2%	1.2%	1.0%	0.9%	0.8%
4.900% . . . . .	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.2)%	(0.2)%

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

<b>Class</b>	<b>% PSA</b>
CI . . . . .	301%

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



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

<u>Class</u>	<u>Price*</u>
CI .....	10.75%

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

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

### Sensitivity of the CI Class to Prepayments

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>210%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity . . .	37.1%	27.6%	6.6%	(42.3)%	*	*	*

### Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Group 1, Group 5, Group 6, Group 7 and Group 8 Classes, and
- in the case of the Group 2 and Group 3 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 Underlying REMIC Disclosure Documents.

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

### Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	6.50%
Group 2 Underlying REMIC Certificates	360 months	352 months	7.00%
Group 3 Underlying REMIC Certificate	360 months	345 months	7.50%
Group 4 SMBS	360 months	284 months	8.50%
Group 5 MBS	360 months	360 months	7.50%
Group 6 MBS	180 months	180 months	5.50%
Group 7 MBS	360 months	360 months	7.50%
Group 8 MBS	360 months	360 months	7.50%

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

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

### Percent of Original Principal Balances Outstanding

Date	AF, AS† and AP Classes										BL Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	98	93	93	93	93	93	93	93	93	93	100	100	100	100	100	100	100	100	100	100
December 2013 . . . . .	96	82	80	80	80	80	80	74	46	13	100	100	100	100	100	100	100	100	100	100
December 2014 . . . . .	93	69	65	65	65	65	65	30	0	0	100	100	100	100	100	100	100	100	89	0
December 2015 . . . . .	91	57	51	51	51	51	51	2	0	0	100	100	100	100	100	100	100	100	14	0
December 2016 . . . . .	88	45	38	38	38	38	38	0	0	0	100	100	100	100	100	100	100	49	0	0
December 2017 . . . . .	85	34	26	26	26	26	26	0	0	0	100	100	100	100	100	100	100	13	0	0
December 2018 . . . . .	82	24	16	16	16	16	16	0	0	0	100	100	100	100	100	100	100	0	0	0
December 2019 . . . . .	79	14	6	6	6	6	5	0	0	0	100	100	100	100	100	100	100	0	0	0
December 2020 . . . . .	75	5	0	0	0	0	0	0	0	0	100	100	89	89	89	89	88	0	0	0
December 2021 . . . . .	71	0	0	0	0	0	0	0	0	0	100	90	65	65	65	65	64	0	0	0
December 2022 . . . . .	67	0	0	0	0	0	0	0	0	0	100	65	45	45	45	45	44	0	0	0
December 2023 . . . . .	63	0	0	0	0	0	0	0	0	0	100	41	28	28	28	28	28	0	0	0
December 2024 . . . . .	59	0	0	0	0	0	0	0	0	0	100	19	14	14	14	14	14	0	0	0
December 2025 . . . . .	54	0	0	0	0	0	0	0	0	0	100	3	3	3	3	3	2	0	0	0
December 2026 . . . . .	48	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2027 . . . . .	43	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2028 . . . . .	37	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2029 . . . . .	31	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2030 . . . . .	24	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2031 . . . . .	17	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2032 . . . . .	9	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2033 . . . . .	1	0	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0
December 2034 . . . . .	0	0	0	0	0	0	0	0	0	0	74	0	0	0	0	0	0	0	0	0
December 2035 . . . . .	0	0	0	0	0	0	0	0	0	0	44	0	0	0	0	0	0	0	0	0
December 2036 . . . . .	0	0	0	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0	0	0
December 2037 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2038 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2039 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)** . . . . .	13.6	4.8	4.3	4.3	4.3	4.3	4.3	2.5	1.9	1.5	23.8	11.7	11.0	11.0	11.0	11.0	11.0	5.1	3.5	2.5

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

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

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

Date	BN Class										CF, CS†, CJ, CP, CQ and CW Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	100	100	100	100	100	100	100	100	100	100	93	93	93	90	90	90	90	90	90	2
December 2013 . . . . .	100	100	100	100	100	100	100	100	100	100	85	85	85	71	71	71	71	0	0	0
December 2014 . . . . .	100	100	100	100	100	100	100	100	100	90	76	76	76	49	49	49	49	0	0	0
December 2015 . . . . .	100	100	100	100	100	100	100	100	100	19	68	68	68	31	31	31	31	0	0	0
December 2016 . . . . .	100	100	100	100	100	100	100	100	58	4	59	59	59	18	18	18	18	0	0	0
December 2017 . . . . .	100	100	100	100	100	100	100	100	26	1	50	50	50	8	8	8	8	0	0	0
December 2018 . . . . .	100	100	100	100	100	100	100	100	79	12	40	40	40	2	2	2	2	0	0	0
December 2019 . . . . .	100	100	100	100	100	100	100	49	5	*	30	30	30	0	0	0	0	0	0	0
December 2020 . . . . .	100	100	100	100	100	100	100	31	2	*	20	20	17	0	0	0	0	0	0	0
December 2021 . . . . .	100	100	100	100	100	100	100	19	1	*	9	9	0	0	0	0	0	0	0	0
December 2022 . . . . .	100	100	100	100	100	100	100	12	*	*	0	0	0	0	0	0	0	0	0	0
December 2023 . . . . .	100	100	100	100	100	100	100	7	*	*	0	0	0	0	0	0	0	0	0	0
December 2024 . . . . .	100	100	100	100	100	100	100	4	*	*	0	0	0	0	0	0	0	0	0	0
December 2025 . . . . .	100	100	100	100	100	100	100	3	*	*	0	0	0	0	0	0	0	0	0	0
December 2026 . . . . .	100	86	86	86	86	86	85	2	*	0	0	0	0	0	0	0	0	0	0	0
December 2027 . . . . .	100	69	69	69	69	69	69	1	*	0	0	0	0	0	0	0	0	0	0	0
December 2028 . . . . .	100	55	55	55	55	55	55	1	*	0	0	0	0	0	0	0	0	0	0	0
December 2029 . . . . .	100	44	44	44	44	44	44	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2030 . . . . .	100	35	35	35	35	35	34	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2031 . . . . .	100	27	27	27	27	27	27	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2032 . . . . .	100	21	21	21	21	21	21	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2033 . . . . .	100	16	16	16	16	16	16	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2034 . . . . .	100	12	12	12	12	12	12	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2035 . . . . .	100	9	9	9	9	9	9	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2036 . . . . .	100	6	6	6	6	6	6	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2037 . . . . .	51	4	4	4	4	4	4	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2038 . . . . .	2	2	2	2	2	2	2	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2039 . . . . .	1	1	1	1	1	1	1	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2040 . . . . .	*	*	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 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)** . . . . .	26.1	18.4	18.4	18.4	18.4	18.4	18.4	8.6	5.6	3.6	5.8	5.8	5.7	3.2	3.2	3.2	3.2	1.5	1.2	0.9

Date	AZ Class										BP Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%	0%	100%	120%	159%	190%	250%	251%	600%	900%	1300%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	104	104	104	100	96	89	89	44	5	0	100	100	100	100	100	100	100	100	100	100
December 2013 . . . . .	108	108	108	100	88	65	65	0	0	0	100	100	100	100	100	100	100	100	100	100
December 2014 . . . . .	113	113	113	100	79	40	39	0	0	0	100	100	100	100	100	100	100	100	92	29
December 2015 . . . . .	117	117	117	100	72	22	21	0	0	0	100	100	100	100	100	100	100	100	42	6
December 2016 . . . . .	122	122	122	100	68	10	10	0	0	0	100	100	100	100	100	100	100	65	19	1
December 2017 . . . . .	127	127	127	100	65	4	3	0	0	0	100	100	100	100	100	100	100	41	8	*
December 2018 . . . . .	132	132	132	100	63	1	*	0	0	0	100	100	100	100	100	100	100	25	4	*
December 2019 . . . . .	138	138	138	99	61	0	0	0	0	0	100	100	100	100	100	100	100	16	2	*
December 2020 . . . . .	143	143	143	97	59	0	0	0	0	0	100	100	93	93	93	93	92	10	1	*
December 2021 . . . . .	149	149	148	93	56	0	0	0	0	0	100	93	76	76	76	76	76	6	*	*
December 2022 . . . . .	154	154	142	87	52	0	0	0	0	0	100	76	63	63	63	63	62	4	*	*
December 2023 . . . . .	154	154	135	82	48	0	0	0	0	0	100	60	51	51	51	51	51	2	*	*
December 2024 . . . . .	154	154	126	75	44	0	0	0	0	0	100	45	42	42	42	42	42	1	*	*
December 2025 . . . . .	154	149	117	69	39	0	0	0	0	0	100	34	34	34	34	34	34	1	*	*
December 2026 . . . . .	154	138	108	62	35	0	0	0	0	0	100	28	28	28	28	28	27	1	*	0
December 2027 . . . . .	154	127	98	55	31	0	0	0	0	0	100	22	22	22	22	22	22	*	*	0
December 2028 . . . . .	154	115	88	49	27	0	0	0	0	0	100	18	18	18	18	18	18	*	*	0
December 2029 . . . . .	154	104	79	43	23	0	0	0	0	0	100	14	14	14	14	14	14	*	*	0
December 2030 . . . . .	154	93	70	37	20	0	0	0	0	0	100	11	11	11	11	11	11	*	*	0
December 2031 . . . . .	154	82	61	32	17	0	0	0	0	0	100	9	9	9	9	9	9	*	*	0
December 2032 . . . . .	154	71	52	27	14	0	0	0	0	0	100	7	7	7	7	7	7	*	*	0
December 2033 . . . . .	154	60	44	22	12	0	0	0	0	0	100	5	5	5	5	5	5	*	*	0
December 2034 . . . . .	154	50	37	18	9	0	0	0	0	0	83	4	4	4	4	4	4	*	*	0
December 2035 . . . . .	154	41	29	14	7	0	0	0	0	0	62	3	3	3	3	3	3	*	*	0
December 2036 . . . . .	154	32	23	11	5	0	0	0	0	0	40	2	2	2	2	2	2	*	*	0
December 2037 . . . . .	154	23	16	8	4	0	0	0	0	0	16	1	1	1	1	1	1	*	*	0
December 2038 . . . . .	138	15	11	5	2	0	0	0	0	0	1	1	1	1	1	1	1	*	*	0
December 2039 . . . . .	95	8	5	2	1	0	0	0	0	0	*	*	*	*	*	*	*	*	0	0
December 2040 . . . . .	50	1	*	*	*	0	0	0	0	0	*	*	*	*	*	*	*	*	0	0
December 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)** . . . . .	28.4	20.7	18.9	17.4	11.5	2.8	2.8	0.9	0.7	0.5	24.5	13.9	13.4	13.4	13.4	13.4	13.3	6.2	4.2	2.9

