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

$1,244,479,387

FannieMae

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2012-80

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
NV	1	$ 19,779,500	SC/SEQ/AD	3.50%	FIX	3136A7TT9	May 2042
NZ	1	19,779,500	SC/SEQ	3.50	FIX/Z	3136A7TU6	May 2042
GA	2	1,000,000	SC/PT	3.50	FIX	3136A7TV4	October 2041
FG	2	9,444,588	SC/PT	(2)	FLT	3136A7TW2	October 2041
SG	2	4,509,310(3)	NTL	(2)	INV/IO	3136A7TX0	October 2041
GS	2	3,416,731	SC/PT	(2)	INV	3136A7TY8	October 2041
FM	3	97,851,923	PT	(2)	FLT	3136A7TZ5	August 2042
SM	3	97,851,923(3)	NTL	(2)	INV/IO	3136A7UA8	August 2042
MI	3	37,388,000(3)	NTL	4.50	FIX/IO	3136A7UB6	October 2041
MC	3	112,164,000	PAC	1.75	FIX	3136A7UC4	October 2041
MY	3	7,837,000	PAC	3.25	FIX	3136A7UD2	August 2042
MQ	3	4,601,000	PAC	3.00	FIX	3136A7UE0	August 2042
MP	3	4,601,000	PAC	3.50	FIX	3136A7UF7	August 2042
MF	3	16,167,318	SUP	(2)	FLT	3136A7UG5	August 2042
MS	3	11,192,759	SUP	(2)	INV	3136A7UH3	August 2042

(Table continued on next page)

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The LA, LH, AF, AS, DB, DF, DS, HB, HC, HD, ND and NU Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—The Certificates—*Combination and Recombination*" in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be July 30, 2012.

Carefully consider the risk factors on page S-10 of this prospectus supplement and starting on page 11 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

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

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

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

Citigroup

The date of this Prospectus Supplement is July 24, 2012

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
LO(4)	4	$101,189,000	SEQ	0.00%	PO	3136A7UJ9	June 2039
LP(4)	4	101,189,000(3)	NTL	(5)	T/IO	3136A7UK6	June 2039
LQ(4)	4	101,189,000(3)	NTL	(5)	T/IO	3136A7UL4	June 2039
LV(4)	4	14,405,500	SEQ/AD	4.00	FIX	3136A7UM2	January 2030
LZ	4	14,405,500	SEQ	4.00	FIX/Z	3136A7UN0	August 2042
AO(4)	5	89,355,333	SEQ	0.00	PO	3136A7UP5	February 2039
AP(4)	5	89,355,333(3)	NTL	(5)	T/IO	3136A7UQ3	February 2039
AQ(4)	5	89,355,333(3)	NTL	(5)	T/IO	3136A7UR1	February 2039
AB	5	178,710,667	SEQ	2.00	FIX	3136A7US9	February 2039
AV	5	39,774,908	SEQ/AD	3.50	FIX	3136A7UT7	June 2032
AZ	5	39,774,908	SEQ	3.50	FIX/Z	3136A7UU4	August 2042
OD(4)	6	21,024,000	SEQ	0.00	PO	3136A7UV2	June 2039
DP(4)	6	21,024,000(3)	NTL	(5)	T/IO	3136A7UW0	June 2039
DQ(4)	6	21,024,000(3)	NTL	(5)	T/IO	3136A7UX8	June 2039
DA	6	49,056,000	SEQ	2.00	FIX	3136A7UY6	June 2039
DV(4)	6	4,953,000	SEQ/AD	3.50	FIX	3136A7UZ3	November 2023
EV(4)	6	3,155,000	SEQ/AD	3.50	FIX	3136A7VA7	March 2029
DZ(4)	6	10,343,580	SEQ	3.50	FIX/Z	3136A7VB5	August 2042
EA	7	27,555,200	PAC/AD	2.00	FIX	3136A7VC3	April 2042
EB	7	41,332,800	PAC/AD	4.50	FIX	3136A7VD1	April 2042
ED	7	1,861,000	PAC/AD	3.50	FIX	3136A7VE9	August 2042
EZ	7	26,210,897	SUP	3.50	FIX/Z	3136A7VF6	August 2042
HA(4)	8	103,195,000	SEQ/AD	1.50	FIX	3136A7VG4	January 2042
HI(4)	8	51,597,500(3)	NTL	3.00	FIX/IO	3136A7VH2	January 2042
HZ	8	1,805,000	SEQ	3.00	FIX/Z	3136A7VJ8	August 2042
NA(4)	9	54,198,571	PAC	2.75	FIX	3136A7VK5	June 2042
NY(4)	9	750,000	PAC	2.75	FIX	3136A7VL3	August 2042
NB	9	41,211,429	PAC	4.50	FIX	3136A7VM1	August 2042
NQ	9	23,171,000	PAC	3.50	FIX	3136A7VN9	August 2042
NF(4)	9	15,941,664	SUP	(2)	FLT	3136A7VP4	August 2042
NS(4)	9	9,109,522	SUP	(2)	INV	3136A7VQ2	August 2042
GC	10	12,222,222	SP/AD	3.00	FIX	3136A7VR0	November 2037
GT	10	10,000,000	SPS/AD	2.25	FIX	3136A7VS8	October 2039
GI	10	2,500,000(3)	NTL	3.00	FIX/IO	3136A7VT6	October 2039
GZ	10	1,932,367	SEQ	3.00	FIX/Z	3136A7VU3	August 2042
R		0	NPR	0	NPR	3136A7VV1	August 2042
RL		0	NPR	0	NPR	3136A7VW9	August 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-7 for a description of how their notional balances are calculated.
(4) Exchangeable classes.
(5) These classes are toggle classes. See pages S-6 and S-7 for a description of their interest rates.

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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
  - February 1, 2012, for all MBS issued on or after February 1, 2012,
  - July 1, 2011, for all MBS issued on or after July 1, 2011 and prior to February 1, 2012,
  - 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 1 or Group 2 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the "Underlying REMIC Disclosure Documents"); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading "Incorporation by Reference" in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus dated February 1, 2012.

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

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

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

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

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

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

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of July 1, 2012. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

Group	Assets
1	Class 2012-52-NY RCR Certificate
2	Class 2011-105-CE REMIC Certificate Class 2011-105-CH REMIC Certificate
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS
8	Group 8 MBS
9	Group 9 MBS
10	Group 10 MBS

Group 1 and Group 2

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

Group 3, Group 4, Group 5, Group 6, Group 7, Group 8, Group 9 and Group 10

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 3 MBS	$254,415,000	4.50%	4.75% to 7.00%	241 to 360
Group 4 MBS	$130,000,000	4.00%	4.25% to 6.50%	241 to 360
Group 5 MBS	$347,615,816	3.50%	3.75% to 6.00%	220 to 360
Group 6 MBS	$ 88,531,580	3.50%	3.75% to 6.00%	241 to 360
Group 7 MBS	$ 96,959,897	3.50%	3.75% to 6.00%	241 to 360
Group 8 MBS	$105,000,000	3.00%	3.25% to 5.50%	241 to 360
Group 9 MBS	$144,382,186	3.50%	3.75% to 6.00%	241 to 360
Group 10 MBS	$ 24,154,589	3.00%	3.25% to 5.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 3 MBS	$254,415,000	360	341	16	4.944%
Group 4 MBS	$130,000,000	360	353	3	4.571%
Group 5 MBS	$347,615,816	360	355	2	4.136%
Group 6 MBS	$ 88,531,580	360	341	3	4.060%
Group 7 MBS	$ 96,959,897	360	355	5	4.000%
Group 8 MBS	$105,000,000	360	358	1	3.570%
Group 9 MBS	$144,382,186	360	354	5	4.121%
Group 10 MBS	$ 24,154,589	360	354	5	3.610%

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.

Settlement Date

We expect to issue the certificates on July 30, 2012.

Distribution Dates

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

Record Date

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

Book-Entry and Physical Certificates

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

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

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

Class	Initial Interest Rate	Maximum Interest Rate	Minimum Interest Rate	Formula for Calculation of Interest Rate(1)
FG	1.38000%	5.50000%	1.15%	LIBOR + 115 basis points
SG	4.12000%	4.35000%	0.00%	4.35% − LIBOR
GS	5.95110%	6.28333%	0.00%	6.28333% − (1.44444444 × LIBOR)
FM	0.73975%	6.50000%	0.50%	LIBOR + 50 basis points
SM	5.76025%	6.00000%	0.00%	6.00% − LIBOR
MF	1.38975%	5.50000%	1.15%	LIBOR + 115 basis points
MS	5.93702%	6.28333%	0.00%	6.28333% − (1.44444444 × LIBOR)
LP	4.00000%	4.00000%	0.00%	(2)
LQ	0.00000%	4.00000%	0.00%	(3)
AP	6.50000%	6.50000%	0.00%	(4)
AQ	0.00000%	6.50000%	0.00%	(5)
DP	7.00000%	7.00000%	0.00%	(6)
DQ	0.00000%	7.00000%	0.00%	(7)
NF	1.39175%	5.50000%	1.15%	LIBOR + 115 basis points
NS	7.18944%	7.61250%	0.00%	7.6125% − (1.75 × LIBOR)
AF	0.68975%	6.50000%	0.45%	LIBOR + 45 basis points
AS	5.81025%	6.05000%	0.00%	6.05% − LIBOR
DF	0.60000%	7.00000%	0.35%	LIBOR + 35 basis points
DS	6.40000%	6.65000%	0.00%	6.65% − LIBOR

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

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 8.00%	4.0%
Greater than 8.00% and less than 8.25%	132% − (16 × LIBOR)
Equal to or greater than 8.25%	0.0%

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 8.00%	0.0%
Greater than 8.00% and less than 8.25%	(16 × LIBOR) − 128%
Equal to or greater than 8.25%	4.0%

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 7.84375%	6.5%
Greater than 7.84375% and less than 8.25%	132% − (16 × LIBOR)
Equal to or greater than 8.25%	0.0%

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 7.84375%	0.0%
Greater than 7.84375% and less than 8.25%	(16 × LIBOR) − 125.5%
Equal to or greater than 8.25%	6.5%

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 7.8125%	7.0%
Greater than 7.8125% and less than 8.25%	132% − (16 × LIBOR)
Equal to or greater than 8.25%	0.0%

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

If LIBOR is:	Applicable Rate or Formula
Less than or equal to 7.8125%	0.0%
Greater than 7.8125% and less than 8.25%	(16 × LIBOR) − 125%
Equal to or greater than 8.25%	7.0%

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:

Class	
SG	47.7449095715% of the FG Class
SM	100% of the FM Class
MI	33.3333333333% of the MC Class
LP	100% of the LO Class
LQ	100% of the LO Class
AP	100% of the AO Class
AQ	100% of the AO Class
DP	100% of the OD Class
DQ	100% of the OD Class
HI	50% of the HA Class
GI	25% of the GT Class
AS	100% of the AO Class
DS	100% of the OD 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)*

Group 1 Classes	PSA Prepayment Assumption 0%	100%	325%	500%	700%	900%	1300%
NV	11.1	9.5	8.1	6.0	4.6	3.7	2.6
NZ	25.3	17.2	14.5	10.1	7.3	5.6	3.6

Group 2 Classes	PSA Prepayment Assumption 0%	100%	250%	434%	600%	800%	1000%	1400%
GA, FG, SG and GS	27.6	19.8	2.7	0.7	0.5	0.3	0.2	0.2

Group 3 Classes	PSA Prepayment Assumption 0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
FM and SM	19.9	10.1	9.2	8.2	6.6	5.6	2.9	2.1	1.4	0.9
MI and MC	16.7	6.2	5.6	5.6	5.6	5.6	3.1	2.2	1.5	1.0
MY	26.4	19.6	19.6	19.6	19.6	19.6	10.8	7.4	4.6	2.6
MQ and MP	27.2	14.7	11.3	2.7	2.7	2.7	1.1	0.8	0.5	0.4
MF and MS	28.9	22.0	20.2	17.2	8.3	2.2	0.6	0.4	0.3	0.2

Group 4 Classes	PSA Prepayment Assumption 0%	100%	197%	400%	600%	800%
LO, LP, LQ and LA	17.1	7.4	4.8	2.9	2.1	1.8
LV	9.7	9.7	8.5	5.8	4.3	3.4
LZ	28.5	22.3	17.3	10.7	7.4	5.6
LH	16.2	7.7	5.2	3.2	2.4	2.0

Group 5 Classes	PSA Prepayment Assumption 0%	100%	190%	300%	500%	700%
AO, AP, AQ, AB, AF and AS	16.6	7.3	4.8	3.5	2.5	2.0
AV	11.1	10.8	9.0	7.1	5.0	3.9
AZ	28.3	22.5	17.8	13.4	8.8	6.5

Group 6 Classes	PSA Prepayment Assumption 0%	100%	193%	300%	500%	700%
OD, DP, DQ, DA, DF and DS	16.9	7.3	4.8	3.5	2.5	2.0
DV	6.0	6.0	6.0	5.5	4.3	3.4
EV	14.0	14.0	11.7	8.7	5.8	4.4
DZ	28.5	21.7	17.2	13.1	8.7	6.3
DB	28.5	21.7	16.4	12.1	7.7	5.6

Group 7 Classes	PSA Prepayment Assumption 0%	100%	200%	300%	500%	700%	900%	1300%
EA and EB	11.4	5.8	5.8	5.8	4.0	3.0	2.4	1.8
ED	21.4	21.0	21.0	21.0	13.7	9.6	7.2	4.4
EZ	25.5	18.4	9.3	2.5	1.4	1.0	0.8	0.6

Group 8 Classes	PSA Prepayment Assumption 0%	100%	338%	500%	700%	1100%
HA, HI, HB, HC and HD	18.5	10.0	4.7	3.5	2.7	2.0
HZ	29.7	28.0	18.4	13.4	9.7	5.8

Group 9 Classes	PSA Prepayment Assumption 0%	100%	179%	225%	300%	500%	700%	900%	1300%
NA	15.1	6.3	6.3	6.3	6.3	4.3	3.2	2.6	1.9
NY	25.0	23.3	23.3	23.3	23.3	15.5	10.9	8.1	4.8
NB and ND	15.2	6.5	6.5	6.5	6.5	4.4	3.3	2.7	1.9
NQ	26.0	13.6	3.1	3.1	3.1	1.9	1.5	1.2	0.9
NF, NS and NU	28.8	22.9	16.0	9.7	2.4	1.1	0.8	0.6	0.4

Group 10 Classes	PSA Prepayment Assumption 0%	100%	200%	400%	600%	800%	1100%
GC	11.7	6.0	6.0	4.6	3.4	2.7	2.1
GT and GI	22.7	11.0	4.8	1.8	1.3	1.0	0.8
GZ	28.6	23.9	18.7	11.6	8.0	6.0	4.2

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

ADDITIONAL RISK FACTORS

Payments on the Group 1 and Group 2 Classes will be affected by the applicable payment priorities governing the related underlying REMIC and RCR certificates. If you invest in a Group 1 or Group 2 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 and RCR certificates.

In particular, as described in the applicable Underlying REMIC Disclosure Documents, principal payments on the Group 1 Underlying RCR Certificate and the Class 2011-105-CE REMIC Certificate in Group 2 are governed by principal balance schedules. As a result, those underlying certificates may receive principal payments faster or slower than would otherwise have been the case. In some cases, they may receive no principal payments for extended periods. Prepayments on the related mortgage loans may have occurred at rates faster or slower than the rate initially assumed. In certain high prepayment scenarios, it is possible that the effect of a principal balance schedule on the principal payments over time may be eliminated. In such a case, the Group 1 Underlying RCR Certificate and the Class 2011-105-CE REMIC Certificate in Group 2 would receive principal payments at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

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

In addition, as described in the related Underlying REMIC Disclosure Document, the Class 2011-105-CH REMIC Certificate in Group 2 is a support class. A support class is entitled to receive payments on a distribution date only if scheduled payments of principal have been made on certain other classes in the related underlying REMIC trust. Accordingly, a support class may receive principal payments that may vary widely from period to period.

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

Slight changes in LIBOR may significantly affect the yields on the toggle classes in Group 4, Group 5 and Group 6. The yields on the toggle classes may be extremely sensitive to certain changes in monthly LIBOR values. In particular, the toggle classes may experience dramatic declines in their yields as a result of certain changes in LIBOR, even if those changes are slight. For an illustration of this sensitivity, see the related yield tables in this prospectus supplement.

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

DESCRIPTION OF THE CERTIFICATES

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

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the "Trust") pursuant to a trust agreement dated as of May 1, 2010 and a supplement thereto dated as of July 1, 2012 (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:

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

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

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

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

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

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

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

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

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

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

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

The Underlying REMIC and RCR Certificates

The Underlying REMIC and RCR 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 1 Underlying RCR Certificate 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 February 1, 2012. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site and www.fanniemae.com. For additional information about the particular pools underlying the Group 1 Underlying RCR Certificate, see the Final Data Statements 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 February 1, 2012.

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

For further information about the Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC and RCR Certificates is also available at https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html. 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 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 addition, the Mortgage Loans backing the Group 4 MBS, Group 5 MBS and Group 6 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 the Home Affordable Refinance Program, see “The Mortgage Loans—High Loan-to-Value Mortgage Loans” in the MBS Prospectus dated February 1, 2012 and on our Web site at www.fanniemae.com. See also “Risk Factors—Risks Relating to Yield and Prepayment—*Refinancing—Mortgage loans with loan-to-value ratios greater than 80% may have different prepayment and default characteristics than conforming mortgage loans generally*” in the MBS Prospectus dated February 1, 2012.

Furthermore, the pools of mortgage loans backing the Group 7 MBS and Group 9 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated February 1, 2012. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 7 MBS and Group 9 MBS, see the Final Data Statement for the Trust 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 February 1, 2012.

Finally, the Mortgage Loans underlying the Group 8 MBS and Group 10 MBS are relocation mortgage loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—It is possible that the rate of prepayment of relocation mortgage loans may be higher than that of nonrelocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated February 1, 2012.

For additional information, see “Summary—Group 3, Group 4, Group 5, Group 6, Group 7, Group 8, Group 9 and Group 10—Characteristics of the Trust MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

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.

The Floating Rate, Inverse Floating Rate and Toggle Classes will bear interest at interest rates based on LIBOR established on the basis of the "BBA Method". We can provide no assurance that LIBOR for a Distribution Date accurately represents the offered rate applicable to loans in U.S. dollars for a one-month period between leading European banks, or that the procedures for calculating the interest settlement rate of the BBA for one-month U.S. dollar deposits will not change. Nor can we provide assurance that LIBOR's prominence as a benchmark interest rate will not diminish.

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

Delay Classes	No-Delay Classes
Fixed Rate Classes and the FG, SG, GS, MF, MS, LP, LQ, NF and NS Classes	FM, SM, AP, AQ, DP, DQ, AF, AS, DF and DS Classes

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

The Dealer will treat the LO Class as a delay Class, and the AO and OD Classes as no-delay Classes, solely for the purpose of facilitating trading.

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

Distributions of Principal

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

- *Group 1*

The Group 1 Principal Distribution Amount to NV and NZ, in that order, until retired. **Structured Collateral/ Sequential Pay Classes**

The "Group 1 Principal Distribution Amount" is the principal then paid on the Group 1 Underlying RCR Certificate *plus* any interest then accrued and added to the principal balance of the NZ Class.

- *Group 2*

The Group 2 Principal Distribution Amount to FG, GA and GS, pro rata, until retired. **Structured Collateral/ Pass-Through Classes**

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 as follows:

— 38.4615384313% to FM until retired, and **Pass-Through Class**

— 61.5384615687% as follows:

first, to Aggregate Group I to its Planned Balance;

second, to Aggregate Group II to its Planned Balance;

PAC Groups

third, to MF and MS, pro rata, until retired;

Support Classes

fourth, to Aggregate Group II to zero; and

fifth, to Aggregate Group I to zero.

PAC Groups

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

"Aggregate Group I" consists of the MC and MY Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to MC and MY, 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 MP and MQ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to MP and MQ, 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 4*

The LZ Accrual Amount to LV until retired, and thereafter to LZ.

Accretion Directed Class and Accrual Class

The Group 4 Cash Flow Distribution Amount to LO, LV and LZ, in that order, until retired.

Sequential Pay Classes

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

The "Group 4 Cash Flow Distribution Amount" is the principal then paid on the Group 4 MBS.

• *Group 5*

The AZ Accrual Amount to AV until retired, and thereafter to AZ.

Accretion Directed Class and Accrual Class

The Group 5 Cash Flow Distribution Amount in the following priority:

1. To AB and AO, pro rata, until retired.
2. To AV and AZ, in that order, until retired.

Sequential Pay Classes

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

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

• *Group 6*

The DZ Accrual Amount to DV and EV, in that order, until retired, and thereafter to DZ.