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

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

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

Date	KC Class						CG, CI† and CE Classes								PT Class							
	PSA Prepayment Assumption						PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	400%	700%	1100%	1500%	0%	100%	210%	500%	800%	1100%	1500%	0%	100%	300%	500%	800%	1100%	1400%		
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100		
December 2012 . . . . .	97	92	80	68	51	34	98	87	78	64	33	2	0	99	92	80	69	51	33	16		
December 2013 . . . . .	94	82	53	27	0	0	96	73	56	22	0	0	0	97	85	65	47	26	11	2		
December 2014 . . . . .	91	72	30	0	0	0	94	61	37	0	0	0	0	95	78	52	32	13	4	*		
December 2015 . . . . .	88	62	12	0	0	0	91	49	20	0	0	0	0	94	72	42	22	7	1	*		
December 2016 . . . . .	84	53	0	0	0	0	89	38	5	0	0	0	0	92	66	33	15	3	*	*		
December 2017 . . . . .	81	43	0	0	0	0	86	27	0	0	0	0	0	90	60	26	10	2	*	*		
December 2018 . . . . .	77	35	0	0	0	0	83	18	0	0	0	0	0	87	55	21	7	1	*	*		
December 2019 . . . . .	73	27	0	0	0	0	80	8	0	0	0	0	0	85	49	17	5	*	*	*		
December 2020 . . . . .	68	19	0	0	0	0	76	0	0	0	0	0	0	82	45	13	3	*	*	*		
December 2021 . . . . .	64	11	0	0	0	0	72	0	0	0	0	0	0	79	40	10	2	*	*	*	0	
December 2022 . . . . .	59	3	0	0	0	0	68	0	0	0	0	0	0	76	36	8	1	*	*	*	0	
December 2023 . . . . .	54	0	0	0	0	0	64	0	0	0	0	0	0	73	32	6	1	*	*	*	0	
December 2024 . . . . .	51	0	0	0	0	0	59	0	0	0	0	0	0	69	28	5	1	*	*	*	0	
December 2025 . . . . .	47	0	0	0	0	0	54	0	0	0	0	0	0	65	25	4	*	*	*	*	0	
December 2026 . . . . .	44	0	0	0	0	0	49	0	0	0	0	0	0	60	22	3	*	*	*	*	0	
December 2027 . . . . .	40	0	0	0	0	0	43	0	0	0	0	0	0	55	18	2	*	*	*	*	0	
December 2028 . . . . .	36	0	0	0	0	0	36	0	0	0	0	0	0	50	16	2	*	*	*	0	0	
December 2029 . . . . .	31	0	0	0	0	0	29	0	0	0	0	0	0	44	13	1	*	*	*	0	0	
December 2030 . . . . .	26	0	0	0	0	0	22	0	0	0	0	0	0	38	10	1	*	*	*	0	0	
December 2031 . . . . .	21	0	0	0	0	0	14	0	0	0	0	0	0	31	8	1	*	*	*	0	0	
December 2032 . . . . .	15	0	0	0	0	0	5	0	0	0	0	0	0	23	5	*	*	*	*	0	0	
December 2033 . . . . .	9	0	0	0	0	0	0	0	0	0	0	0	0	15	3	*	*	*	*	0	0	
December 2034 . . . . .	3	0	0	0	0	0	0	0	0	0	0	0	0	6	1	*	*	*	*	0	0	
December 2035 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2036 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2037 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2038 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2039 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2040 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2041 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)** . . . . .	13.0	5.5	2.3	1.5	1.0	0.8	13.6	4.1	2.5	1.4	0.8	0.6	0.3	15.6	9.1	4.4	2.7	1.5	0.9	0.6		

Date	WF and WS† Classes						FW, SW† and WD Classes						WB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	150%	300%	600%	900%	0%	100%	150%	300%	600%	900%	0%	100%	150%	300%	600%	900%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	99	95	94	89	79	69	99	95	93	87	76	65	100	100	100	100	100	100
December 2013 . . . . .	98	89	84	73	52	34	98	87	83	70	46	26	100	100	100	100	100	100
December 2014 . . . . .	97	82	76	59	33	15	97	80	73	54	25	6	100	100	100	100	100	100
December 2015 . . . . .	96	75	68	47	20	7	95	73	64	41	11	0	100	100	100	100	100	67
December 2016 . . . . .	95	70	60	38	13	3	94	66	56	31	3	0	100	100	100	100	100	30
December 2017 . . . . .	93	64	54	30	8	1	93	60	48	23	0	0	100	100	100	100	78	14
December 2018 . . . . .	92	59	48	24	5	1	91	54	42	16	0	0	100	100	100	100	49	6
December 2019 . . . . .	90	54	42	20	3	*	89	49	36	10	0	0	100	100	100	100	31	3
December 2020 . . . . .	89	49	37	16	2	*	87	43	30	6	0	0	100	100	100	100	19	1
December 2021 . . . . .	87	45	33	12	1	*	85	39	25	2	0	0	100	100	100	100	12	1
December 2022 . . . . .	85	41	29	10	1	*	83	34	21	0	0	0	100	100	100	96	7	*
December 2023 . . . . .	83	37	26	8	*	*	81	30	17	0	0	0	100	100	100	76	5	*
December 2024 . . . . .	80	34	22	6	*	*	78	26	14	0	0	0	100	100	100	60	3	*
December 2025 . . . . .	78	30	20	5	*	*	76	22	10	0	0	0	100	100	100	47	2	*
December 2026 . . . . .	75	27	17	4	*	*	73	19	7	0	0	0	100	100	100	37	1	*
December 2027 . . . . .	73	24	15	3	*	*	69	16	5	0	0	0	100	100	100	29	1	*
December 2028 . . . . .	70	22	13	2	*	*	66	13	3	0	0	0	100	100	100	22	*	*
December 2029 . . . . .	66	19	11	2	*	*	62	10	1	0	0	0	100	100	100	17	*	*
December 2030 . . . . .	63	17	9	1	*	*	58	7	0	0	0	0	100	100	89	13	*	*
December 2031 . . . . .	59	14	8	1	*	*	54	5	0	0	0	0	100	100	74	10	*	*
December 2032 . . . . .	55	12	6	1	*	*	50	2	0	0	0	0	100	100	61	7	*	*
December 2033 . . . . .	50	10	5	1	*	*	45	0	0	0	0	0	100	100	50	5	*	*
December 2034 . . . . .	46	8	4	*	*	0	39	0	0	0	0	0	100	82	40	4	*	*
December 2035 . . . . .	40	7	3	*	*	0	34	0	0	0	0	0	100	65	31	3	*	*
December 2036 . . . . .	35	5	2	*	*	0	27	0	0	0	0	0	100	50	23	2	*	*
December 2037 . . . . .	29	4	2	*	*	0	21	0	0	0	0	0	100	35	15	1	*	0
December 2038 . . . . .	22	2	1	*	*	0	14	0	0	0	0	0	100	22	9	1	*	0
December 2039 . . . . .	16	1	*	*	*	0	6	0	0	0	0	0	100	9	4	*	*	0
December 2040 . . . . .	8	0	0	0	0	0	0	0	0	0	0	0	78	0	0	0	0	0
December 2041 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)** . . . . .	20.2	10.5	8.4	5.0	2.7	1.8	19.2	8.8	6.8	3.9	2.1	1.5	29.4	25.1	22.5	14.8	7.6	4.8

\* 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	FA, SA† and AB Classes						BA Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	150%	300%	650%	1000%	0%	100%	150%	300%	650%	1000%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	95	92	91	89	82	76	100	100	100	100	100	100
December 2013 . . . . .	90	82	79	71	53	36	100	100	100	100	100	100
December 2014 . . . . .	84	71	66	52	25	6	100	100	100	100	100	100
December 2015 . . . . .	78	60	54	36	9	0	100	100	100	100	100	54
December 2016 . . . . .	72	51	43	24	0	0	100	100	100	100	94	20
December 2017 . . . . .	66	42	34	15	0	0	100	100	100	100	53	7
December 2018 . . . . .	59	33	25	8	0	0	100	100	100	100	29	3
December 2019 . . . . .	51	26	18	2	0	0	100	100	100	100	16	1
December 2020 . . . . .	44	19	11	0	0	0	100	100	100	83	8	*
December 2021 . . . . .	35	12	6	0	0	0	100	100	100	58	4	*
December 2022 . . . . .	27	6	1	0	0	0	100	100	100	38	2	*
December 2023 . . . . .	18	*	0	0	0	0	100	100	73	23	1	*
December 2024 . . . . .	8	0	0	0	0	0	100	64	44	13	*	*
December 2025 . . . . .	0	0	0	0	0	0	84	28	18	5	*	*
December 2026 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)** . . . . .	7.8	5.5	4.8	3.5	2.2	1.7	14.4	13.4	12.9	10.7	6.6	4.4

Date	JF and JS† Classes										PF, PS† and JA Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	99	96	96	95	94	92	92	84	74	61	99	94	93	93	93	93	93	93	93	75
December 2013 . . . . .	98	90	89	86	84	80	80	58	37	14	97	84	82	82	82	82	82	71	37	2
December 2014 . . . . .	97	83	81	77	74	67	67	37	14	1	95	73	70	70	70	70	37	2	0	0
December 2015 . . . . .	96	77	74	69	64	56	56	23	6	*	93	63	58	58	58	58	15	0	0	0
December 2016 . . . . .	95	71	67	62	56	46	46	14	2	*	91	54	48	48	48	48	2	0	0	0
December 2017 . . . . .	93	65	61	55	49	39	38	9	1	*	89	45	38	38	38	38	0	0	0	0
December 2018 . . . . .	92	60	55	49	42	32	32	6	*	*	87	36	29	29	29	29	0	0	0	0
December 2019 . . . . .	90	55	50	43	37	27	26	4	*	*	85	29	21	21	21	21	0	0	0	0
December 2020 . . . . .	89	50	45	38	32	22	22	2	*	*	82	21	14	14	14	13	0	0	0	0
December 2021 . . . . .	87	46	41	34	27	18	18	1	*	0	79	14	8	8	8	7	0	0	0	0
December 2022 . . . . .	85	42	37	30	24	15	15	1	*	0	76	8	3	3	3	2	0	0	0	0
December 2023 . . . . .	83	38	33	26	20	12	12	1	*	0	73	2	0	0	0	0	0	0	0	0
December 2024 . . . . .	80	34	29	23	17	10	10	*	*	0	69	0	0	0	0	0	0	0	0	0
December 2025 . . . . .	78	31	26	20	15	8	8	*	*	0	65	0	0	0	0	0	0	0	0	0
December 2026 . . . . .	75	28	23	18	13	7	7	*	*	0	61	0	0	0	0	0	0	0	0	0
December 2027 . . . . .	73	25	20	15	11	5	5	*	*	0	57	0	0	0	0	0	0	0	0	0
December 2028 . . . . .	70	22	18	13	9	4	4	*	*	0	52	0	0	0	0	0	0	0	0	0
December 2029 . . . . .	66	20	16	11	7	3	3	*	*	0	47	0	0	0	0	0	0	0	0	0
December 2030 . . . . .	63	17	14	9	6	3	3	*	*	0	41	0	0	0	0	0	0	0	0	0
December 2031 . . . . .	59	15	12	8	5	2	2	*	*	0	35	0	0	0	0	0	0	0	0	0
December 2032 . . . . .	55	13	10	7	4	2	2	*	0	0	29	0	0	0	0	0	0	0	0	0
December 2033 . . . . .	50	11	8	5	3	1	1	*	0	0	22	0	0	0	0	0	0	0	0	0
December 2034 . . . . .	46	9	7	4	3	1	1	*	0	0	14	0	0	0	0	0	0	0	0	0
December 2035 . . . . .	40	7	5	3	2	1	1	*	0	0	6	0	0	0	0	0	0	0	0	0
December 2036 . . . . .	35	6	4	3	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2037 . . . . .	29	4	3	2	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2038 . . . . .	22	3	2	1	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2039 . . . . .	16	1	1	1	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 2040 . . . . .	8	*	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
December 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)** . . . . .	20.2	10.7	9.8	8.6	7.5	6.1	6.1	2.9	1.9	1.3	16.0	5.8	5.2	5.2	5.2	5.2	5.1	2.7	1.8	1.3

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

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

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

Date	JP Class										GP Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	88	88	88	88	88	22	0
December 2013 . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	68	68	68	68	0	0	0
December 2014 . . . . .	100	100	100	100	100	100	100	100	100	11	100	100	100	47	47	47	47	0	0	0
December 2015 . . . . .	100	100	100	100	100	100	100	100	42	1	100	100	100	30	30	30	30	0	0	0
December 2016 . . . . .	100	100	100	100	100	100	100	100	17	*	100	100	100	17	17	17	17	0	0	0
December 2017 . . . . .	100	100	100	100	100	100	100	68	7	*	100	100	100	8	8	8	8	0	0	0
December 2018 . . . . .	100	100	100	100	100	100	100	42	3	*	100	100	100	1	1	1	1	0	0	0
December 2019 . . . . .	100	100	100	100	100	100	100	26	1	*	100	100	100	0	0	0	0	0	0	0
December 2020 . . . . .	100	100	100	100	100	100	100	16	*	*	100	100	96	0	0	0	0	0	0	0
December 2021 . . . . .	100	100	100	100	100	100	100	10	*	0	100	100	87	0	0	0	0	0	0	0
December 2022 . . . . .	100	100	100	100	100	100	100	6	*	0	100	100	73	0	0	0	0	0	0	0
December 2023 . . . . .	100	100	92	92	92	92	91	4	*	0	100	100	55	0	0	0	0	0	0	0
December 2024 . . . . .	100	82	75	75	75	75	75	2	*	0	100	100	36	0	0	0	0	0	0	0
December 2025 . . . . .	100	62	62	62	62	62	61	1	*	0	100	90	15	0	0	0	0	0	0	0
December 2026 . . . . .	100	50	50	50	50	50	49	1	*	0	100	65	0	0	0	0	0	0	0	0
December 2027 . . . . .	100	40	40	40	40	40	40	1	*	0	100	39	0	0	0	0	0	0	0	0
December 2028 . . . . .	100	32	32	32	32	32	32	*	*	0	100	12	0	0	0	0	0	0	0	0
December 2029 . . . . .	100	26	26	26	26	26	26	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2030 . . . . .	100	21	21	21	21	21	20	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2031 . . . . .	100	16	16	16	16	16	16	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2032 . . . . .	100	13	13	13	13	13	12	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2033 . . . . .	100	10	10	10	10	10	9	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2034 . . . . .	100	7	7	7	7	7	7	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2035 . . . . .	100	5	5	5	5	5	5	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2036 . . . . .	86	4	4	4	4	4	4	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2037 . . . . .	41	2	2	2	2	2	2	*	*	0	100	0	0	0	0	0	0	0	0	0
December 2038 . . . . .	1	1	1	1	1	1	1	*	*	0	83	0	0	0	0	0	0	0	0	0
December 2039 . . . . .	1	1	1	1	1	1	1	*	*	0	0	0	0	0	0	0	0	0	0	0
December 2040 . . . . .	*	*	*	*	*	*	*	*	*	0	0	0	0	0	0	0	0	0	0	0
December 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)** . . . . .	25.8	16.3	16.1	16.1	16.1	16.1	16.1	7.3	4.2	2.5	27.3	15.6	12.1	3.1	3.1	3.1	3.1	1.4	0.9	0.7