Accretion Directed Classes and Accrual Class

The Group 6 Cash Flow Distribution Amount in the following priority:

1. To DA and OD, pro rata, until retired.
2. To DV, EV and DZ, in that order, until retired.

Sequential Pay Classes

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

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

- *Group 7*

The Group 7 Principal Distribution Amount in the following priority:

1. To Aggregate Group III to its Planned Balance.	PAC Group
2. To EZ until retired.	Support Class
3. To Aggregate Group III to zero.	PAC Group

The "Group 7 Principal Distribution Amount" is the principal then paid on the Group 7 MBS *plus* any interest then accrued and added to the principal balance of the EZ Class.

"Aggregate Group III" consists of the EA, EB and ED Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group III as follows:

first, to EA and EB, pro rata, until retired; and

second, to ED 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 Group 8 Principal Distribution Amount to HA and HZ, in that order, until retired.	Sequential Pay Classes

The "Group 8 Principal Distribution Amount" is the principal then paid on the Group 8 MBS *plus* any interest then accrued and added to the principal balance of the HZ Class.

- *Group 9*

The Group 9 Principal Distribution Amount in the following priority:

1. To Aggregate Group IV to its Planned Balance. 2. To NQ to its Planned Balance.	PAC Group and Class
3. To NF and NS, pro rata, until retired.	Support Classes
4. To NQ until retired. 5. To Aggregate Group IV to zero.	PAC Class and Group

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

"Aggregate Group IV" consists of the NB, NA and NY Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group IV as follows:

— 42.8571433028% to NB until retired, and

— 57.1428566972% to NA and NY, in that order, until retired.

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

- *Group 10*

The Group 10 Principal Distribution Amount in the following priority:

1. An amount up to $161 to GT until retired.	Specified Payment Support Class
2. Beginning in July 2013, an amount up to $101,449 to GC until retired.	Specified Payment Class
3. To GT until retired.	Specified Payment Support Class
4. To GC until retired.	Specified Payment Class
5. To GZ until retired.	Sequential Pay Class

The "Group 10 Principal Distribution Amount" is the principal then paid on the Group 10 MBS *plus* any interest then accrued and added to the principal balance of the GZ Class.

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 and RCR Certificates, the priority sequences governing principal payments on the Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the "Pricing Assumptions"):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under "Summary—Group 3, Group 4, Group 5, Group 6, Group 7, Group 8, Group 9 and Group 10—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 July 30, 2012; 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 the NQ Class is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group or the NQ Class to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

Groups and Class	Structuring Ranges	Initial Effective Ranges
Aggregate Group I Planned Balances	Between 120% and 250% PSA	Between 120% and 250% PSA
Aggregate Group II Planned Balances	Between 147% and 250% PSA	Between 147% and 250% PSA
Aggregate Group III Planned Balances	Between 100% and 300% PSA	Between 100% and 300% PSA
Aggregate Group IV Planned Balances	Between 100% and 300% PSA	Between 100% and 300% PSA
NQ Class Planned Balances	Between 179% and 300% PSA	Between 179% and 300% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	MC and MY
Aggregate Group II	MP and MQ
Aggregate Group III	EA, EB and ED
Aggregate Group IV	NA, NY and NB

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 NQ 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 NQ 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 NQ Class to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group or the NQ 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 Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Groups and the NQ Class to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.

- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Groups and the NQ Class might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.

- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.

- The principal payment stability of each Aggregate Group and the NQ 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 NQ 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 and the Toggle Classes. **The yields on the Inverse Floating Rate Classes and the Toggle Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the Inverse Floating Rate and Toggle Classes (other than the GS and MS 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 and the Toggle Classes for the initial Interest Accrual Period are the rates listed in the table under "Summary—Interest Rates" in this prospectus supplement and for each following Interest Accrual Period will be based on the specified 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:

Class	Price*
SG	6.250%
GS	99.000%
SM	20.750%
MS	98.250%
LP	23.500%
LQ	21.000%
AP	38.000%
AQ	21.000%
DP	38.500%
DQ	22.000%
NS	100.375%
AS	23.250%
DS	25.000%

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

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

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

	PSA Prepayment Assumption							
LIBOR	50%	100%	250%	434%	600%	800%	1000%	1400%
0.12%	74.1%	74.1%	31.9%	(89.7)%	*	*	*	*
0.23%	72.0%	72.0%	29.9%	(91.6)%	*	*	*	*
2.23%	35.5%	35.4%	(4.8)%	*	*	*	*	*
4.35%	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption							
LIBOR	50%	100%	250%	434%	600%	800%	1000%	1400%
0.12%	6.2%	6.2%	6.5%	7.0%	7.5%	8.2%	8.8%	10.3%
0.23%	6.1%	6.1%	6.3%	6.9%	7.4%	8.0%	8.7%	10.2%
2.23%	3.1%	3.1%	3.4%	4.2%	4.9%	5.7%	6.6%	8.6%
4.35%	0.0%	0.1%	0.4%	1.4%	2.2%	3.3%	4.3%	6.9%

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

	PSA Prepayment Assumption									
LIBOR	50%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
0.12000%	24.5%	21.3%	20.0%	18.2%	14.8%	11.4%	(6.2)%	(21.6)%	(47.7)%	(92.5)%
0.23975%	23.8%	20.7%	19.4%	17.6%	14.1%	10.8%	(6.8)%	(22.2)%	(48.3)%	(93.1)%
2.23975%	13.1%	9.9%	8.7%	7.0%	3.6%	0.3%	(17.0)%	(32.1)%	(57.9)%	*
4.23975%	1.3%	(1.7)%	(2.9)%	(4.6)%	(7.9)%	(11.0)%	(27.8)%	(42.5)%	(68.2)%	*
6.00000%	*	*	*	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption									
LIBOR	**50%**	**100%**	**120%**	**147%**	**200%**	**250%**	**500%**	**700%**	**1000%**	**1400%**
0.12000%	6.3%	6.3%	6.3%	6.3%	6.4%	6.9%	8.6%	9.7%	11.5%	14.1%
0.23975%	6.1%	6.1%	6.1%	6.1%	6.3%	6.7%	8.4%	9.6%	11.4%	14.0%
2.23975%	3.2%	3.2%	3.2%	3.2%	3.3%	3.8%	5.7%	7.1%	9.2%	12.1%
4.35000%	0.1%	0.1%	0.1%	0.1%	0.2%	0.8%	3.0%	4.5%	6.8%	10.1%

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

	PSA Prepayment Assumption					
LIBOR	**50%**	**100%**	**197%**	**400%**	**600%**	**800%**
8.000% and below	9.4%	4.6%	(6.3)%	(30.7)%	(52.5)%	(70.8)%
8.125%	(2.0)%	(8.0)%	(21.5)%	(50.1)%	(74.1)%	(93.3)%
8.250% and above	*	*	*	*	*	*

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

	PSA Prepayment Assumption					
LIBOR	**50%**	**100%**	**197%**	**400%**	**600%**	**800%**
8.000% and below	*	*	*	*	*	*
8.125%	(0.4)%	(6.3)%	(19.4)%	(47.3)%	(71.0)%	(90.1)%
8.250% and above	11.9%	7.2%	(3.3)%	(26.9)%	(48.3)%	(66.4)%

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

	PSA Prepayment Assumption					
LIBOR	**50%**	**100%**	**190%**	**300%**	**500%**	**700%**
7.84375% and below	9.5%	4.7%	(5.4)%	(18.4)%	(40.9)%	(60.0)%
8.06250%	(3.2)%	(9.3)%	(22.1)%	(38.0)%	(63.9)%	(84.8)%
8.25000% and above	*	*	*	*	*	*

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

	PSA Prepayment Assumption					
LIBOR	**50%**	**100%**	**190%**	**300%**	**500%**	**700%**
7.84375% and below	*	*	*	*	*	*
8.06250%	8.8%	3.8%	(6.4)%	(19.6)%	(42.2)%	(61.5)%
8.25000% and above	25.4%	21.5%	13.5%	2.9%	(16.4)%	(33.8)%

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

LIBOR	PSA Prepayment Assumption 50%	100%	193%	300%	500%	700%
7.81250% and below	10.7%	6.1%	(3.7)%	(15.9)%	(38.2)%	(57.9)%
8.03125%	(1.4)%	(7.1)%	(19.3)%	(34.0)%	(59.5)%	(80.7)%
8.25000% and above	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption 50%	100%	193%	300%	500%	700%
7.81250% and below	*	*	*	*	*	*
8.03125%	7.7%	2.8%	(7.5)%	(20.3)%	(43.3)%	(63.4)%
8.25000% and above	26.2%	22.4%	14.4%	4.3%	(15.1)%	(33.0)%

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

LIBOR	PSA Prepayment Assumption 50%	100%	179%	225%	300%	500%	700%	900%	1300%
0.12000%	7.4%	7.4%	7.4%	7.4%	7.1%	6.7%	6.3%	6.0%	5.5%
0.24175%	7.2%	7.2%	7.2%	7.2%	6.9%	6.5%	6.1%	5.9%	5.3%
2.24175%	3.7%	3.7%	3.7%	3.6%	3.4%	3.1%	2.9%	2.7%	2.3%
4.35000%	0.0%	0.0%	0.0%	0.0%	(0.1)%	(0.3)%	(0.4)%	(0.6)%	(0.8)%

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

LIBOR	PSA Prepayment Assumption 50%	100%	190%	300%	500%	700%
0.12000%	19.7%	15.5%	6.9%	(4.4)%	(24.7)%	(42.7)%
0.23975%	19.1%	14.9%	6.2%	(5.2)%	(25.6)%	(43.6)%
2.23975%	8.8%	3.8%	(6.3)%	(19.5)%	(42.2)%	(61.4)%
4.23975%	(3.3)%	(9.5)%	(22.3)%	(38.2)%	(64.1)%	(85.0)%
6.05000%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption 50%	100%	193%	300%	500%	700%
0.12%	20.3%	16.2%	7.6%	(3.2)%	(23.5)%	(42.0)%
0.25%	19.7%	15.6%	6.9%	(4.0)%	(24.4)%	(43.0)%
2.25%	10.1%	5.5%	(4.4)%	(16.8)%	(39.2)%	(58.9)%
4.25%	(0.5)%	(6.1)%	(18.1)%	(32.7)%	(57.9)%	(79.0)%
6.65%	*	*	*	*	*	*

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

Class	% PSA
MI	330%
HI	516%
GI	219%

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

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

Class	Price*
MI	20.25%
HI	10.00%
GI	12.00%

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

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

Sensitivity of the MI Class to Prepayments

	PSA Prepayment Assumption									
	50%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
Pre-Tax Yields to Maturity	13.8%	7.6%	5.4%	5.4%	5.4%	5.4%	(15.6)%	(37.1)%	(72.6)%	*

Sensitivity of the HI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	338%	500%	700%	1100%
Pre-Tax Yields to Maturity	25.9%	23.4%	10.4%	0.9%	(11.1)%	(35.0)%

Sensitivity of the GI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	200%	400%	600%	800%	1100%
Pre-Tax Yields to Maturity	23.5%	18.9%	4.3%	(53.4)%	(87.2)%	*	*

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

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

Class	Price
LO	65.00%
AO	64.00%
OD	65.00%

Sensitivity of the LO Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	197%	400%	600%	800%
Pre-Tax Yields to Maturity	4.6%	6.5%	10.1%	16.8%	22.4%	27.3%

Sensitivity of the AO Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	190%	300%	500%	700%
Pre-Tax Yields to Maturity	4.9%	6.8%	10.3%	14.1%	20.1%	25.2%

Sensitivity of the OD Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	193%	300%	500%	700%
Pre-Tax Yields to Maturity	4.8%	6.6%	9.9%	13.5%	19.5%	24.7%

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Classes (other than the Group 2 Classes), and
- in the case of the Group 1 and Group 2 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC and RCR 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.