Date	DP Class										EP Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	100	100	100	100	92	76	76	0	0	0	100	100	100	100	100	100	100	86	0	0
December 2013 . . . . .	100	100	100	100	77	34	33	0	0	0	100	100	100	100	100	100	100	0	0	0
December 2014 . . . . .	100	100	100	100	62	0	0	0	0	0	100	100	100	100	100	92	91	0	0	0
December 2015 . . . . .	100	100	100	100	51	0	0	0	0	0	100	100	100	100	100	51	50	0	0	0
December 2016 . . . . .	100	100	100	100	44	0	0	0	0	0	100	100	100	100	100	25	23	0	0	0
December 2017 . . . . .	100	100	100	100	38	0	0	0	0	0	100	100	100	100	100	9	7	0	0	0
December 2018 . . . . .	100	100	100	100	35	0	0	0	0	0	100	100	100	100	100	3	*	0	0	0
December 2019 . . . . .	100	100	100	98	32	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2020 . . . . .	100	100	100	95	29	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2021 . . . . .	100	100	100	89	24	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2022 . . . . .	100	100	100	81	18	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2023 . . . . .	100	100	100	71	12	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2024 . . . . .	100	100	100	61	5	0	0	0	0	0	100	100	100	100	100	*	0	0	0	0
December 2025 . . . . .	100	100	100	51	0	0	0	0	0	0	100	100	100	100	97	*	0	0	0	0
December 2026 . . . . .	100	100	95	40	0	0	0	0	0	0	100	100	100	100	87	*	0	0	0	0
December 2027 . . . . .	100	100	81	29	0	0	0	0	0	0	100	100	100	100	77	*	0	0	0	0
December 2028 . . . . .	100	100	67	19	0	0	0	0	0	0	100	100	100	100	68	*	0	0	0	0
December 2029 . . . . .	100	91	53	9	0	0	0	0	0	0	100	100	100	100	59	*	0	0	0	0
December 2030 . . . . .	100	74	39	0	0	0	0	0	0	0	100	100	100	99	51	*	0	0	0	0
December 2031 . . . . .	100	58	26	0	0	0	0	0	0	0	100	100	100	86	43	*	0	0	0	0
December 2032 . . . . .	100	42	13	0	0	0	0	0	0	0	100	100	100	73	36	*	0	0	0	0
December 2033 . . . . .	100	26	1	0	0	0	0	0	0	0	100	100	100	61	30	*	0	0	0	0
December 2034 . . . . .	100	11	0	0	0	0	0	0	0	0	100	100	84	50	24	*	0	0	0	0
December 2035 . . . . .	100	0	0	0	0	0	0	0	0	0	100	95	68	40	19	*	0	0	0	0
December 2036 . . . . .	100	0	0	0	0	0	0	0	0	0	100	75	53	30	14	*	0	0	0	0
December 2037 . . . . .	100	0	0	0	0	0	0	0	0	0	100	55	38	22	10	*	0	0	0	0
December 2038 . . . . .	100	0	0	0	0	0	0	0	0	0	100	36	25	14	6	*	0	0	0	0
December 2039 . . . . .	85	0	0	0	0	0	0	0	0	0	100	18	12	7	3	*	0	0	0	0
December 2040 . . . . .	12	0	0	0	0	0	0	0	0	0	100	1	1	*	*	*	0	0	0	0
December 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)** . . . . .	28.5	20.6	18.3	14.0	5.7	1.6	1.6	0.6	0.3	0.2	29.6	26.3	25.4	23.3	19.8	4.3	4.2	1.2	0.7	0.5

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

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

Date	NF, NS and GU Classes										LF and LS† Classes								
	PSA Prepayment Assumption										PSA Prepayment Assumption								
	0%	100%	120%	150%	185%	250%	251%	600%	1000%	1500%	0%	100%	175%	205%	250%	500%	800%	1100%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	100	100	100	97	93	86	86	49	6	0	99	95	93	92	91	83	74	64	52
December 2013 . . . . .	100	100	100	91	81	62	62	0	0	0	98	89	83	81	77	60	41	25	9
December 2014 . . . . .	100	100	100	85	69	40	39	0	0	0	97	82	73	70	65	41	21	9	1
December 2015 . . . . .	100	100	100	81	60	23	23	0	0	0	96	76	64	60	54	28	11	3	*
December 2016 . . . . .	100	100	100	77	53	12	11	0	0	0	95	70	56	52	45	19	5	1	*
December 2017 . . . . .	100	100	100	75	48	5	4	0	0	0	93	64	49	44	37	13	3	*	*
December 2018 . . . . .	100	100	100	73	45	1	*	0	0	0	92	59	43	38	31	9	1	*	*
December 2019 . . . . .	100	100	100	72	43	*	0	0	0	0	90	54	38	32	26	6	1	*	*
December 2020 . . . . .	100	100	99	70	42	*	0	0	0	0	89	50	33	28	21	4	*	*	0
December 2021 . . . . .	100	100	96	68	40	*	0	0	0	0	87	45	29	24	18	3	*	*	0
December 2022 . . . . .	100	100	93	64	37	*	0	0	0	0	85	41	25	20	14	2	*	*	0
December 2023 . . . . .	100	100	88	60	34	*	0	0	0	0	83	37	21	17	12	1	*	*	0
December 2024 . . . . .	100	100	82	56	31	*	0	0	0	0	80	34	18	14	10	1	*	*	0
December 2025 . . . . .	100	97	77	51	28	*	0	0	0	0	78	30	16	12	8	1	*	*	0
December 2026 . . . . .	100	90	71	47	25	*	0	0	0	0	75	27	14	10	6	*	*	*	0
December 2027 . . . . .	100	83	64	42	23	*	0	0	0	0	73	24	11	8	5	*	*	*	0
December 2028 . . . . .	100	76	58	37	20	*	0	0	0	0	70	22	10	7	4	*	*	*	0
December 2029 . . . . .	100	69	52	33	17	*	0	0	0	0	66	19	8	6	3	*	*	0	0
December 2030 . . . . .	100	61	46	29	15	*	0	0	0	0	63	17	7	5	3	*	*	0	0
December 2031 . . . . .	100	54	40	25	13	*	0	0	0	0	59	15	6	4	2	*	*	0	0
December 2032 . . . . .	100	47	35	21	11	*	0	0	0	0	55	12	5	3	2	*	*	0	0
December 2033 . . . . .	100	41	30	18	9	*	0	0	0	0	50	10	4	2	1	*	*	0	0
December 2034 . . . . .	100	34	25	14	7	*	0	0	0	0	46	9	3	2	1	*	*	0	0
December 2035 . . . . .	100	28	20	11	5	*	0	0	0	0	40	7	2	1	1	*	*	0	0
December 2036 . . . . .	100	22	15	9	4	*	0	0	0	0	35	5	2	1	*	*	*	0	0
December 2037 . . . . .	100	16	11	6	3	*	0	0	0	0	29	4	1	1	*	*	*	0	0
December 2038 . . . . .	95	10	7	4	2	*	0	0	0	0	22	2	1	*	*	*	0	0	0
December 2039 . . . . .	66	5	4	2	1	*	0	0	0	0	16	1	*	*	*	*	0	0	0
December 2040 . . . . .	34	*	*	*	*	*	0	0	0	0	8	0	0	0	0	0	0	0	0
December 2041 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)** . . . . .	28.5	20.9	18.7	13.7	9.1	2.8	2.8	1.0	0.6	0.4	20.2	10.6	7.7	6.9	5.9	3.3	2.1	1.5	1.1

Date	HF, HS†, LP, LW and LY Classes										LB Class								
	PSA Prepayment Assumption										PSA Prepayment Assumption								
	0%	100%	175%	205%	250%	500%	800%	1100%	1500%		0%	100%	175%	205%	250%	500%	800%	1100%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100		100	100	100	100	100	100	100	100	100
December 2012 . . . . .	98	94	92	92	92	92	83	72	56		100	100	100	100	100	100	100	100	100
December 2013 . . . . .	96	85	79	79	79	66	43	24	4		100	100	100	100	100	100	100	100	100
December 2014 . . . . .	94	76	67	67	67	43	19	4	0		100	100	100	100	100	100	100	100	16
December 2015 . . . . .	92	68	57	57	57	28	6	0	0		100	100	100	100	100	100	100	52	2
December 2016 . . . . .	90	60	47	47	47	17	0	0	0		100	100	100	100	100	100	100	17	*
December 2017 . . . . .	87	52	39	39	39	9	0	0	0		100	100	100	100	100	100	51	6	*
December 2018 . . . . .	85	45	31	31	31	4	0	0	0		100	100	100	100	100	100	26	2	*
December 2019 . . . . .	82	38	25	25	25	1	0	0	0		100	100	100	100	100	100	13	1	*
December 2020 . . . . .	79	32	19	19	19	0	0	0	0		100	100	100	100	100	77	7	*	*
December 2021 . . . . .	76	25	15	15	15	0	0	0	0		100	100	100	100	100	52	3	*	*
December 2022 . . . . .	72	19	11	11	11	0	0	0	0		100	100	100	100	100	36	2	*	0
December 2023 . . . . .	69	14	8	8	8	0	0	0	0		100	100	100	100	100	24	1	*	0
December 2024 . . . . .	65	8	5	5	5	0	0	0	0		100	100	100	100	100	16	*	*	0
December 2025 . . . . .	61	3	3	3	3	0	0	0	0		100	100	100	100	100	11	*	*	0
December 2026 . . . . .	56	1	1	1	1	0	0	0	0		100	100	100	100	100	7	*	*	0
December 2027 . . . . .	51	0	0	0	0	0	0	0	0		100	95	95	95	95	5	*	*	0
December 2028 . . . . .	46	0	0	0	0	0	0	0	0		100	76	76	76	76	3	*	*	0
December 2029 . . . . .	41	0	0	0	0	0	0	0	0		100	61	61	61	61	2	*	*	0
December 2030 . . . . .	35	0	0	0	0	0	0	0	0		100	48	48	48	48	1	*	*	0
December 2031 . . . . .	29	0	0	0	0	0	0	0	0		100	38	38	38	38	1	*	*	0
December 2032 . . . . .	22	0	0	0	0	0	0	0	0		100	29	29	29	29	1	*	*	0
December 2033 . . . . .	15	0	0	0	0	0	0	0	0		100	22	22	22	22	*	*	0	0
December 2034 . . . . .	8	0	0	0	0	0	0	0	0		100	17	17	17	17	*	*	0	0
December 2035 . . . . .	0	0	0	0	0	0	0	0	0		92	12	12	12	12	*	*	0	0
December 2036 . . . . .	0	0	0	0	0	0	0	0	0		8	8	8	8	8	*	*	0	0
December 2037 . . . . .	0	0	0	0	0	0	0	0	0		5	5	5	5	5	*	*	0	0
December 2038 . . . . .	0	0	0	0	0	0	0	0	0		3	3	3	3	3	*	*	0	0
December 2039 . . . . .	0	0	0	0	0	0	0	0	0		1	1	1	1	1	*	*	0	0
December 2040 . . . . .	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0
December 2041 . . . . .	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0	0	0	0
Weighted Average Life (years)** . . . . .	15.0	6.7	5.5	5.5	5.5	3.1	2.1	1.5	1.1		24.5	19.7	19.7	19.7	19.7	10.9	6.5	4.3	2.7

\* 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.