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 Underlying RCR Certificate	360 months	357 months	6.00%
Group 2 Underlying REMIC Certificates	360 months	350 months	7.00%
Group 3 MBS	360 months	360 months	7.00%
Group 4 MBS	360 months	360 months	6.50%
Group 5 MBS	360 months	360 months	6.00%
Group 6 MBS	360 months	360 months	6.00%
Group 7 MBS	360 months	360 months	6.00%
Group 8 MBS	360 months	360 months	5.50%
Group 9 MBS	360 months	360 months	6.00%
Group 10 MBS	360 months	360 months	5.50%

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

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

Percent of Original Principal Balances Outstanding

Date	NV Class PSA Prepayment Assumption							NZ Class PSA Prepayment Assumption						
	0%	100%	325%	500%	700%	900%	1300%	0%	100%	325%	500%	700%	900%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	96	96	96	96	96	96	96	104	104	104	104	104	104	104
July 2014	93	93	93	93	93	93	93	107	107	107	107	107	107	107
July 2015	89	89	89	89	89	89	0	111	111	111	111	111	111	99
July 2016	85	85	85	85	85	34	0	115	115	115	115	115	115	21
July 2017	81	81	81	81	44	0	0	119	119	119	119	119	67	5
July 2018	77	77	77	77	0	0	0	123	123	123	123	92	30	1
July 2019	72	72	72	30	0	0	0	128	128	128	128	52	13	*
July 2020	68	68	68	0	0	0	0	132	132	132	107	29	6	*
July 2021	63	63	63	0	0	0	0	137	137	137	73	17	3	*
July 2022	58	58	31	0	0	0	0	142	142	142	49	9	1	*
July 2023	53	53	0	0	0	0	0	147	147	135	33	5	1	*
July 2024	48	48	0	0	0	0	0	152	152	104	23	3	*	*
July 2025	42	17	0	0	0	0	0	158	158	81	15	2	*	*
July 2026	37	0	0	0	0	0	0	163	125	62	10	1	*	*
July 2027	31	0	0	0	0	0	0	169	101	48	7	*	*	0
July 2028	25	0	0	0	0	0	0	175	82	36	4	*	*	0
July 2029	19	0	0	0	0	0	0	181	65	28	3	*	*	0
July 2030	12	0	0	0	0	0	0	188	52	21	2	*	*	0
July 2031	6	0	0	0	0	0	0	194	41	16	1	*	*	0
July 2032	0	0	0	0	0	0	0	200	32	12	1	*	*	0
July 2033	0	0	0	0	0	0	0	200	25	9	1	*	*	0
July 2034	0	0	0	0	0	0	0	200	19	6	*	*	*	0
July 2035	0	0	0	0	0	0	0	200	14	4	*	*	*	0
July 2036	0	0	0	0	0	0	0	200	11	3	*	*	*	0
July 2037	0	0	0	0	0	0	0	121	8	2	*	*	*	0
July 2038	0	0	0	0	0	0	0	33	5	1	*	*	0	0
July 2039	0	0	0	0	0	0	0	3	3	1	*	*	0	0
July 2040	0	0	0	0	0	0	0	2	2	*	*	*	0	0
July 2041	0	0	0	0	0	0	0	1	1	*	*	*	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.1	9.5	8.1	6.0	4.6	3.7	2.6	25.3	17.2	14.5	10.1	7.3	5.6	3.6

Date	GA, FG, SG† and GS Classes PSA Prepayment Assumption								FM and SM† Classes PSA Prepayment Assumption									
	0%	100%	250%	434%	600%	800%	1000%	1400%	0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	74	27	*	0	0	0	99	94	93	92	89	87	76	67	54	35
July 2014	100	100	52	0	0	0	0	0	98	87	85	82	77	73	52	38	21	6
July 2015	100	100	36	0	0	0	0	0	97	80	77	74	67	61	36	22	8	1
July 2016	100	100	21	0	0	0	0	0	95	74	70	66	58	51	25	12	3	*
July 2017	100	100	11	0	0	0	0	0	94	68	64	59	50	42	17	7	1	*
July 2018	100	100	5	0	0	0	0	0	93	62	58	52	43	35	12	4	*	*
July 2019	100	100	3	0	0	0	0	0	91	57	52	46	37	29	8	2	*	*
July 2020	100	100	2	0	0	0	0	0	89	52	47	41	31	24	5	1	*	*
July 2021	100	100	2	0	0	0	0	0	88	48	43	36	27	20	4	1	*	*
July 2022	100	99	2	0	0	0	0	0	86	43	38	32	23	16	2	*	*	*
July 2023	100	96	1	0	0	0	0	0	84	39	34	28	19	13	2	*	*	0
July 2024	100	92	1	0	0	0	0	0	82	36	31	25	16	11	1	*	*	0
July 2025	100	89	1	0	0	0	0	0	79	32	27	22	14	9	1	*	*	0
July 2026	100	85	1	0	0	0	0	0	77	29	24	19	12	7	1	*	*	0
July 2027	100	81	1	0	0	0	0	0	74	26	21	16	10	6	*	*	*	0
July 2028	100	77	*	0	0	0	0	0	71	23	19	14	8	5	*	*	*	0
July 2029	100	73	*	0	0	0	0	0	68	20	16	12	7	4	*	*	*	0
July 2030	100	66	*	0	0	0	0	0	65	18	14	10	6	3	*	*	*	0
July 2031	100	58	*	0	0	0	0	0	61	15	12	9	4	2	*	*	*	0
July 2032	100	50	*	0	0	0	0	0	57	13	10	7	4	2	*	*	0	0
July 2033	100	43	*	0	0	0	0	0	53	11	9	6	3	1	*	*	0	0
July 2034	100	36	*	0	0	0	0	0	49	9	7	5	2	1	*	*	0	0
July 2035	100	29	*	0	0	0	0	0	44	8	6	4	2	1	*	*	0	0
July 2036	100	22	*	0	0	0	0	0	39	6	4	3	1	1	*	*	0	0
July 2037	100	16	0	0	0	0	0	0	34	4	3	2	1	*	*	*	0	0
July 2038	88	10	0	0	0	0	0	0	28	3	2	1	1	*	*	*	0	0
July 2039	72	5	0	0	0	0	0	0	22	2	1	1	*	*	*	*	0	0
July 2040	41	0	0	0	0	0	0	0	15	*	*	*	*	*	*	0	0	0
July 2041	6	0	0	0	0	0	0	0	8	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.6	19.8	2.7	0.7	0.5	0.3	0.2	0.2	19.9	10.1	9.2	8.2	6.6	5.6	2.9	2.1	1.4	0.9

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

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

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

Date	MI† and MC Classes — PSA Prepayment Assumption										MY Class — PSA Prepayment Assumption									
	0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%	0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	99	92	90	90	90	90	90	87	68	42	100	100	100	100	100	100	100	100	100	100
July 2014	97	81	79	79	79	79	66	47	23	1	100	100	100	100	100	100	100	100	100	100
July 2015	95	72	68	68	68	68	43	23	5	0	100	100	100	100	100	100	100	100	100	18
July 2016	94	63	58	58	58	58	27	10	0	0	100	100	100	100	100	100	100	100	65	3
July 2017	92	55	49	49	49	49	17	3	0	0	100	100	100	100	100	100	100	100	25	*
July 2018	90	47	41	41	41	41	9	0	0	0	100	100	100	100	100	100	100	80	10	*
July 2019	88	40	33	33	33	33	4	0	0	0	100	100	100	100	100	100	100	45	4	*
July 2020	85	33	26	26	26	26	1	0	0	0	100	100	100	100	100	100	100	25	2	*
July 2021	83	27	21	21	21	21	0	0	0	0	100	100	100	100	100	100	73	14	1	*
July 2022	80	21	16	16	16	16	0	0	0	0	100	100	100	100	100	100	49	8	*	*
July 2023	77	15	12	12	12	12	0	0	0	0	100	100	100	100	100	100	33	5	*	*
July 2024	74	10	8	8	8	8	0	0	0	0	100	100	100	100	100	100	23	3	*	0
July 2025	71	5	5	5	5	5	0	0	0	0	100	100	100	100	100	100	15	1	*	0
July 2026	68	3	3	3	3	3	0	0	0	0	100	100	100	100	100	100	10	1	*	0
July 2027	64	1	1	1	1	1	0	0	0	0	100	100	100	100	100	100	7	*	*	0
July 2028	60	0	0	0	0	0	0	0	0	0	100	94	94	94	94	94	4	*	*	0
July 2029	55	0	0	0	0	0	0	0	0	0	100	75	75	75	75	75	3	*	*	0
July 2030	51	0	0	0	0	0	0	0	0	0	100	60	60	60	60	60	2	*	*	0
July 2031	46	0	0	0	0	0	0	0	0	0	100	47	47	47	47	47	1	*	*	0
July 2032	40	0	0	0	0	0	0	0	0	0	100	36	36	36	36	36	1	*	*	0
July 2033	35	0	0	0	0	0	0	0	0	0	100	28	28	28	28	28	1	*	*	0
July 2034	29	0	0	0	0	0	0	0	0	0	100	21	21	21	21	21	*	*	*	0
July 2035	22	0	0	0	0	0	0	0	0	0	100	15	15	15	15	15	*	*	0	0
July 2036	15	0	0	0	0	0	0	0	0	0	100	11	11	11	11	11	*	*	0	0
July 2037	7	0	0	0	0	0	0	0	0	0	100	7	7	7	7	7	*	*	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	89	5	5	5	5	5	*	*	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	2	2	2	2	2	2	*	*	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	1	1	1	1	1	1	*	*	0	0
July 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.7	6.2	5.6	5.6	5.6	5.6	3.1	2.2	1.5	1.0	26.4	19.6	19.6	19.6	19.6	19.6	10.8	7.4	4.6	2.6