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



Date	LZ Class								
	PSA Prepayment Assumption								
	0%	100%	175%	205%	250%	500%	800%	1100%	1500%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100
December 2012 . . . . .	105	105	100	93	81	17	0	0	0
December 2013 . . . . .	109	109	100	81	53	0	0	0	0
December 2014 . . . . .	114	114	100	72	31	0	0	0	0
December 2015 . . . . .	120	120	100	65	15	0	0	0	0
December 2016 . . . . .	125	125	100	61	6	0	0	0	0
December 2017 . . . . .	131	131	100	58	1	0	0	0	0
December 2018 . . . . .	137	137	100	57	*	0	0	0	0
December 2019 . . . . .	143	143	99	55	*	0	0	0	0
December 2020 . . . . .	150	150	96	53	*	0	0	0	0
December 2021 . . . . .	157	157	91	50	*	0	0	0	0
December 2022 . . . . .	164	164	85	46	*	0	0	0	0
December 2023 . . . . .	171	171	79	42	*	0	0	0	0
December 2024 . . . . .	179	179	72	38	*	0	0	0	0
December 2025 . . . . .	188	187	65	34	*	0	0	0	0
December 2026 . . . . .	196	174	59	30	*	0	0	0	0
December 2027 . . . . .	205	160	52	27	*	0	0	0	0
December 2028 . . . . .	215	146	46	23	*	0	0	0	0
December 2029 . . . . .	224	131	40	20	*	0	0	0	0
December 2030 . . . . .	235	117	35	17	*	0	0	0	0
December 2031 . . . . .	246	103	29	14	*	0	0	0	0
December 2032 . . . . .	257	90	25	12	*	0	0	0	0
December 2033 . . . . .	269	77	20	10	*	0	0	0	0
December 2034 . . . . .	281	64	16	8	*	0	0	0	0
December 2035 . . . . .	294	52	13	6	*	0	0	0	0
December 2036 . . . . .	286	40	10	4	*	0	0	0	0
December 2037 . . . . .	238	29	7	3	*	0	0	0	0
December 2038 . . . . .	185	19	4	2	*	0	0	0	0
December 2039 . . . . .	128	9	2	1	*	0	0	0	0
December 2040 . . . . .	67	0	0	0	0	0	0	0	0
December 2041 . . . . .	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)** . . . . .	27.6	21.0	16.9	10.3	2.4	0.7	0.4	0.3	0.2

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

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

## Characteristics of the Residual Classes

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

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

## CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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



disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

### **U.S. Treasury Circular 230 Notice**

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

### **REMIC Elections and Special Tax Attributes**

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

Notwithstanding the foregoing, the Mortgage Loans underlying the Group 5 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Trust MBS” in this prospectus supplement. A portion of the Group 5 Classes may not be treated as “real estate assets” within the meaning of section 856(c)(5)(B) of the Code. See “Material Federal Income Tax Consequences—Special Tax Attributes” in the MBS Prospectus dated July 1, 2011. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of the Group 5 Classes and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Classes. 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 Accrual Classes and the PT Class will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	190% PSA
2	400% PSA
3	210% PSA
4	300% PSA
5	150% PSA
6	150% PSA
7	185% PSA
8	205% PSA

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

### **Taxation of Beneficial Owners of Residual Certificates**

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

### **Taxation of Beneficial Owners of RCR Certificates**

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The NF and NS Classes of RCR Certificates are Strip RCR Certificates. The remaining 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 Goldman, Sachs & Co. (the “Dealer”) in exchange for the Trust MBS, the Underlying REMIC Certificates and the Group 4 SMBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

## **LEGAL MATTERS**

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

## Group 2 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	December 2011 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
2011-36	CA	April 2011	31397SB37	4.5%	FIX	January 2037	SEQ	\$140,162,333	0.66857910	\$21,427,821.00	4.898%	9
2011-36	VA	April 2011	31397SB45	4.5	FIX	September 2023	SEQ/AD	25,414,967	0.95882989	5,572,179.00	4.898	9

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

## Group 3 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	December 2011 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WALA (in months)
2010-110	AP	September 2010	31398NL36	2.0%	FIX	June 2035	PAC	\$139,638,000	0.82616211	\$74,055,519.00	5.414%	25

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

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

## Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1		BP	\$53,933,199	PAC	4.00%	FIX	3136A24E0	January 2042
BL	\$36,649,640							
BN	17,283,559							
Recombination 2		CP	17,946,885	PAC/AD	4.00	FIX	3136A24F7	January 2042
CJ	10,768,131							
CF	7,178,754							
CS	7,178,754(3)							
Recombination 3		CQ	11,964,590	PAC/AD	2.50	FIX	3136A24G5	January 2042
CJ	10,768,131							
CF	1,196,459							
CS	1,196,459(3)							
Recombination 4		CW	13,460,164	PAC/AD	3.00	FIX	3136A24H3	January 2042
CJ	10,768,131							
CF	2,692,033							
CS	2,692,033(3)							
Recombination 5		NF	28,778,000	SUP	(4)	FLT	3136A24J9	January 2042
GP	11,797,813							
DP	18,821,513	NS	14,389,001	SUP	(4)	INV	3136A24K6	January 2042
EP	12,547,675							
Recombination 6		GU	43,167,001	SUP	4.00	FIX	3136A24L4	January 2042
GP	11,797,813							
DP	18,821,513							
EP	12,547,675							
Recombination 7		LW	84,210,526	PAC/AD	2.25	FIX	3136A24M2	April 2041
LP	80,000,000							
HF	4,210,526							
HS	4,210,526(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								
LP	\$80,000,000	LY	\$88,888,889	PAC/AD	2.50%	FIX	3136A24N0	April 2041
HF	8,888,889							
HS	8,888,889(3)							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal or notional principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See “Description of the Certificates—General—*Authorized Denominations*” in this prospectus supplement.
- (2) See “Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*” in the REMIC Prospectus.
- (3) Notional balances. These Classes are Interest Only Classes. See page S-9 for a description of how their notional balances are calculated.
- (4) For a description of these interest rates, see “Summary—Interest Rates” in this prospectus supplement.

## Principal Balance Schedules

### *Aggregate Group I Planned Balances*

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance . . . .	\$173,802,074.00	October 2016. . . . .	\$102,363,088.27	August 2021 . . . . .	\$ 43,918,413.63
January 2012 . . . . .	173,306,509.18	November 2016 . . . .	101,118,389.43	September 2021 . . . .	43,210,513.17
February 2012. . . . .	172,765,137.68	December 2016 . . . .	99,882,147.50	October 2021. . . . .	42,513,280.36
March 2012 . . . . .	172,178,175.97	January 2017 . . . . .	98,654,308.16	November 2021 . . . .	41,826,560.50
April 2012 . . . . .	171,545,868.96	February 2017. . . . .	97,434,817.41	December 2021 . . . .	41,150,201.10
May 2012 . . . . .	170,868,489.83	March 2017 . . . . .	96,223,621.62	January 2022 . . . . .	40,484,051.81
June 2012. . . . .	170,146,339.86	April 2017 . . . . .	95,020,667.47	February 2022. . . . .	39,827,964.41
July 2012 . . . . .	169,379,748.29	May 2017 . . . . .	93,825,902.00	March 2022 . . . . .	39,181,792.78
August 2012 . . . . .	168,569,072.05	June 2017. . . . .	92,639,272.56	April 2022 . . . . .	38,545,392.88
September 2012 . . . .	167,714,695.54	July 2017 . . . . .	91,460,726.84	May 2022 . . . . .	37,918,622.71
October 2012. . . . .	166,817,030.35	August 2017 . . . . .	90,290,212.87	June 2022. . . . .	37,301,342.29
November 2012. . . . .	165,876,514.93	September 2017 . . . .	89,127,679.00	July 2022 . . . . .	36,693,413.59
December 2012 . . . .	164,893,614.29	October 2017. . . . .	87,973,073.89	August 2022 . . . . .	36,094,700.59
January 2013 . . . . .	163,868,819.63	November 2017 . . . .	86,826,346.55	September 2022 . . . .	35,505,069.15
February 2013. . . . .	162,802,647.92	December 2017 . . . .	85,687,446.30	October 2022. . . . .	34,924,387.08
March 2013 . . . . .	161,695,641.52	January 2018 . . . . .	84,556,322.76	November 2022 . . . .	34,352,524.03
April 2013 . . . . .	160,548,367.71	February 2018. . . . .	83,432,925.89	December 2022 . . . .	33,789,351.52
May 2013 . . . . .	159,361,418.23	March 2018 . . . . .	82,317,205.97	January 2023 . . . . .	33,234,742.88
June 2013. . . . .	158,135,408.78	April 2018 . . . . .	81,209,113.58	February 2023. . . . .	32,688,573.26
July 2013 . . . . .	156,870,978.50	May 2018 . . . . .	80,108,599.60	March 2023 . . . . .	32,150,719.57
August 2013 . . . . .	155,568,789.42	June 2018. . . . .	79,015,615.24	April 2023 . . . . .	31,621,060.46
September 2013 . . . .	154,229,525.87	July 2018 . . . . .	77,930,112.01	May 2023 . . . . .	31,099,476.34
October 2013. . . . .	152,853,893.94	August 2018 . . . . .	76,852,041.73	June 2023. . . . .	30,585,849.27
November 2013. . . . .	151,442,620.77	September 2018 . . . .	75,781,356.51	July 2023 . . . . .	30,080,063.04
December 2013 . . . .	149,996,454.01	October 2018. . . . .	74,718,008.78	August 2023 . . . . .	29,582,003.05
January 2014 . . . . .	148,516,161.09	November 2018 . . . .	73,661,951.25	September 2023 . . . .	29,091,556.35
February 2014. . . . .	147,002,528.56	December 2018 . . . .	72,613,136.95	October 2023. . . . .	28,608,611.60
March 2014 . . . . .	145,456,361.40	January 2019 . . . . .	71,571,519.18	November 2023 . . . .	28,133,059.05
April 2014 . . . . .	143,920,583.59	February 2019. . . . .	70,537,051.56	December 2023 . . . .	27,664,790.48
May 2014 . . . . .	142,395,128.67	March 2019 . . . . .	69,509,687.98	January 2024 . . . . .	27,203,699.26
June 2014. . . . .	140,879,930.57	April 2019 . . . . .	68,489,382.63	February 2024. . . . .	26,749,680.24
July 2014 . . . . .	139,374,923.66	May 2019 . . . . .	67,476,090.01	March 2024 . . . . .	26,302,629.79
August 2014 . . . . .	137,880,042.70	June 2019. . . . .	66,469,764.86	April 2024 . . . . .	25,862,445.74
September 2014 . . . .	136,395,222.87	July 2019 . . . . .	65,470,362.25	May 2024 . . . . .	25,429,027.40
October 2014. . . . .	134,920,399.75	August 2019 . . . . .	64,477,837.50	June 2024. . . . .	25,002,275.50
November 2014. . . . .	133,455,509.34	September 2019 . . . .	63,492,146.24	July 2024 . . . . .	24,582,092.17
December 2014 . . . .	132,000,488.04	October 2019. . . . .	62,513,244.35	August 2024 . . . . .	24,168,380.98
January 2015 . . . . .	130,555,272.62	November 2019 . . . .	61,541,088.02	September 2024 . . . .	23,761,046.84
February 2015. . . . .	129,119,800.29	December 2019 . . . .	60,575,633.69	October 2024. . . . .	23,359,996.03
March 2015 . . . . .	127,694,008.63	January 2020 . . . . .	59,618,231.50	November 2024 . . . .	22,965,136.16
April 2015 . . . . .	126,277,835.61	February 2020. . . . .	58,675,101.88	December 2024 . . . .	22,576,376.18
May 2015 . . . . .	124,871,219.61	March 2020 . . . . .	57,746,039.20	January 2025 . . . . .	22,193,626.32
June 2015. . . . .	123,474,099.37	April 2020 . . . . .	56,830,840.74	February 2025. . . . .	21,816,798.10
July 2015 . . . . .	122,086,414.04	May 2020 . . . . .	55,929,306.65	March 2025 . . . . .	21,445,804.31
August 2015 . . . . .	120,708,103.14	June 2020. . . . .	55,041,239.88	April 2025 . . . . .	21,080,558.99
September 2015 . . . .	119,339,106.57	July 2020 . . . . .	54,166,446.17	May 2025 . . . . .	20,720,977.38
October 2015. . . . .	117,979,364.61	August 2020 . . . . .	53,304,733.99	June 2025. . . . .	20,366,975.98
November 2015. . . . .	116,628,817.91	September 2020 . . . .	52,455,914.54	July 2025 . . . . .	20,018,472.44
December 2015 . . . .	115,287,407.51	October 2020. . . . .	51,619,801.65	August 2025 . . . . .	19,675,385.61
January 2016 . . . . .	113,955,074.81	November 2020 . . . .	50,796,211.80	September 2025 . . . .	19,337,635.52
February 2016. . . . .	112,631,761.57	December 2020 . . . .	49,984,964.07	October 2025. . . . .	19,005,143.30
March 2016 . . . . .	111,317,409.93	January 2021 . . . . .	49,185,880.08	November 2025 . . . .	18,677,831.26
April 2016 . . . . .	110,011,962.38	February 2021. . . . .	48,398,783.96	December 2025 . . . .	18,355,622.78
May 2016 . . . . .	108,715,361.79	March 2021 . . . . .	47,623,502.35	January 2026 . . . . .	18,038,442.37
June 2016. . . . .	107,427,551.37	April 2021 . . . . .	46,859,864.34	February 2026. . . . .	17,726,215.60
July 2016 . . . . .	106,148,474.70	May 2021 . . . . .	46,107,701.40	March 2026 . . . . .	17,418,869.12
August 2016 . . . . .	104,878,075.71	June 2021. . . . .	45,366,847.44	April 2026 . . . . .	17,116,330.64
September 2016 . . . .	103,616,298.69	July 2021 . . . . .	44,637,138.67	May 2026 . . . . .	16,818,528.89