Date	MQ and MP Classes — PSA Prepayment Assumption										MF and MS Classes — PSA Prepayment Assumption									
	0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%	0%	100%	120%	147%	200%	250%	500%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	80	80	80	80	0	0	0	100	100	100	100	87	74	10	0	0	0
July 2014	100	100	100	57	57	57	0	0	0	0	100	100	100	100	72	46	0	0	0	0
July 2015	100	100	100	38	38	38	0	0	0	0	100	100	100	100	61	27	0	0	0	0
July 2016	100	100	100	24	24	24	0	0	0	0	100	100	100	100	53	13	0	0	0	0
July 2017	100	100	100	13	13	13	0	0	0	0	100	100	100	100	48	5	0	0	0	0
July 2018	100	100	100	6	6	6	0	0	0	0	100	100	100	100	45	1	0	0	0	0
July 2019	100	100	100	1	1	1	0	0	0	0	100	100	100	100	44	*	0	0	0	0
July 2020	100	100	98	0	0	0	0	0	0	0	100	100	100	99	42	*	0	0	0	0
July 2021	100	100	90	0	0	0	0	0	0	0	100	100	100	96	40	*	0	0	0	0
July 2022	100	100	76	0	0	0	0	0	0	0	100	100	100	91	37	*	0	0	0	0
July 2023	100	100	58	0	0	0	0	0	0	0	100	100	100	86	34	*	0	0	0	0
July 2024	100	100	38	0	0	0	0	0	0	0	100	100	100	80	31	*	0	0	0	0
July 2025	100	97	15	0	0	0	0	0	0	0	100	100	100	74	28	*	0	0	0	0
July 2026	100	70	0	0	0	0	0	0	0	0	100	100	97	67	25	*	0	0	0	0
July 2027	100	42	0	0	0	0	0	0	0	0	100	100	89	61	22	*	0	0	0	0
July 2028	100	13	0	0	0	0	0	0	0	0	100	100	80	54	20	*	0	0	0	0
July 2029	100	0	0	0	0	0	0	0	0	0	100	94	72	48	17	*	0	0	0	0
July 2030	100	0	0	0	0	0	0	0	0	0	100	85	64	42	15	*	0	0	0	0
July 2031	100	0	0	0	0	0	0	0	0	0	100	75	56	37	12	*	0	0	0	0
July 2032	100	0	0	0	0	0	0	0	0	0	100	66	49	31	10	*	0	0	0	0
July 2033	100	0	0	0	0	0	0	0	0	0	100	56	41	26	8	*	0	0	0	0
July 2034	100	0	0	0	0	0	0	0	0	0	100	48	35	22	7	*	0	0	0	0
July 2035	100	0	0	0	0	0	0	0	0	0	100	39	28	17	5	*	0	0	0	0
July 2036	100	0	0	0	0	0	0	0	0	0	100	31	22	13	4	*	0	0	0	0
July 2037	100	0	0	0	0	0	0	0	0	0	100	23	16	10	3	*	0	0	0	0
July 2038	100	0	0	0	0	0	0	0	0	0	100	16	11	7	2	*	0	0	0	0
July 2039	67	0	0	0	0	0	0	0	0	0	100	9	6	4	1	*	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	85	3	2	1	*	*	0	0	0	0
July 2041	0	0	0	0	0	0	0	0	0	0	44	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.2	14.7	11.3	2.7	2.7	2.7	1.1	0.8	0.5	0.4	28.9	22.0	20.2	17.2	8.3	2.2	0.6	0.4	0.3	0.2

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

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

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

Date	LO, LP†, LQ† and LA Classes						LV Class						LZ Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	197%	400%	600%	800%	0%	100%	197%	400%	600%	800%	0%	100%	197%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	99	95	93	88	83	78	96	96	96	96	96	96	104	104	104	104	104	104
July 2014	97	88	81	66	53	40	92	92	92	92	92	92	108	108	108	108	108	108
July 2015	95	79	66	42	23	7	87	87	87	87	87	87	113	113	113	113	113	113
July 2016	94	71	53	24	4	0	83	83	83	83	83	9	117	117	117	117	117	117
July 2017	92	63	42	11	0	0	78	78	78	78	20	0	122	122	122	122	122	64
July 2018	90	55	32	1	0	0	73	73	73	73	0	0	127	127	127	127	89	33
July 2019	88	48	24	0	0	0	68	68	68	20	0	0	132	132	132	132	55	17
July 2020	85	42	16	0	0	0	62	62	62	0	0	0	138	138	138	112	34	8
July 2021	83	36	10	0	0	0	57	57	57	0	0	0	143	143	143	83	21	4
July 2022	80	30	4	0	0	0	51	51	51	0	0	0	149	149	149	61	13	2
July 2023	78	25	0	0	0	0	45	45	42	0	0	0	155	155	155	45	8	1
July 2024	75	20	0	0	0	0	39	39	6	0	0	0	161	161	161	33	5	1
July 2025	72	15	0	0	0	0	32	32	0	0	0	0	168	168	142	24	3	*
July 2026	68	11	0	0	0	0	25	25	0	0	0	0	175	175	120	18	2	*
July 2027	65	7	0	0	0	0	18	18	0	0	0	0	182	182	101	13	1	*
July 2028	61	3	0	0	0	0	11	11	0	0	0	0	189	189	85	9	1	*
July 2029	57	0	0	0	0	0	3	0	0	0	0	0	197	196	71	7	*	*
July 2030	53	0	0	0	0	0	0	0	0	0	0	0	200	173	58	5	*	*
July 2031	48	0	0	0	0	0	0	0	0	0	0	0	200	152	48	3	*	*
July 2032	43	0	0	0	0	0	0	0	0	0	0	0	200	132	39	2	*	*
July 2033	38	0	0	0	0	0	0	0	0	0	0	0	200	113	31	2	*	*
July 2034	32	0	0	0	0	0	0	0	0	0	0	0	200	96	25	1	*	*
July 2035	26	0	0	0	0	0	0	0	0	0	0	0	200	79	19	1	*	*
July 2036	20	0	0	0	0	0	0	0	0	0	0	0	200	64	15	*	*	*
July 2037	13	0	0	0	0	0	0	0	0	0	0	0	200	50	11	*	*	*
July 2038	6	0	0	0	0	0	0	0	0	0	0	0	200	38	8	*	*	*
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	186	26	5	*	*	*
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	128	14	3	*	*	*
July 2041	0	0	0	0	0	0	0	0	0	0	0	0	66	4	1	*	*	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.1	7.4	4.8	2.9	2.1	1.8	9.7	9.7	8.5	5.8	4.3	3.4	28.5	22.3	17.3	10.7	7.4	5.6

Date	LH Class						AO, AP†, AQ†, AB, AF and AS† Classes						AV Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	197%	400%	600%	800%	0%	100%	190%	300%	500%	700%	0%	100%	190%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	98	96	93	89	85	81	98	96	94	91	87	82	96	96	96	96	96	96
July 2014	96	89	82	70	58	47	97	88	82	74	61	49	93	93	93	93	93	93
July 2015	94	80	69	48	31	17	95	79	67	54	33	15	89	89	89	89	89	89
July 2016	92	72	57	32	14	1	93	70	55	38	13	0	85	85	85	85	85	57
July 2017	90	65	47	19	2	0	91	62	43	24	0	0	81	81	81	81	79	0
July 2018	88	57	37	10	0	0	89	55	33	14	0	0	77	77	77	77	12	0
July 2019	85	51	29	2	0	0	87	48	25	5	0	0	72	72	72	72	0	0
July 2020	83	44	22	0	0	0	84	41	17	0	0	0	68	68	68	53	0	0
July 2021	80	38	16	0	0	0	82	35	11	0	0	0	63	63	63	11	0	0
July 2022	77	33	10	0	0	0	79	29	5	0	0	0	58	58	58	0	0	0
July 2023	74	27	5	0	0	0	76	24	0	0	0	0	53	53	53	0	0	0
July 2024	70	22	1	0	0	0	73	19	0	0	0	0	48	48	18	0	0	0
July 2025	67	17	0	0	0	0	70	14	0	0	0	0	42	42	0	0	0	0
July 2026	63	13	0	0	0	0	66	10	0	0	0	0	37	37	0	0	0	0
July 2027	59	8	0	0	0	0	62	5	0	0	0	0	31	31	0	0	0	0
July 2028	55	4	0	0	0	0	59	2	0	0	0	0	25	25	0	0	0	0
July 2029	50	0	0	0	0	0	54	0	0	0	0	0	19	6	0	0	0	0
July 2030	46	0	0	0	0	0	50	0	0	0	0	0	12	0	0	0	0	0
July 2031	42	0	0	0	0	0	45	0	0	0	0	0	6	0	0	0	0	0
July 2032	38	0	0	0	0	0	40	0	0	0	0	0	0	0	0	0	0	0
July 2033	33	0	0	0	0	0	35	0	0	0	0	0	0	0	0	0	0	0
July 2034	28	0	0	0	0	0	29	0	0	0	0	0	0	0	0	0	0	0
July 2035	23	0	0	0	0	0	24	0	0	0	0	0	0	0	0	0	0	0
July 2036	17	0	0	0	0	0	17	0	0	0	0	0	0	0	0	0	0	0
July 2037	11	0	0	0	0	0	11	0	0	0	0	0	0	0	0	0	0	0
July 2038	5	0	0	0	0	0	3	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.2	7.7	5.2	3.2	2.4	2.0	16.6	7.3	4.8	3.5	2.5	2.0	11.1	10.8	9.0	7.1	5.0	3.9