**Aggregate Group I (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
June 2026 . . . . .	\$ 16,525,393.62	May 2031 . . . . .	\$ 5,443,894.67	April 2036 . . . . .	\$ 1,334,717.38
July 2026 . . . . .	16,236,855.62	June 2031 . . . . .	5,333,564.72	May 2036 . . . . .	1,295,984.63
August 2026 . . . . .	15,952,846.64	July 2031 . . . . .	5,225,081.65	June 2036 . . . . .	1,257,976.07
September 2026 . . .	15,673,299.43	August 2031 . . . . .	5,118,417.05	July 2036 . . . . .	1,220,679.95
October 2026 . . . . .	15,398,147.69	September 2031 . . .	5,013,542.97	August 2036 . . . . .	1,184,084.74
November 2026 . . . .	15,127,326.10	October 2031 . . . . .	4,910,431.82	September 2036 . . .	1,148,179.05
December 2026 . . . .	14,860,770.25	November 2031 . . . .	4,809,056.47	October 2036 . . . . .	1,112,951.68
January 2027 . . . . .	14,598,416.67	December 2031 . . . .	4,709,390.14	November 2036 . . . .	1,078,391.61
February 2027 . . . . .	14,340,202.81	January 2032 . . . . .	4,611,406.47	December 2036 . . . .	1,044,487.95
March 2027 . . . . .	14,086,067.02	February 2032 . . . . .	4,515,079.48	January 2037 . . . . .	1,011,230.01
April 2027 . . . . .	13,835,948.51	March 2032 . . . . .	4,420,383.57	February 2037 . . . . .	978,607.25
May 2027 . . . . .	13,589,787.40	April 2032 . . . . .	4,327,293.54	March 2037 . . . . .	946,609.28
June 2027 . . . . .	13,347,524.66	May 2032 . . . . .	4,235,784.52	April 2037 . . . . .	915,225.89
July 2027 . . . . .	13,109,102.10	June 2032 . . . . .	4,145,832.03	May 2037 . . . . .	884,447.00
August 2027 . . . . .	12,874,462.39	July 2032 . . . . .	4,057,411.96	June 2037 . . . . .	854,262.71
September 2027 . . .	12,643,549.01	August 2032 . . . . .	3,970,500.54	July 2037 . . . . .	824,663.24
October 2027 . . . . .	12,416,306.27	September 2032 . . .	3,885,074.35	August 2037 . . . . .	795,638.99
November 2027 . . . .	12,192,679.26	October 2032 . . . . .	3,801,110.33	September 2037 . . .	767,180.48
December 2027 . . . .	11,972,613.89	November 2032 . . . .	3,718,585.74	October 2037 . . . . .	739,278.39
January 2028 . . . . .	11,756,056.83	December 2032 . . . .	3,637,478.19	November 2037 . . . .	711,923.54
February 2028 . . . . .	11,542,955.53	January 2033 . . . . .	3,557,765.62	December 2037 . . . .	685,106.89
March 2028 . . . . .	11,333,258.19	February 2033 . . . . .	3,479,426.28	January 2038 . . . . .	658,819.52
April 2028 . . . . .	11,126,913.79	March 2033 . . . . .	3,402,438.78	February 2038 . . . . .	633,052.68
May 2028 . . . . .	10,923,872.00	April 2033 . . . . .	3,326,782.00	March 2038 . . . . .	607,797.73
June 2028 . . . . .	10,724,083.26	May 2033 . . . . .	3,252,435.16	April 2038 . . . . .	583,046.17
July 2028 . . . . .	10,527,498.69	June 2033 . . . . .	3,179,377.78	May 2038 . . . . .	558,789.63
August 2028 . . . . .	10,334,070.16	July 2033 . . . . .	3,107,589.70	June 2038 . . . . .	535,019.85
September 2028 . . .	10,143,750.19	August 2033 . . . . .	3,037,051.02	July 2038 . . . . .	511,728.74
October 2028 . . . . .	9,956,492.03	September 2033 . . .	2,967,742.18	August 2038 . . . . .	488,908.28
November 2028 . . . .	9,772,249.57	October 2033 . . . . .	2,899,643.88	September 2038 . . .	466,550.62
December 2028 . . . .	9,590,977.40	November 2033 . . . .	2,832,737.11	October 2038 . . . . .	444,648.01
January 2029 . . . . .	9,412,630.76	December 2033 . . . .	2,767,003.16	November 2038 . . . .	423,192.80
February 2029 . . . . .	9,237,165.52	January 2034 . . . . .	2,702,423.58	December 2038 . . . .	402,177.51
March 2029 . . . . .	9,064,538.20	February 2034 . . . . .	2,638,980.20	January 2039 . . . . .	381,594.71
April 2029 . . . . .	8,894,705.98	March 2034 . . . . .	2,576,655.13	February 2039 . . . . .	361,437.14
May 2029 . . . . .	8,727,626.61	April 2034 . . . . .	2,515,430.72	March 2039 . . . . .	341,697.63
June 2029 . . . . .	8,563,258.49	May 2034 . . . . .	2,455,289.62	April 2039 . . . . .	322,369.10
July 2029 . . . . .	8,401,560.62	June 2034 . . . . .	2,396,214.70	May 2039 . . . . .	303,444.62
August 2029 . . . . .	8,242,492.59	July 2034 . . . . .	2,338,189.11	June 2039 . . . . .	284,917.34
September 2029 . . .	8,086,014.57	August 2034 . . . . .	2,281,196.25	July 2039 . . . . .	266,780.52
October 2029 . . . . .	7,932,087.33	September 2034 . . .	2,225,129.75	August 2039 . . . . .	249,027.52
November 2029 . . . .	7,780,672.18	October 2034 . . . . .	2,170,243.51	September 2039 . . .	231,651.83
December 2029 . . . .	7,631,731.03	November 2034 . . . .	2,116,251.65	October 2039 . . . . .	214,647.00
January 2030 . . . . .	7,485,226.31	December 2034 . . . .	2,063,228.54	November 2039 . . . .	198,006.71
February 2030 . . . . .	7,341,121.02	January 2035 . . . . .	2,011,158.77	December 2039 . . . .	181,724.92
March 2030 . . . . .	7,199,378.69	February 2035 . . . . .	1,960,027.17	January 2040 . . . . .	165,794.91
April 2030 . . . . .	7,059,963.39	March 2035 . . . . .	1,909,818.80	February 2040 . . . . .	150,211.23
May 2030 . . . . .	6,922,839.71	April 2035 . . . . .	1,860,518.93	March 2040 . . . . .	134,967.74
June 2030 . . . . .	6,787,972.74	May 2035 . . . . .	1,812,113.07	April 2040 . . . . .	120,058.59
July 2030 . . . . .	6,655,328.10	June 2035 . . . . .	1,764,586.94	May 2040 . . . . .	105,478.01
August 2030 . . . . .	6,524,871.90	July 2035 . . . . .	1,717,926.46	June 2040 . . . . .	91,220.33
September 2030 . . .	6,396,570.76	August 2035 . . . . .	1,672,117.78	July 2040 . . . . .	77,279.97
October 2030 . . . . .	6,270,391.78	September 2035 . . .	1,627,147.24	August 2040 . . . . .	63,651.43
November 2030 . . . .	6,146,302.52	October 2035 . . . . .	1,583,001.41	September 2040 . . .	50,329.30
December 2030 . . . .	6,024,271.05	November 2035 . . . .	1,539,667.04	October 2040 . . . . .	37,308.27
January 2031 . . . . .	5,904,265.89	December 2035 . . . .	1,497,131.08	November 2040 . . . .	24,583.08
February 2031 . . . . .	5,786,256.01	January 2036 . . . . .	1,455,380.70	December 2040 . . . .	12,148.58
March 2031 . . . . .	5,670,210.85	February 2036 . . . . .	1,414,403.23	January 2041 and thereafter . . . . .	0.00
April 2031 . . . . .	5,556,100.30	March 2036 . . . . .	1,374,186.22		

### ***Aggregate Group II Planned Balances***

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance . . . . .	\$17,946,885.00	June 2014 . . . . .	\$10,664,761.27	December 2016 . . . . .	\$ 3,199,755.94
January 2012 . . . . .	17,777,025.98	July 2014 . . . . .	10,330,924.29	January 2017 . . . . .	3,030,987.40
February 2012 . . . . .	17,703,382.02	August 2014 . . . . .	10,003,650.80	February 2017 . . . . .	2,866,699.66
March 2012 . . . . .	17,615,199.75	September 2014 . . . . .	9,682,860.32	March 2017 . . . . .	2,706,834.02
April 2012 . . . . .	17,512,583.60	October 2014 . . . . .	9,368,473.22	April 2017 . . . . .	2,551,332.43
May 2012 . . . . .	17,395,658.99	November 2014 . . . . .	9,060,410.67	May 2017 . . . . .	2,400,137.40
June 2012 . . . . .	17,264,572.17	December 2014 . . . . .	8,758,594.67	June 2017 . . . . .	2,253,192.12
July 2012 . . . . .	17,119,490.09	January 2015 . . . . .	8,462,948.06	July 2017 . . . . .	2,110,440.34
August 2012 . . . . .	16,960,600.25	February 2015 . . . . .	8,173,394.41	August 2017 . . . . .	1,971,826.42
September 2012 . . . . .	16,788,110.40	March 2015 . . . . .	7,889,858.13	September 2017 . . . . .	1,837,295.31
October 2012 . . . . .	16,602,248.36	April 2015 . . . . .	7,612,264.43	October 2017 . . . . .	1,706,792.57
November 2012 . . . . .	16,403,261.68	May 2015 . . . . .	7,340,539.24	November 2017 . . . . .	1,580,264.31
December 2012 . . . . .	16,191,417.31	June 2015 . . . . .	7,074,609.31	December 2017 . . . . .	1,457,657.24
January 2013 . . . . .	15,967,001.23	July 2015 . . . . .	6,814,402.14	January 2018 . . . . .	1,338,918.63
February 2013 . . . . .	15,730,318.04	August 2015 . . . . .	6,559,845.97	February 2018 . . . . .	1,223,996.33
March 2013 . . . . .	15,481,690.54	September 2015 . . . . .	6,310,869.80	March 2018 . . . . .	1,112,838.72
April 2013 . . . . .	15,221,459.22	October 2015 . . . . .	6,067,403.39	April 2018 . . . . .	1,005,394.75
May 2013 . . . . .	14,949,981.76	November 2015 . . . . .	5,829,377.20	May 2018 . . . . .	901,613.94
June 2013 . . . . .	14,667,632.51	December 2015 . . . . .	5,596,722.42	June 2018 . . . . .	801,446.33
July 2013 . . . . .	14,374,801.85	January 2016 . . . . .	5,369,370.99	July 2018 . . . . .	704,842.50
August 2013 . . . . .	14,071,895.66	February 2016 . . . . .	5,147,255.54	August 2018 . . . . .	611,753.56
September 2013 . . . . .	13,759,334.65	March 2016 . . . . .	4,930,309.40	September 2018 . . . . .	522,131.17
October 2013 . . . . .	13,437,553.64	April 2016 . . . . .	4,718,466.63	October 2018 . . . . .	435,927.49
November 2013 . . . . .	13,107,000.99	May 2016 . . . . .	4,511,661.95	November 2018 . . . . .	353,095.21
December 2013 . . . . .	12,768,137.74	June 2016 . . . . .	4,309,830.79	December 2018 . . . . .	273,587.52
January 2014 . . . . .	12,421,436.96	July 2016 . . . . .	4,112,909.24	January 2019 . . . . .	197,358.13
February 2014 . . . . .	12,067,382.94	August 2016 . . . . .	3,920,834.08	February 2019 . . . . .	124,361.26
March 2014 . . . . .	11,706,470.42	September 2016 . . . . .	3,733,542.74	March 2019 . . . . .	54,551.60
April 2014 . . . . .	11,352,451.75	October 2016 . . . . .	3,550,973.33	April 2019 and thereafter . . . . .	0.00
May 2014 . . . . .	11,005,243.04	November 2016 . . . . .	3,373,064.59		

### ***Aggregate Group III Planned Balances***

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance . . . . .	\$141,294,083.00	January 2014 . . . . .	\$118,921,196.82	February 2016 . . . . .	\$ 90,519,742.70
January 2012 . . . . .	140,814,451.55	February 2014 . . . . .	117,693,511.17	March 2016 . . . . .	89,477,863.57
February 2012 . . . . .	140,297,454.89	March 2014 . . . . .	116,473,834.62	April 2016 . . . . .	88,442,823.48
March 2012 . . . . .	139,743,315.47	April 2014 . . . . .	115,262,116.77	May 2016 . . . . .	87,414,579.33
April 2012 . . . . .	139,152,278.92	May 2014 . . . . .	114,058,307.55	June 2016 . . . . .	86,393,088.27
May 2012 . . . . .	138,524,613.89	June 2014 . . . . .	112,862,357.17	July 2016 . . . . .	85,378,307.74
June 2012 . . . . .	137,860,611.88	July 2014 . . . . .	111,674,216.18	August 2016 . . . . .	84,370,195.43
July 2012 . . . . .	137,160,587.04	August 2014 . . . . .	110,493,835.42	September 2016 . . . . .	83,368,709.31
August 2012 . . . . .	136,424,875.92	September 2014 . . . . .	109,321,166.05	October 2016 . . . . .	82,373,807.59
September 2012 . . . . .	135,653,837.26	October 2014 . . . . .	108,156,159.53	November 2016 . . . . .	81,385,448.76
October 2012 . . . . .	134,847,851.69	November 2014 . . . . .	106,998,767.61	December 2016 . . . . .	80,403,591.56
November 2012 . . . . .	134,007,321.42	December 2014 . . . . .	105,848,942.36	January 2017 . . . . .	79,428,194.99
December 2012 . . . . .	133,132,669.98	January 2015 . . . . .	104,706,636.14	February 2017 . . . . .	78,459,218.31
January 2013 . . . . .	132,224,341.81	February 2015 . . . . .	103,571,801.60	March 2017 . . . . .	77,496,621.01
February 2013 . . . . .	131,282,801.95	March 2015 . . . . .	102,444,391.69	April 2017 . . . . .	76,540,362.86
March 2013 . . . . .	130,308,535.59	April 2015 . . . . .	101,324,359.66	May 2017 . . . . .	75,590,403.88
April 2013 . . . . .	129,302,047.75	May 2015 . . . . .	100,211,659.05	June 2017 . . . . .	74,646,704.32
May 2013 . . . . .	128,263,862.79	June 2015 . . . . .	99,106,243.68	July 2017 . . . . .	73,709,224.70
June 2013 . . . . .	127,194,523.95	July 2015 . . . . .	98,008,067.67	August 2017 . . . . .	72,777,925.76
July 2013 . . . . .	126,094,592.94	August 2015 . . . . .	96,917,085.41	September 2017 . . . . .	71,852,768.52
August 2013 . . . . .	124,964,649.41	September 2015 . . . . .	95,833,251.59	October 2017 . . . . .	70,933,714.20
September 2013 . . . . .	123,805,290.44	October 2015 . . . . .	94,756,521.18	November 2017 . . . . .	70,020,724.30
October 2013 . . . . .	122,617,130.04	November 2015 . . . . .	93,686,849.42	December 2017 . . . . .	69,113,760.54
November 2013 . . . . .	121,400,798.59	December 2015 . . . . .	92,624,191.84	January 2018 . . . . .	68,212,784.89
December 2013 . . . . .	120,156,942.29	January 2016 . . . . .	91,568,504.24	February 2018 . . . . .	67,317,759.54



**Aggregate Group III (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
March 2018 . . . . .	\$ 66,428,646.93	March 2023 . . . . .	\$ 26,304,480.26	March 2028 . . . . .	\$ 9,432,118.00
April 2018 . . . . .	65,545,409.74	April 2023 . . . . .	25,878,127.56	April 2028 . . . . .	9,263,161.68
May 2018 . . . . .	64,668,010.86	May 2023 . . . . .	25,458,164.78	May 2028 . . . . .	9,096,858.05
June 2018 . . . . .	63,796,413.44	June 2023 . . . . .	25,044,500.07	June 2028 . . . . .	8,933,168.01
July 2018 . . . . .	62,930,580.83	July 2023 . . . . .	24,637,042.83	July 2028 . . . . .	8,772,052.98
August 2018 . . . . .	62,070,476.63	August 2023 . . . . .	24,235,703.77	August 2028 . . . . .	8,613,474.97
September 2018 . . .	61,216,064.67	September 2023 . . .	23,840,394.82	September 2028 . . .	8,457,396.50
October 2018 . . . . .	60,367,308.98	October 2023 . . . . .	23,451,029.18	October 2028 . . . . .	8,303,780.65
November 2018 . . . .	59,524,173.84	November 2023 . . . .	23,067,521.25	November 2028 . . . .	8,152,591.01
December 2018 . . . .	58,686,623.74	December 2023 . . . .	22,689,786.62	December 2028 . . . .	8,003,791.70
January 2019 . . . . .	57,854,623.39	January 2024 . . . . .	22,317,742.10	January 2029 . . . . .	7,857,347.34
February 2019 . . . . .	57,028,137.74	February 2024 . . . . .	21,951,305.63	February 2029 . . . . .	7,713,223.06
March 2019 . . . . .	56,207,131.93	March 2024 . . . . .	21,590,396.34	March 2029 . . . . .	7,571,384.50
April 2019 . . . . .	55,391,571.34	April 2024 . . . . .	21,234,934.48	April 2029 . . . . .	7,431,797.77
May 2019 . . . . .	54,581,421.55	May 2024 . . . . .	20,884,841.41	May 2029 . . . . .	7,294,429.47
June 2019 . . . . .	53,776,648.36	June 2024 . . . . .	20,540,039.61	June 2029 . . . . .	7,159,246.69
July 2019 . . . . .	52,977,217.80	July 2024 . . . . .	20,200,452.65	July 2029 . . . . .	7,026,216.98
August 2019 . . . . .	52,183,096.08	August 2024 . . . . .	19,866,005.19	August 2029 . . . . .	6,895,308.36
September 2019 . . .	51,394,249.65	September 2024 . . .	19,536,622.91	September 2029 . . .	6,766,489.30
October 2019 . . . . .	50,610,645.15	October 2024 . . . . .	19,212,232.58	October 2029 . . . . .	6,639,728.72
November 2019 . . . .	49,832,249.44	November 2024 . . . .	18,892,761.97	November 2029 . . . .	6,514,995.99
December 2019 . . . .	49,059,029.58	December 2024 . . . .	18,578,139.89	December 2029 . . . .	6,392,260.93
January 2020 . . . . .	48,295,814.66	January 2025 . . . . .	18,268,296.13	January 2030 . . . . .	6,271,493.76
February 2020 . . . . .	47,543,798.93	February 2025 . . . . .	17,963,161.49	February 2030 . . . . .	6,152,665.17
March 2020 . . . . .	46,802,823.33	March 2025 . . . . .	17,662,667.75	March 2030 . . . . .	6,035,746.23
April 2020 . . . . .	46,072,730.99	April 2025 . . . . .	17,366,747.61	April 2030 . . . . .	5,920,708.45
May 2020 . . . . .	45,353,367.25	May 2025 . . . . .	17,075,334.77	May 2030 . . . . .	5,807,523.74
June 2020 . . . . .	44,644,579.60	June 2025 . . . . .	16,788,363.84	June 2030 . . . . .	5,696,164.41
July 2020 . . . . .	43,946,217.65	July 2025 . . . . .	16,505,770.36	July 2030 . . . . .	5,586,603.17
August 2020 . . . . .	43,258,133.10	August 2025 . . . . .	16,227,490.76	August 2030 . . . . .	5,478,813.12
September 2020 . . .	42,580,179.73	September 2025 . . .	15,953,462.40	September 2030 . . .	5,372,767.76
October 2020 . . . . .	41,912,213.36	October 2025 . . . . .	15,683,623.49	October 2030 . . . . .	5,268,440.96
November 2020 . . . .	41,254,091.81	November 2025 . . . .	15,417,913.15	November 2030 . . . .	5,165,806.95
December 2020 . . . .	40,605,674.89	December 2025 . . . .	15,156,271.33	December 2030 . . . .	5,064,840.36
January 2021 . . . . .	39,966,824.37	January 2026 . . . . .	14,898,638.83	January 2031 . . . . .	4,965,516.16
February 2021 . . . . .	39,337,403.93	February 2026 . . . . .	14,644,957.31	February 2031 . . . . .	4,867,809.70
March 2021 . . . . .	38,717,279.18	March 2026 . . . . .	14,395,169.23	March 2031 . . . . .	4,771,696.67
April 2021 . . . . .	38,106,317.58	April 2026 . . . . .	14,149,217.88	April 2031 . . . . .	4,677,153.12
May 2021 . . . . .	37,504,388.47	May 2026 . . . . .	13,907,047.34	May 2031 . . . . .	4,584,155.44
June 2021 . . . . .	36,911,362.98	June 2026 . . . . .	13,668,602.49	June 2031 . . . . .	4,492,680.35
July 2021 . . . . .	36,327,114.06	July 2026 . . . . .	13,433,828.99	July 2031 . . . . .	4,402,704.93
August 2021 . . . . .	35,751,516.44	August 2026 . . . . .	13,202,673.25	August 2031 . . . . .	4,314,206.56
September 2021 . . .	35,184,446.59	September 2026 . . .	12,975,082.47	September 2031 . . .	4,227,162.98
October 2021 . . . . .	34,625,782.70	October 2026 . . . . .	12,751,004.58	October 2031 . . . . .	4,141,552.23
November 2021 . . . .	34,075,404.68	November 2026 . . . .	12,530,388.24	November 2031 . . . .	4,057,352.66
December 2021 . . . .	33,533,194.11	December 2026 . . . .	12,313,182.86	December 2031 . . . .	3,974,542.95
January 2022 . . . . .	32,999,034.22	January 2027 . . . . .	12,099,338.54	January 2032 . . . . .	3,893,102.09
February 2022 . . . . .	32,472,809.89	February 2027 . . . . .	11,888,806.11	February 2032 . . . . .	3,813,009.35
March 2022 . . . . .	31,954,407.58	March 2027 . . . . .	11,681,537.10	March 2032 . . . . .	3,734,244.33
April 2022 . . . . .	31,443,715.37	April 2027 . . . . .	11,477,483.69	April 2032 . . . . .	3,656,786.89
May 2022 . . . . .	30,940,622.89	May 2027 . . . . .	11,276,598.78	May 2032 . . . . .	3,580,617.22
June 2022 . . . . .	30,445,021.32	June 2027 . . . . .	11,078,835.93	June 2032 . . . . .	3,505,715.76
July 2022 . . . . .	29,956,803.37	July 2027 . . . . .	10,884,149.34	July 2032 . . . . .	3,432,063.27
August 2022 . . . . .	29,475,863.23	August 2027 . . . . .	10,692,493.87	August 2032 . . . . .	3,359,640.76
September 2022 . . .	29,002,096.59	September 2027 . . .	10,503,825.03	September 2032 . . .	3,288,429.52
October 2022 . . . . .	28,535,400.60	October 2027 . . . . .	10,318,098.96	October 2032 . . . . .	3,218,411.12
November 2022 . . . .	28,075,673.84	November 2027 . . . .	10,135,272.42	November 2032 . . . .	3,149,567.39
December 2022 . . . .	27,622,816.33	December 2027 . . . .	9,955,302.77	December 2032 . . . .	3,081,880.43
January 2023 . . . . .	27,176,729.47	January 2028 . . . . .	9,778,148.00	January 2033 . . . . .	3,015,332.60
February 2023 . . . . .	26,737,316.07	February 2028 . . . . .	9,603,766.69	February 2033 . . . . .	2,949,906.51