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

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

Date	AZ Class						OD, DP†, DQ†, DA, DF and DS† Classes						DV Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	190%	300%	500%	700%	0%	100%	193%	300%	500%	700%	0%	100%	193%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	104	104	104	104	104	104	98	95	93	90	86	81	93	93	93	93	93	93
July 2014	107	107	107	107	107	107	97	88	81	73	60	47	85	85	85	85	85	85
July 2015	111	111	111	111	111	111	95	79	67	54	33	16	77	77	77	77	77	77
July 2016	115	115	115	115	115	115	93	70	54	38	14	0	69	69	69	69	69	32
July 2017	119	119	119	119	119	98	91	62	43	25	1	0	60	60	60	60	60	0
July 2018	123	123	123	123	123	55	89	55	33	15	0	0	51	51	51	51	0	0
July 2019	128	128	128	128	92	31	87	48	25	6	0	0	42	42	42	42	0	0
July 2020	132	132	132	132	63	18	85	41	18	0	0	0	33	33	33	28	0	0
July 2021	137	137	137	137	43	10	82	35	11	0	0	0	23	23	23	0	0	0
July 2022	142	142	142	117	29	6	79	29	6	0	0	0	13	13	13	0	0	0
July 2023	147	147	147	93	20	3	77	24	1	0	0	0	2	2	2	0	0	0
July 2024	152	152	152	73	13	2	74	19	0	0	0	0	0	0	0	0	0	0
July 2025	158	158	145	58	9	1	70	14	0	0	0	0	0	0	0	0	0	0
July 2026	163	163	123	45	6	1	67	10	0	0	0	0	0	0	0	0	0	0
July 2027	169	169	104	35	4	*	63	6	0	0	0	0	0	0	0	0	0	0
July 2028	175	175	87	28	3	*	60	3	0	0	0	0	0	0	0	0	0	0
July 2029	181	181	73	21	2	*	56	0	0	0	0	0	0	0	0	0	0	0
July 2030	188	165	61	16	1	*	51	0	0	0	0	0	0	0	0	0	0	0
July 2031	194	145	50	13	1	*	47	0	0	0	0	0	0	0	0	0	0	0
July 2032	200	125	41	9	*	*	42	0	0	0	0	0	0	0	0	0	0	0
July 2033	200	108	33	7	*	*	37	0	0	0	0	0	0	0	0	0	0	0
July 2034	200	91	26	5	*	*	31	0	0	0	0	0	0	0	0	0	0	0
July 2035	200	76	21	4	*	*	26	0	0	0	0	0	0	0	0	0	0	0
July 2036	200	62	16	3	*	*	19	0	0	0	0	0	0	0	0	0	0	0
July 2037	200	49	12	2	*	*	13	0	0	0	0	0	0	0	0	0	0	0
July 2038	200	36	8	1	*	*	6	0	0	0	0	0	0	0	0	0	0	0
July 2039	172	25	5	1	*	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2040	118	15	3	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2041	61	5	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.3	22.5	17.8	13.4	8.8	6.5	16.9	7.3	4.8	3.5	2.5	2.0	6.0	6.0	6.0	5.5	4.3	3.4

Date	EV Class						DZ Class						DB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	193%	300%	500%	700%	0%	100%	193%	300%	500%	700%	0%	100%	193%	300%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	100	100	100	104	104	104	104	104	104	100	100	100	100	100	100
July 2014	100	100	100	100	100	100	107	107	107	107	107	107	100	100	100	100	100	100
July 2015	100	100	100	100	100	100	111	111	111	111	111	111	100	100	100	100	100	100
July 2016	100	100	100	100	100	100	115	115	115	115	115	115	100	100	100	100	100	90
July 2017	100	100	100	100	100	0	119	119	119	119	119	91	100	100	100	100	100	51
July 2018	100	100	100	100	14	0	123	123	123	123	123	51	100	100	100	100	72	29
July 2019	100	100	100	100	0	0	128	128	128	128	87	29	100	100	100	100	49	16
July 2020	100	100	100	100	0	0	132	132	132	132	59	16	100	100	100	99	33	9
July 2021	100	100	100	9	0	0	137	137	137	137	40	9	100	100	100	78	22	5
July 2022	100	100	100	0	0	0	142	142	142	111	27	5	100	100	100	62	15	3
July 2023	100	100	100	0	0	0	147	147	147	87	18	3	100	100	100	49	10	2
July 2024	86	86	16	0	0	0	152	152	152	69	12	2	100	100	88	39	7	1
July 2025	68	68	0	0	0	0	158	158	133	54	8	1	100	100	74	30	5	*
July 2026	50	50	0	0	0	0	163	163	112	42	5	*	100	100	63	24	3	*
July 2027	31	31	0	0	0	0	169	169	94	33	4	*	100	100	53	18	2	*
July 2028	11	11	0	0	0	0	175	175	78	25	2	*	100	100	44	14	1	*
July 2029	0	0	0	0	0	0	178	172	65	19	2	*	100	96	36	11	1	*
July 2030	0	0	0	0	0	0	178	150	53	15	1	*	100	84	30	8	1	*
July 2031	0	0	0	0	0	0	178	130	43	11	1	*	100	73	24	6	*	*
July 2032	0	0	0	0	0	0	178	112	35	8	*	*	100	63	20	5	*	*
July 2033	0	0	0	0	0	0	178	94	28	6	*	*	100	53	16	3	*	*
July 2034	0	0	0	0	0	0	178	78	22	4	*	*	100	44	12	2	*	*
July 2035	0	0	0	0	0	0	178	63	16	3	*	*	100	35	9	2	*	*
July 2036	0	0	0	0	0	0	178	49	12	2	*	*	100	28	7	1	*	*
July 2037	0	0	0	0	0	0	178	37	8	1	*	*	100	21	5	1	*	*
July 2038	0	0	0	0	0	0	178	25	5	1	*	*	100	14	3	*	*	*
July 2039	0	0	0	0	0	0	169	14	3	*	*	*	95	8	2	*	*	*
July 2040	0	0	0	0	0	0	116	4	1	*	*	*	65	2	*	*	*	*
July 2041	0	0	0	0	0	0	60	0	0	0	0	0	33	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.0	14.0	11.7	8.7	5.8	4.4	28.5	21.7	17.2	13.1	8.7	6.3	28.5	21.7	16.4	12.1	7.7	5.6

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

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

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

Date	EA and EB Classes — PSA Prepayment Assumption								ED Class — PSA Prepayment Assumption							
	0%	100%	200%	300%	500%	700%	900%	1300%	0%	100%	200%	300%	500%	700%	900%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	97	93	93	93	93	93	93	93	100	100	100	100	100	100	100	100
July 2014	94	83	83	83	83	73	59	33	100	100	100	100	100	100	100	100
July 2015	90	72	72	72	60	40	25	5	100	100	100	100	100	100	100	100
July 2016	87	61	61	61	40	22	10	0	100	100	100	100	100	100	100	61
July 2017	83	51	51	51	27	11	3	0	100	100	100	100	100	100	100	13
July 2018	79	42	42	42	17	5	0	0	100	100	100	100	100	100	93	3
July 2019	75	33	33	33	11	2	0	0	100	100	100	100	100	100	42	1
July 2020	71	26	26	26	7	0	0	0	100	100	100	100	100	93	19	*
July 2021	66	20	20	20	4	0	0	0	100	100	100	100	100	52	8	*
July 2022	61	15	15	15	2	0	0	0	100	100	100	100	100	29	4	*
July 2023	56	12	12	12	*	0	0	0	100	100	100	100	100	16	2	*
July 2024	51	9	9	9	0	0	0	0	100	100	100	100	72	9	1	*
July 2025	45	6	6	6	0	0	0	0	100	100	100	100	49	5	*	*
July 2026	39	4	4	4	0	0	0	0	100	100	100	100	33	3	*	*
July 2027	33	3	3	3	0	0	0	0	100	100	100	100	22	2	*	*
July 2028	27	2	2	2	0	0	0	0	100	100	100	100	14	1	*	0
July 2029	20	1	1	1	0	0	0	0	100	100	100	100	10	*	*	0
July 2030	12	0	0	0	0	0	0	0	100	93	93	93	6	*	*	0
July 2031	5	0	0	0	0	0	0	0	100	71	71	71	4	*	*	0
July 2032	0	0	0	0	0	0	0	0	54	54	54	54	3	*	*	0
July 2033	0	0	0	0	0	0	0	0	40	40	40	40	2	*	*	0
July 2034	0	0	0	0	0	0	0	0	30	30	30	30	1	*	*	0
July 2035	0	0	0	0	0	0	0	0	21	21	21	21	1	*	*	0
July 2036	0	0	0	0	0	0	0	0	15	15	15	15	*	*	*	0
July 2037	0	0	0	0	0	0	0	0	10	10	10	10	*	*	*	0
July 2038	0	0	0	0	0	0	0	0	7	7	7	7	*	*	*	0
July 2039	0	0	0	0	0	0	0	0	4	4	4	4	*	*	*	0
July 2040	0	0	0	0	0	0	0	0	2	2	2	2	*	*	0	0
July 2041	0	0	0	0	0	0	0	0	1	1	1	1	*	*	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.4	5.8	5.8	5.8	4.0	3.0	2.4	1.8	21.4	21.0	21.0	21.0	13.7	9.6	7.2	4.4

Date	EZ Class — PSA Prepayment Assumption								HA, HI†, HB, HC and HD Classes — PSA Prepayment Assumption						HZ Class — PSA Prepayment Assumption					
	0%	100%	200%	300%	500%	700%	900%	1300%	0%	100%	338%	500%	700%	1100%	0%	100%	338%	500%	700%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	104	103	95	86	69	52	35	1	99	97	93	90	87	81	103	103	103	103	103	103
July 2014	107	106	83	59	15	0	0	0	97	91	79	71	62	44	106	106	106	106	106	106
July 2015	111	110	70	33	0	0	0	0	95	83	61	48	35	14	109	109	109	109	109	109
July 2016	115	113	61	16	0	0	0	0	94	76	47	32	19	3	113	113	113	113	113	113
July 2017	119	117	56	6	0	0	0	0	92	70	36	22	10	0	116	116	116	116	116	101
July 2018	123	120	52	1	0	0	0	0	90	64	28	14	5	0	120	120	120	120	120	34
July 2019	128	123	51	*	0	0	0	0	88	58	21	9	2	0	123	123	123	123	123	11
July 2020	132	123	49	*	0	0	0	0	86	53	16	5	0	0	127	127	127	127	121	4
July 2021	137	121	46	*	0	0	0	0	84	48	12	3	0	0	131	131	131	131	68	1
July 2022	142	117	43	*	0	0	0	0	82	43	8	1	0	0	135	135	135	135	38	*
July 2023	147	112	39	*	0	0	0	0	79	39	6	0	0	0	139	139	139	132	21	*
July 2024	152	105	35	*	0	0	0	0	77	35	4	0	0	0	143	143	143	89	12	*
July 2025	158	99	31	*	0	0	0	0	74	31	2	0	0	0	148	148	148	60	7	*
July 2026	163	91	28	*	0	0	0	0	71	28	1	0	0	0	152	152	152	40	4	*
July 2027	169	84	24	*	0	0	0	0	68	24	*	0	0	0	157	157	157	27	2	*
July 2028	175	76	21	*	0	0	0	0	65	21	0	0	0	0	162	162	120	18	1	*
July 2029	181	69	18	*	0	0	0	0	61	18	0	0	0	0	166	166	90	12	1	*
July 2030	188	62	15	*	0	0	0	0	58	16	0	0	0	0	171	171	67	8	*	*
July 2031	194	55	13	*	0	0	0	0	54	13	0	0	0	0	177	177	50	5	*	*
July 2032	196	48	11	*	0	0	0	0	50	11	0	0	0	0	182	182	37	3	*	*
July 2033	182	42	9	*	0	0	0	0	46	9	0	0	0	0	188	188	27	2	*	*
July 2034	167	36	7	*	0	0	0	0	41	7	0	0	0	0	193	193	19	1	*	0
July 2035	150	30	6	*	0	0	0	0	37	5	0	0	0	0	199	199	14	1	*	0
July 2036	133	24	4	*	0	0	0	0	32	4	0	0	0	0	205	205	9	*	*	0
July 2037	114	19	3	*	0	0	0	0	27	2	0	0	0	0	212	212	6	*	*	0
July 2038	94	15	2	*	0	0	0	0	21	*	0	0	0	0	218	218	4	*	*	0
July 2039	73	10	2	*	0	0	0	0	15	0	0	0	0	0	225	172	2	*	*	0
July 2040	50	6	1	*	0	0	0	0	9	0	0	0	0	0	231	107	1	*	*	0
July 2041	26	2	*	*	0	0	0	0	3	0	0	0	0	0	238	46	*	*	*	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.5	18.4	9.3	2.5	1.4	1.0	0.8	0.6	18.5	10.0	4.7	3.5	2.7	2.0	29.7	28.0	18.4	13.4	9.7	5.8

* 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.

NA Class

Date	0%	100%	179%	225%	300%	500%	700%	900%	1300%
	PSA Prepayment Assumption								
Initial Percent	100	100	100	100	100	100	100	100	100
July 2013	98	94	94	94	94	94	94	94	94
July 2014	96	84	84	84	84	84	81	65	37
July 2015	94	74	74	74	74	67	45	29	7
July 2016	92	64	64	64	64	45	25	12	*
July 2017	89	54	54	54	54	30	14	5	0
July 2018	87	45	45	45	45	20	7	1	0
July 2019	84	37	37	37	37	13	3	0	0
July 2020	81	30	30	30	30	9	1	0	0
July 2021	78	23	23	23	23	5	*	0	0
July 2022	75	18	18	18	18	3	0	0	0
July 2023	72	14	14	14	14	2	0	0	0
July 2024	68	11	11	11	11	1	0	0	0
July 2025	64	8	8	8	8	*	0	0	0
July 2026	60	6	6	6	6	0	0	0	0
July 2027	56	5	5	5	5	0	0	0	0
July 2028	51	3	3	3	3	0	0	0	0
July 2029	46	2	2	2	2	0	0	0	0
July 2030	41	1	1	1	1	0	0	0	0
July 2031	36	1	1	1	1	0	0	0	0
July 2032	30	*	*	*	*	0	0	0	0
July 2033	24	0	0	0	0	0	0	0	0
July 2034	17	0	0	0	0	0	0	0	0
July 2035	10	0	0	0	0	0	0	0	0
July 2036	3	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0
July 2041	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.1	6.3	6.3	6.3	6.3	4.3	3.2	2.6	1.9

NY Class

Date	0%	100%	179%	225%	300%	500%	700%	900%	1300%
	PSA Prepayment Assumption								
Initial Percent	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	100	100	100	100	100	100
July 2014	100	100	100	100	100	100	100	100	100
July 2015	100	100	100	100	100	100	100	100	100
July 2016	100	100	100	100	100	100	100	100	100
July 2017	100	100	100	100	100	100	100	100	28
July 2018	100	100	100	100	100	100	100	100	6
July 2019	100	100	100	100	100	100	100	88	1
July 2020	100	100	100	100	100	100	100	39	*
July 2021	100	100	100	100	100	100	100	18	*
July 2022	100	100	100	100	100	100	62	8	*
July 2023	100	100	100	100	100	100	35	3	*
July 2024	100	100	100	100	100	100	19	2	*
July 2025	100	100	100	100	100	100	11	1	*
July 2026	100	100	100	100	100	69	6	*	*
July 2027	100	100	100	100	100	46	3	*	*
July 2028	100	100	100	100	100	31	2	*	*
July 2029	100	100	100	100	100	20	1	*	0
July 2030	100	100	100	100	100	13	1	*	0
July 2031	100	100	100	100	100	9	*	*	0
July 2032	100	100	100	100	100	6	*	*	0
July 2033	100	85	85	85	85	4	*	*	0
July 2034	100	63	63	63	63	2	*	*	0
July 2035	100	45	45	45	45	1	*	*	0
July 2036	100	32	32	32	32	1	*	*	0
July 2037	22	22	22	22	22	*	*	*	0
July 2038	14	14	14	14	14	*	*	*	0
July 2039	8	8	8	8	8	*	*	*	0
July 2040	4	4	4	4	4	*	*	0	0
July 2041	1	1	1	1	1	*	*	0	0
July 2042	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.0	23.3	23.3	23.3	23.3	15.5	10.9	8.1	4.8

NB and ND Classes

Date	0%	100%	179%	225%	300%	500%	700%	900%	1300%
	PSA Prepayment Assumption								
Initial Percent	100	100	100	100	100	100	100	100	100
July 2013	98	94	94	94	94	94	94	94	94
July 2014	96	85	85	85	85	85	81	66	38
July 2015	94	74	74	74	74	67	46	30	8
July 2016	92	64	64	64	64	46	26	13	2
July 2017	90	55	55	55	55	31	15	6	*
July 2018	87	46	46	46	46	21	8	3	*
July 2019	84	38	38	38	38	15	5	1	*
July 2020	82	30	30	30	30	10	3	1	*
July 2021	79	24	24	24	24	7	2	*	*
July 2022	76	19	19	19	19	5	1	*	*
July 2023	72	15	15	15	15	3	*	*	*
July 2024	69	12	12	12	12	2	*	*	*
July 2025	65	9	9	9	9	1	*	*	*
July 2026	61	7	7	7	7	1	*	*	0
July 2027	57	6	6	6	6	1	*	*	0
July 2028	52	5	5	5	5	*	*	*	0
July 2029	47	3	3	3	3	*	*	*	0
July 2030	42	3	3	3	3	*	*	*	0
July 2031	37	2	2	2	2	*	*	*	0
July 2032	31	2	2	2	2	*	*	*	0
July 2033	25	1	1	1	1	*	*	*	0
July 2034	18	1	1	1	1	*	*	*	0
July 2035	11	1	1	1	1	*	*	*	0
July 2036	4	*	*	*	*	*	*	0	0
July 2037	*	*	*	*	*	*	*	0	0
July 2038	*	*	*	*	*	*	*	0	0
July 2039	*	*	*	*	*	*	*	0	0
July 2040	*	*	*	*	*	*	*	0	0
July 2041	*	*	*	*	*	*	0	0	0
July 2042	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.2	6.5	6.5	6.5	6.5	4.4	3.3	2.7	1.9

NQ Class

Date	0%	100%	179%	225%	300%	500%	700%	900%	1300%
	PSA Prepayment Assumption								
Initial Percent	100	100	100	100	100	100	100	100	100
July 2013	100	100	89	89	89	89	89	89	36
July 2014	100	100	68	68	68	55	0	0	0
July 2015	100	100	46	46	46	0	0	0	0
July 2016	100	100	29	29	29	0	0	0	0
July 2017	100	100	16	16	16	0	0	0	0
July 2018	100	100	7	7	7	0	0	0	0
July 2019	100	100	1	1	1	0	0	0	0
July 2020	100	100	0	0	0	0	0	0	0
July 2021	100	96	0	0	0	0	0	0	0
July 2022	100	90	0	0	0	0	0	0	0
July 2023	100	81	0	0	0	0	0	0	0
July 2024	100	70	0	0	0	0	0	0	0
July 2025	100	58	0	0	0	0	0	0	0
July 2026	100	46	0	0	0	0	0	0	0
July 2027	100	34	0	0	0	0	0	0	0
July 2028	100	21	0	0	0	0	0	0	0
July 2029	100	9	0	0	0	0	0	0	0
July 2030	100	0	0	0	0	0	0	0	0
July 2031	100	0	0	0	0	0	0	0	0
July 2032	100	0	0	0	0	0	0	0	0
July 2033	100	0	0	0	0	0	0	0	0
July 2034	100	0	0	0	0	0	0	0	0
July 2035	100	0	0	0	0	0	0	0	0
July 2036	100	0	0	0	0	0	0	0	0
July 2037	84	0	0	0	0	0	0	0	0
July 2038	50	0	0	0	0	0	0	0	0
July 2039	14	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0
July 2041	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.0	13.6	3.1	3.1	3.1	1.9	1.5	1.2	0.9