### Aggregate Group III (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
March 2033 . . . . .	\$ 2,885,585.02	November 2035 . . . .	\$ 1,319,961.67	July 2038 . . . . .	\$ 443,703.35
April 2033 . . . . .	2,822,351.25	December 2035 . . . .	1,283,939.57	August 2038 . . . . .	424,070.12
May 2033 . . . . .	2,760,188.55	January 2036 . . . . .	1,248,566.97	September 2038 . . .	404,824.36
June 2033 . . . . .	2,699,080.53	February 2036 . . . .	1,213,833.63	October 2038 . . . . .	385,959.76
July 2033 . . . . .	2,639,011.04	March 2036 . . . . .	1,179,729.49	November 2038 . . . .	367,470.08
August 2033 . . . . .	2,579,964.13	April 2036 . . . . .	1,146,244.60	December 2038 . . . .	349,349.19
September 2033 . . .	2,521,924.13	May 2036 . . . . .	1,113,369.20	January 2039 . . . . .	331,591.05
October 2033 . . . . .	2,464,875.56	June 2036 . . . . .	1,081,093.64	February 2039 . . . .	314,189.68
November 2033 . . . .	2,408,803.18	July 2036 . . . . .	1,049,408.45	March 2039 . . . . .	297,139.25
December 2033 . . . .	2,353,691.99	August 2036 . . . . .	1,018,304.25	April 2039 . . . . .	280,433.96
January 2034 . . . . .	2,299,527.18	September 2036 . . .	987,771.85	May 2039 . . . . .	264,068.13
February 2034 . . . .	2,246,294.17	October 2036 . . . . .	957,802.17	June 2039 . . . . .	248,036.16
March 2034 . . . . .	2,193,978.60	November 2036 . . . .	928,386.25	July 2039 . . . . .	232,332.53
April 2034 . . . . .	2,142,566.29	December 2036 . . . .	899,515.30	August 2039 . . . . .	216,951.80
May 2034 . . . . .	2,092,043.31	January 2037 . . . . .	871,180.64	September 2039 . . .	201,888.63
June 2034 . . . . .	2,042,395.89	February 2037 . . . .	843,373.71	October 2039 . . . . .	187,137.74
July 2034 . . . . .	1,993,610.50	March 2037 . . . . .	816,086.10	November 2039 . . . .	172,693.94
August 2034 . . . . .	1,945,673.79	April 2037 . . . . .	789,309.50	December 2039 . . . .	158,552.12
September 2034 . . .	1,898,572.60	May 2037 . . . . .	763,035.74	January 2040 . . . . .	144,707.25
October 2034 . . . . .	1,852,293.97	June 2037 . . . . .	737,256.77	February 2040 . . . .	131,154.37
November 2034 . . . .	1,806,825.13	July 2037 . . . . .	711,964.66	March 2040 . . . . .	117,888.59
December 2034 . . . .	1,762,153.49	August 2037 . . . . .	687,151.60	April 2040 . . . . .	104,905.10
January 2035 . . . . .	1,718,266.66	September 2037 . . .	662,809.88	May 2040 . . . . .	92,199.18
February 2035 . . . .	1,675,152.42	October 2037 . . . . .	638,931.92	June 2040 . . . . .	79,766.16
March 2035 . . . . .	1,632,798.73	November 2037 . . . .	615,510.26	July 2040 . . . . .	67,601.44
April 2035 . . . . .	1,591,193.73	December 2037 . . . .	592,537.54	August 2040 . . . . .	55,700.51
May 2035 . . . . .	1,550,325.74	January 2038 . . . . .	570,006.51	September 2040 . . .	44,058.91
June 2035 . . . . .	1,510,183.23	February 2038 . . . .	547,910.02	October 2040 . . . . .	32,672.26
July 2035 . . . . .	1,470,754.86	March 2038 . . . . .	526,241.05	November 2040 . . . .	21,536.24
August 2035 . . . . .	1,432,029.45	April 2038 . . . . .	504,992.67	December 2040 . . . .	10,646.60
September 2035 . . .	1,393,995.99	May 2038 . . . . .	484,158.06	January 2041 and thereafter . . . . .	0.00
October 2035 . . . . .	1,356,643.63	June 2038 . . . . .	463,730.49		

### GP Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance . . . .	\$11,797,813.00	November 2013 . . . .	\$ 8,230,299.15	October 2015 . . . . .	\$ 3,836,126.79
January 2012 . . . . .	11,732,190.62	December 2013 . . . .	7,996,668.08	November 2015 . . . .	3,687,559.22
February 2012 . . . . .	11,657,411.04	January 2014 . . . . .	7,767,226.44	December 2015 . . . .	3,542,193.26
March 2012 . . . . .	11,573,559.31	February 2014 . . . .	7,541,926.46	January 2016 . . . . .	3,399,990.82
April 2012 . . . . .	11,480,733.29	March 2014 . . . . .	7,320,720.89	February 2016 . . . .	3,260,914.21
May 2012 . . . . .	11,379,043.58	April 2014 . . . . .	7,103,562.90	March 2016 . . . . .	3,124,926.11
June 2012 . . . . .	11,268,613.34	May 2014 . . . . .	6,890,406.12	April 2016 . . . . .	2,991,989.58
July 2012 . . . . .	11,149,578.20	June 2014 . . . . .	6,681,204.66	May 2016 . . . . .	2,862,068.00
August 2012 . . . . .	11,022,086.09	July 2014 . . . . .	6,475,913.03	June 2016 . . . . .	2,735,125.18
September 2012 . . . .	10,886,297.04	August 2014 . . . . .	6,274,486.24	July 2016 . . . . .	2,611,125.24
October 2012 . . . . .	10,742,382.94	September 2014 . . . .	6,076,879.68	August 2016 . . . . .	2,490,032.67
November 2012 . . . .	10,590,527.39	October 2014 . . . . .	5,883,049.21	September 2016 . . . .	2,371,812.32
December 2012 . . . .	10,430,925.36	November 2014 . . . .	5,692,951.13	October 2016 . . . . .	2,256,429.38
January 2013 . . . . .	10,263,782.98	December 2014 . . . .	5,506,542.13	November 2016 . . . .	2,143,849.40
February 2013 . . . . .	10,089,317.18	January 2015 . . . . .	5,323,779.36	December 2016 . . . .	2,034,038.26
March 2013 . . . . .	9,907,755.49	February 2015 . . . .	5,144,620.37	January 2017 . . . . .	1,926,962.18
April 2013 . . . . .	9,719,335.55	March 2015 . . . . .	4,969,023.14	February 2017 . . . .	1,822,587.72
May 2013 . . . . .	9,524,304.88	April 2015 . . . . .	4,796,946.05	March 2017 . . . . .	1,720,881.79
June 2013 . . . . .	9,322,920.48	May 2015 . . . . .	4,628,347.88	April 2017 . . . . .	1,621,811.61
July 2013 . . . . .	9,115,448.40	June 2015 . . . . .	4,463,187.84	May 2017 . . . . .	1,525,344.74
August 2013 . . . . .	8,902,163.37	July 2015 . . . . .	4,301,425.51	June 2017 . . . . .	1,431,449.05
September 2013 . . . .	8,683,348.40	August 2015 . . . . .	4,143,020.91	July 2017 . . . . .	1,340,092.74
October 2013 . . . . .	8,459,294.28	September 2015 . . . .	3,987,934.41	August 2017 . . . . .	1,251,244.34

**GP Class (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
September 2017 . . . .	\$ 1,164,872.68	April 2018 . . . . .	\$ 627,067.46	November 2018 . . . .	\$ 199,005.21
October 2017 . . . . .	1,080,946.93	May 2018 . . . . .	559,424.94	December 2018 . . . .	146,251.64
November 2017 . . . . .	999,436.54	June 2018 . . . . .	493,992.45	January 2019 . . . . .	95,516.94
December 2017 . . . . .	920,311.27	July 2018 . . . . .	430,741.86	February 2019 . . . . .	46,774.88
January 2018 . . . . .	843,541.20	August 2018 . . . . .	369,645.29	March 2019 and thereafter . . . . .	0.00
February 2018 . . . . .	769,096.71	September 2018 . . . .	310,675.14		
March 2018 . . . . .	696,948.48	October 2018 . . . . .	253,804.13		

**Aggregate Group IV Planned Balances**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance . . . .	\$170,627,392.00	December 2015 . . . .	\$101,040,710.93	December 2019 . . . .	\$ 49,953,499.22
January 2012 . . . . .	169,731,689.28	January 2016 . . . . .	99,698,318.45	January 2020 . . . . .	49,174,968.16
February 2012 . . . . .	168,867,411.93	February 2016 . . . . .	98,369,215.11	February 2020 . . . . .	48,407,871.98
March 2012 . . . . .	167,947,501.69	March 2016 . . . . .	97,053,274.15	March 2020 . . . . .	47,652,048.16
April 2012 . . . . .	166,972,574.11	April 2016 . . . . .	95,750,370.04	April 2020 . . . . .	46,907,336.47
May 2012 . . . . .	165,943,294.70	May 2016 . . . . .	94,460,378.39	May 2020 . . . . .	46,173,578.88
June 2012 . . . . .	164,860,378.28	June 2016 . . . . .	93,183,175.99	June 2020 . . . . .	45,450,619.60
July 2012 . . . . .	163,724,588.17	July 2016 . . . . .	91,918,640.77	July 2020 . . . . .	44,738,304.99
August 2012 . . . . .	162,536,735.39	August 2016 . . . . .	90,666,651.84	August 2020 . . . . .	44,036,483.55
September 2012 . . . .	161,297,677.74	September 2016 . . . .	89,427,089.40	September 2020 . . . .	43,345,005.91
October 2012 . . . . .	160,008,318.79	October 2016 . . . . .	88,199,834.81	October 2020 . . . . .	42,663,724.76
November 2012 . . . . .	158,669,606.87	November 2016 . . . .	86,984,770.50	November 2020 . . . .	41,992,494.87
December 2012 . . . . .	157,282,533.87	December 2016 . . . .	85,781,780.05	December 2020 . . . .	41,331,173.02
January 2013 . . . . .	155,848,134.12	January 2017 . . . . .	84,590,748.10	January 2021 . . . . .	40,679,618.00
February 2013 . . . . .	154,367,483.09	February 2017 . . . . .	83,411,560.39	February 2021 . . . . .	40,037,690.55
March 2013 . . . . .	152,841,696.04	March 2017 . . . . .	82,244,103.70	March 2021 . . . . .	39,405,253.39
April 2013 . . . . .	151,271,926.69	April 2017 . . . . .	81,088,265.91	April 2021 . . . . .	38,782,171.12
May 2013 . . . . .	149,659,365.70	May 2017 . . . . .	79,943,935.93	May 2021 . . . . .	38,168,310.26
June 2013 . . . . .	148,005,239.24	June 2017 . . . . .	78,811,003.73	June 2021 . . . . .	37,563,539.17
July 2013 . . . . .	146,310,807.35	July 2017 . . . . .	77,689,360.28	July 2021 . . . . .	36,967,728.07
August 2013 . . . . .	144,577,362.40	August 2017 . . . . .	76,578,897.60	August 2021 . . . . .	36,380,748.98
September 2013 . . . .	142,806,227.34	September 2017 . . . .	75,479,508.73	September 2021 . . . .	35,802,475.72
October 2013 . . . . .	141,052,460.48	October 2017 . . . . .	74,391,087.68	October 2021 . . . . .	35,232,783.86
November 2013 . . . . .	139,315,896.89	November 2017 . . . .	73,313,529.48	November 2021 . . . .	34,671,550.72
December 2013 . . . . .	137,596,373.21	December 2017 . . . .	72,246,730.14	December 2021 . . . .	34,118,655.34
January 2014 . . . . .	135,893,727.59	January 2018 . . . . .	71,190,586.65	January 2022 . . . . .	33,573,978.44
February 2014 . . . . .	134,207,799.70	February 2018 . . . . .	70,144,996.96	February 2022 . . . . .	33,037,402.41
March 2014 . . . . .	132,538,430.71	March 2018 . . . . .	69,109,859.98	March 2022 . . . . .	32,508,811.30
April 2014 . . . . .	130,885,463.27	April 2018 . . . . .	68,085,075.57	April 2022 . . . . .	31,988,090.77
May 2014 . . . . .	129,248,741.51	May 2018 . . . . .	67,070,544.53	May 2022 . . . . .	31,475,128.08
June 2014 . . . . .	127,628,111.01	June 2018 . . . . .	66,066,168.59	June 2022 . . . . .	30,969,812.07
July 2014 . . . . .	126,023,418.80	July 2018 . . . . .	65,071,850.40	July 2022 . . . . .	30,472,033.14
August 2014 . . . . .	124,434,513.34	August 2018 . . . . .	64,087,493.54	August 2022 . . . . .	29,981,683.23
September 2014 . . . .	122,861,244.50	September 2018 . . . .	63,113,002.48	September 2022 . . . .	29,498,655.78
October 2014 . . . . .	121,303,463.56	October 2018 . . . . .	62,148,282.58	October 2022 . . . . .	29,022,845.73
November 2014 . . . . .	119,761,023.21	November 2018 . . . .	61,193,240.12	November 2022 . . . .	28,554,149.51
December 2014 . . . . .	118,233,777.47	December 2018 . . . .	60,250,177.65	December 2022 . . . .	28,092,464.96
January 2015 . . . . .	116,721,581.79	January 2019 . . . . .	59,320,883.72	January 2023 . . . . .	27,637,691.40
February 2015 . . . . .	115,224,292.91	February 2019 . . . . .	58,405,163.34	February 2023 . . . . .	27,189,729.52
March 2015 . . . . .	113,741,768.96	March 2019 . . . . .	57,502,824.24	March 2023 . . . . .	26,748,481.44
April 2015 . . . . .	112,273,869.38	April 2019 . . . . .	56,613,676.82	April 2023 . . . . .	26,313,850.63
May 2015 . . . . .	110,820,454.90	May 2019 . . . . .	55,737,534.11	May 2023 . . . . .	25,885,741.92
June 2015 . . . . .	109,381,387.61	June 2019 . . . . .	54,874,211.75	June 2023 . . . . .	25,464,061.47
July 2015 . . . . .	107,956,530.83	July 2019 . . . . .	54,023,527.93	July 2023 . . . . .	25,048,716.77
August 2015 . . . . .	106,545,749.21	August 2019 . . . . .	53,185,303.39	August 2023 . . . . .	24,639,616.61
September 2015 . . . .	105,148,908.64	September 2019 . . . .	52,359,361.35	September 2023 . . . .	24,236,671.04
October 2015 . . . . .	103,765,876.26	October 2019 . . . . .	51,545,527.50	October 2023 . . . . .	23,839,791.39
November 2015 . . . . .	102,396,520.48	November 2019 . . . .	50,743,629.96	November 2023 . . . .	23,448,890.24

**Aggregate Group IV (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
December 2023 . . . .	\$ 23,063,881.38	December 2028 . . . .	\$ 8,104,158.84	December 2033 . . . .	\$ 2,360,145.28
January 2024 . . . . .	22,684,679.84	January 2029 . . . . .	7,955,131.35	January 2034 . . . . .	2,305,178.15
February 2024 . . . . .	22,311,201.82	February 2029 . . . . .	7,808,469.84	February 2034 . . . . .	2,251,160.07
March 2024 . . . . .	21,943,364.71	March 2029 . . . . .	7,664,139.20	March 2034 . . . . .	2,198,076.39
April 2024 . . . . .	21,581,087.05	April 2029 . . . . .	7,522,104.84	April 2034 . . . . .	2,145,912.66
May 2024 . . . . .	21,224,288.54	May 2029 . . . . .	7,382,332.68	May 2034 . . . . .	2,094,654.64
June 2024 . . . . .	20,872,890.01	June 2029 . . . . .	7,244,789.12	June 2034 . . . . .	2,044,288.31
July 2024 . . . . .	20,526,813.39	July 2029 . . . . .	7,109,441.02	July 2034 . . . . .	1,994,799.85
August 2024 . . . . .	20,185,981.73	August 2029 . . . . .	6,976,255.73	August 2034 . . . . .	1,946,175.65
September 2024 . . . .	19,850,319.14	September 2029 . . . .	6,845,201.08	September 2034 . . . .	1,898,402.27
October 2024 . . . . .	19,519,750.81	October 2029 . . . . .	6,716,245.33	October 2034 . . . . .	1,851,466.51
November 2024 . . . . .	19,194,203.00	November 2029 . . . . .	6,589,357.23	November 2034 . . . . .	1,805,355.33
December 2024 . . . . .	18,873,602.99	December 2029 . . . . .	6,464,505.96	December 2034 . . . . .	1,760,055.90
January 2025 . . . . .	18,557,879.08	January 2030 . . . . .	6,341,661.12	January 2035 . . . . .	1,715,555.56
February 2025 . . . . .	18,246,960.59	February 2030 . . . . .	6,220,792.79	February 2035 . . . . .	1,671,841.86
March 2025 . . . . .	17,940,777.84	March 2030 . . . . .	6,101,871.45	March 2035 . . . . .	1,628,902.52
April 2025 . . . . .	17,639,262.14	April 2030 . . . . .	5,984,868.00	April 2035 . . . . .	1,586,725.43
May 2025 . . . . .	17,342,345.74	May 2030 . . . . .	5,869,753.79	May 2035 . . . . .	1,545,298.69
June 2025 . . . . .	17,049,961.88	June 2030 . . . . .	5,756,500.53	June 2035 . . . . .	1,504,610.53
July 2025 . . . . .	16,762,044.72	July 2030 . . . . .	5,645,080.39	July 2035 . . . . .	1,464,649.39
August 2025 . . . . .	16,478,529.36	August 2030 . . . . .	5,535,465.91	August 2035 . . . . .	1,425,403.87
September 2025 . . . .	16,199,351.81	September 2030 . . . .	5,427,630.02	September 2035 . . . .	1,386,862.72
October 2025 . . . . .	15,924,448.99	October 2030 . . . . .	5,321,546.06	October 2035 . . . . .	1,349,014.90
November 2025 . . . . .	15,653,758.70	November 2030 . . . . .	5,217,187.74	November 2035 . . . . .	1,311,849.48
December 2025 . . . . .	15,387,219.64	December 2030 . . . . .	5,114,529.15	December 2035 . . . . .	1,275,355.72
January 2026 . . . . .	15,124,771.36	January 2031 . . . . .	5,013,544.74	January 2036 . . . . .	1,239,523.05
February 2026 . . . . .	14,866,354.26	February 2031 . . . . .	4,914,209.37	February 2036 . . . . .	1,204,341.02
March 2026 . . . . .	14,611,909.60	March 2031 . . . . .	4,816,498.21	March 2036 . . . . .	1,169,799.37
April 2026 . . . . .	14,361,379.46	April 2031 . . . . .	4,720,386.82	April 2036 . . . . .	1,135,887.97
May 2026 . . . . .	14,114,706.74	May 2031 . . . . .	4,625,851.10	May 2036 . . . . .	1,102,596.84
June 2026 . . . . .	13,871,835.16	June 2031 . . . . .	4,532,867.30	June 2036 . . . . .	1,069,916.17
July 2026 . . . . .	13,632,709.22	July 2031 . . . . .	4,441,412.02	July 2036 . . . . .	1,037,836.27
August 2026 . . . . .	13,397,274.21	August 2031 . . . . .	4,351,462.19	August 2036 . . . . .	1,006,347.61
September 2026 . . . .	13,165,476.20	September 2031 . . . .	4,262,995.07	September 2036 . . . .	975,440.79
October 2026 . . . . .	12,937,262.02	October 2031 . . . . .	4,175,988.25	October 2036 . . . . .	945,106.55
November 2026 . . . . .	12,712,579.27	November 2031 . . . . .	4,090,419.66	November 2036 . . . . .	915,335.78
December 2026 . . . . .	12,491,376.26	December 2031 . . . . .	4,006,267.52	December 2036 . . . . .	886,119.49
January 2027 . . . . .	12,273,602.06	January 2032 . . . . .	3,923,510.38	January 2037 . . . . .	857,448.83
February 2027 . . . . .	12,059,206.46	February 2032 . . . . .	3,842,127.11	February 2037 . . . . .	829,315.09
March 2027 . . . . .	11,848,139.94	March 2032 . . . . .	3,762,096.87	March 2037 . . . . .	801,709.68
April 2027 . . . . .	11,640,353.71	April 2032 . . . . .	3,683,399.12	April 2037 . . . . .	774,024.14
May 2027 . . . . .	11,435,799.67	May 2032 . . . . .	3,606,013.64	May 2037 . . . . .	748,050.13
June 2027 . . . . .	11,234,430.38	June 2032 . . . . .	3,529,920.48	June 2037 . . . . .	721,979.45
July 2027 . . . . .	11,036,199.09	July 2032 . . . . .	3,455,099.99	July 2037 . . . . .	696,404.00
August 2027 . . . . .	10,841,059.72	August 2032 . . . . .	3,381,532.79	August 2037 . . . . .	671,315.82
September 2027 . . . .	10,648,966.83	September 2032 . . . .	3,309,199.80	September 2037 . . . .	646,707.06
October 2027 . . . . .	10,459,875.64	October 2032 . . . . .	3,238,082.21	October 2037 . . . . .	622,569.99
November 2027 . . . . .	10,273,742.00	November 2032 . . . . .	3,168,161.48	November 2037 . . . . .	598,897.00
December 2027 . . . . .	10,090,522.38	December 2032 . . . . .	3,099,419.35	December 2037 . . . . .	575,680.58
January 2028 . . . . .	9,910,173.88	January 2033 . . . . .	3,031,837.80	January 2038 . . . . .	552,913.34
February 2028 . . . . .	9,732,654.22	February 2033 . . . . .	2,965,399.10	February 2038 . . . . .	530,588.02
March 2028 . . . . .	9,557,921.69	March 2033 . . . . .	2,900,085.77	March 2038 . . . . .	508,697.43
April 2028 . . . . .	9,385,935.21	April 2033 . . . . .	2,835,880.56	April 2038 . . . . .	487,234.51
May 2028 . . . . .	9,216,654.26	May 2033 . . . . .	2,772,766.52	May 2038 . . . . .	466,192.32
June 2028 . . . . .	9,050,038.92	June 2033 . . . . .	2,710,726.89	June 2038 . . . . .	445,564.00
July 2028 . . . . .	8,886,049.80	July 2033 . . . . .	2,649,745.20	July 2038 . . . . .	425,342.79
August 2028 . . . . .	8,724,648.12	August 2033 . . . . .	2,589,805.19	August 2038 . . . . .	405,522.06
September 2028 . . . .	8,565,795.62	September 2033 . . . .	2,530,890.86	September 2038 . . . .	386,095.26
October 2028 . . . . .	8,409,454.59	October 2033 . . . . .	2,472,986.42	October 2038 . . . . .	367,055.94
November 2028 . . . . .	8,255,587.88	November 2033 . . . . .	2,416,076.33	November 2038 . . . . .	348,397.74

***Aggregate Group IV (Continued)***

<u>Distribution Date</u>		<u>Planned Balance</u>	<u>Distribution Date</u>		<u>Planned Balance</u>	<u>Distribution Date</u>		<u>Planned Balance</u>
December 2038 . . . .	\$	330,114.41	September 2039 . . .	\$	181,447.12	June 2040 . . . . .	\$	58,524.03
January 2039 . . . . .		312,199.79	October 2039 . . . . .		166,588.55	July 2040 . . . . .		46,292.39
February 2039 . . . . .		294,647.82	November 2039 . . . .		152,041.96	August 2040 . . . . .		34,328.62
March 2039 . . . . .		277,452.50	December 2039 . . . .		137,802.17	September 2040 . . .		22,628.18
April 2039 . . . . .		260,607.97	January 2040 . . . . .		123,864.03	October 2040 . . . . .		11,186.61
May 2039 . . . . .		244,108.42	February 2040 . . . . .		110,222.49	November 2040 and thereafter . . . . .		0.00
June 2039 . . . . .		227,948.14	March 2040 . . . . .		96,872.59			
July 2039 . . . . .		212,121.51	April 2040 . . . . .		83,809.41			
August 2039 . . . . .		196,622.99	May 2040 . . . . .		71,028.14			

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

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

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**\$991,608,469**



**Guaranteed REMIC  
Pass-Through Certificates  
Fannie Mae REMIC Trust 2011-144**

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**PROSPECTUS SUPPLEMENT**

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**Goldman, Sachs & Co.**

**December 22, 2011**

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