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

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

	NF, NS and NU Classes									GC Class						
	PSA Prepayment Assumption									PSA Prepayment Assumption						
Date	**0%**	**100%**	**179%**	**225%**	**300%**	**500%**	**700%**	**900%**	**1300%**	**0%**	**100%**	**200%**	**400%**	**600%**	**800%**	**1100%**
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	94	84	58	31	5	0	100	99	99	99	99	99	99
July 2014	100	100	100	83	56	0	0	0	0	96	89	89	89	89	79	50
July 2015	100	100	100	73	30	0	0	0	0	93	79	79	79	56	32	5
July 2016	100	100	100	65	14	0	0	0	0	89	69	69	59	28	7	0
July 2017	100	100	100	61	4	0	0	0	0	85	59	59	39	10	0	0
July 2018	100	100	100	58	*	0	0	0	0	81	49	49	23	0	0	0
July 2019	100	100	100	57	*	0	0	0	0	77	39	39	12	0	0	0
July 2020	100	100	97	54	*	0	0	0	0	73	29	29	3	0	0	0
July 2021	100	100	92	50	*	0	0	0	0	68	20	20	0	0	0	0
July 2022	100	100	86	46	*	0	0	0	0	63	10	11	0	0	0	0
July 2023	100	100	79	42	*	0	0	0	0	58	1	3	0	0	0	0
July 2024	100	100	72	37	*	0	0	0	0	52	0	0	0	0	0	0
July 2025	100	100	65	33	*	0	0	0	0	46	0	0	0	0	0	0
July 2026	100	100	58	29	*	0	0	0	0	40	0	0	0	0	0	0
July 2027	100	100	52	25	*	0	0	0	0	34	0	0	0	0	0	0
July 2028	100	100	45	22	*	0	0	0	0	27	0	0	0	0	0	0
July 2029	100	100	39	18	*	0	0	0	0	20	0	0	0	0	0	0
July 2030	100	97	34	15	*	0	0	0	0	12	0	0	0	0	0	0
July 2031	100	86	29	13	*	0	0	0	0	4	0	0	0	0	0	0
July 2032	100	75	24	11	*	0	0	0	0	0	0	0	0	0	0	0
July 2033	100	65	20	9	*	0	0	0	0	0	0	0	0	0	0	0
July 2034	100	56	16	7	*	0	0	0	0	0	0	0	0	0	0	0
July 2035	100	46	13	5	*	0	0	0	0	0	0	0	0	0	0	0
July 2036	100	38	10	4	*	0	0	0	0	0	0	0	0	0	0	0
July 2037	100	30	8	3	*	0	0	0	0	0	0	0	0	0	0	0
July 2038	100	22	6	2	*	0	0	0	0	0	0	0	0	0	0	0
July 2039	100	15	4	1	*	0	0	0	0	0	0	0	0	0	0	0
July 2040	78	9	2	1	*	0	0	0	0	0	0	0	0	0	0	0
July 2041	40	3	1	*	*	0	0	0	0	0	0	0	0	0	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.8	22.9	16.0	9.7	2.4	1.1	0.8	0.6	0.4	11.7	6.0	6.0	4.6	3.4	2.7	2.1

	GT and GI† Classes							GZ Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
Date	**0%**	**100%**	**200%**	**400%**	**600%**	**800%**	**1100%**	**0%**	**100%**	**200%**	**400%**	**600%**	**800%**	**1100%**
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	96	90	85	74	63	52	35	103	103	103	103	103	103	103
July 2014	96	86	71	41	14	0	0	106	106	106	106	106	106	106
July 2015	96	81	55	9	0	0	0	109	109	109	109	109	109	109
July 2016	96	76	42	0	0	0	0	113	113	113	113	113	113	47
July 2017	96	72	32	0	0	0	0	116	116	116	116	116	80	16
July 2018	96	70	26	0	0	0	0	120	120	120	120	113	40	5
July 2019	96	68	21	0	0	0	0	123	123	123	123	70	20	2
July 2020	96	67	19	0	0	0	0	127	127	127	127	44	10	1
July 2021	96	67	19	0	0	0	0	131	131	131	108	27	5	*
July 2022	96	67	19	0	0	0	0	135	135	135	79	17	3	*
July 2023	96	67	19	0	0	0	0	139	139	139	58	10	1	*
July 2024	96	59	14	0	0	0	0	143	143	143	42	6	1	*
July 2025	96	49	7	0	0	0	0	148	148	148	31	4	*	*
July 2026	96	41	*	0	0	0	0	152	152	152	22	2	*	*
July 2027	96	32	0	0	0	0	0	157	157	127	16	1	*	*
July 2028	96	24	0	0	0	0	0	162	162	106	12	1	*	*
July 2029	96	17	0	0	0	0	0	166	166	88	8	1	*	*
July 2030	96	10	0	0	0	0	0	171	171	72	6	*	*	*
July 2031	96	4	0	0	0	0	0	177	177	59	4	*	*	*
July 2032	91	0	0	0	0	0	0	182	169	48	3	*	*	0
July 2033	80	0	0	0	0	0	0	188	145	38	2	*	*	0
July 2034	69	0	0	0	0	0	0	193	122	30	1	*	*	0
July 2035	57	0	0	0	0	0	0	199	101	24	1	*	*	0
July 2036	44	0	0	0	0	0	0	205	82	18	1	*	*	0
July 2037	31	0	0	0	0	0	0	212	64	13	*	*	*	0
July 2038	17	0	0	0	0	0	0	218	48	9	*	*	*	0
July 2039	2	0	0	0	0	0	0	225	33	6	*	*	*	0
July 2040	0	0	0	0	0	0	0	161	19	3	*	*	*	0
July 2041	0	0	0	0	0	0	0	83	6	1	*	*	0	0
July 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	22.7	11.0	4.8	1.8	1.3	1.0	0.8	28.6	23.9	18.7	11.6	8.0	6.0	4.2

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

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

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

Characteristics of the Residual Classes

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

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

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

REMIC Elections and Special Tax Attributes

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

Notwithstanding the foregoing, the Mortgage Loans underlying the Group 4 MBS, Group 5 MBS and Group 6 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 4 Classes, Group 5 Classes and Group 6 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 February 1, 2012. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of a Group 4 Class, Group 5 Class or Group 6 Class, 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 Accrual Classes, the Notional Classes and the Principal Only Classes will be issued with original issue discount ("OID"), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*" in the REMIC Prospectus. In addition, the LV, AV, DV and EV Classes will be treated as having been issued at a premium, and certain other Classes of REMIC Certificates may be treated as having been issued at a premium. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*" in the REMIC Prospectus.

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

Group	Prepayment Assumption
1	325% PSA
2	434% PSA
3	200% PSA
4	197% PSA
5	190% PSA
6	193% PSA
7	200% PSA
8	338% PSA
9	225% PSA
10	200% 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 AS and DS Classes of RCR Certificates are Strip RCR Certificates. The AF Class represents (i) the right to receive a portion of the interest payments on the AP Class and (ii) beneficial ownership of an undivided interest in the AO and AQ Classes. The DF Class represents (i) the right to receive a portion of the interest payments on the DP Class and (ii) beneficial ownership of an undivided interest in the OD and DQ Classes. To the extent any such Class represents the right to receive a portion of the interest payments on a Class, it will be treated as a Strip RCR Certificate. To the extent any such Class represents beneficial ownership of an undivided interest in a Class, it will be treated as a Combination RCR Certificate. 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 Citigroup Global Markets Inc. (the "Dealer") in exchange for the Underlying REMIC and RCR Certificates and the Trust MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Exhibit A

Group 1 Underlying RCR 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	July 2012 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2012-52	NY	April 2012	3136A6BM5	3.5%	FIX	May 2042	PAC	$40,309,000	1.0000000	$39,559,000.00	4.048%	355	4

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

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	July 2012 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2011-105	CE	September 2011	3136A1MK8	4.0%	FIX	October 2041	PAC	$15,851,000	0.83744081	$3,978,681.29	5.0%	335	23
2011-105	CH	September 2011	3136A1ML6	4.0	FIX	October 2041	SUP	17,172,000	0.98826384	9,882,638.40	5.0	335	23

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

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

Schedule 1

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
LO	$101,189,000	LA	$101,189,000	SEQ	4.00%	FIX	3136A7VX7	June 2039
LP	101,189,000(3)							
LQ	101,189,000(3)							
Recombination 2								
LO	101,189,000	LH	115,594,500	SEQ/AD	4.00	FIX	3136A7VY5	June 2039
LP	101,189,000(3)							
LQ	101,189,000(3)							
LV	14,405,500							
Recombination 3								
AO	89,355,333	AF	89,355,333	SEQ	(4)	FLT	3136A7VZ2	February 2039
AP	89,355,333(3)	AS	89,355,333(3)	NTL	(4)	INV/IO	3136A7WA6	February 2039
AQ	89,355,333(3)							
Recombination 4								
DV	4,953,000	DB(5)	18,451,580	SEQ	3.50	FIX	3136A7WD0	August 2042
EV	3,155,000							
DZ	10,343,580							
Recombination 5								
OD	21,024,000	DF	21,024,000	SEQ	(4)	FLT	3136A7WB4	June 2039
DP	21,024,000(3)	DS	21,024,000(3)	NTL	(4)	INV/IO	3136A7WC2	June 2039
DQ	21,024,000(3)							
Recombination 6								
HA	103,195,000	HB	103,195,000	SEQ/AD	2.00	FIX	3136A7WE8	January 2042
HI	17,199,167(3)							
Recombination 7								
HA	103,195,000	HC	103,195,000	SEQ/AD	2.50	FIX	3136A7WF5	January 2042
HI	34,398,333(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								
HA	$103,195,000	HD	$103,195,000	SEQ/AD	3.00%	FIX	3136A7WG3	January 2042
HI	51,597,500(3)							
Recombination 9								
NA	54,198,571	ND	54,948,571	PAC	2.75	FIX	3136A7WH1	August 2042
NY	750,000							
Recombination 10								
NF	15,941,664	NU	25,051,186	SUP	3.50	FIX	3136A7WJ7	August 2042
NS	9,109,522							

(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-7 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.

(5) Principal payments on the REMIC Certificates in Recombination 4 from the DZ Accrual Amount will be paid as interest on the related RCR Certificates, and thus will not reduce the principal balances of those RCR Certificates.

Principal Balance Schedules

Aggregate Group I Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$120,001,000.00	March 2017	$ 66,551,895.63	November 2021	$ 29,027,259.09
August 2012	119,248,633.91	April 2017	65,722,289.33	December 2021	28,561,344.09
September 2012	118,466,372.19	May 2017	64,898,233.39	January 2022	28,102,404.75
October 2012	117,654,613.56	June 2017	64,079,692.51	February 2022	27,650,340.58
November 2012	116,813,774.73	July 2017	63,266,631.60	March 2022	27,205,052.50
December 2012	115,944,290.02	August 2017	62,459,015.81	April 2022	26,766,442.85
January 2013	115,046,611.04	September 2017	61,656,810.49	May 2022	26,334,415.32
February 2013	114,121,206.25	October 2017	60,859,981.22	June 2022	25,908,874.97
March 2013	113,168,560.60	November 2017	60,068,493.79	July 2022	25,489,728.19
April 2013	112,189,175.10	December 2017	59,282,314.20	August 2022	25,076,882.69
May 2013	111,183,566.37	January 2018	58,501,408.67	September 2022	24,670,247.49
June 2013	110,152,266.19	February 2018	57,725,743.63	October 2022	24,269,732.88
July 2013	109,095,821.06	March 2018	56,955,285.72	November 2022	23,875,250.42
August 2013	108,014,791.67	April 2018	56,190,001.78	December 2022	23,486,712.91
September 2013	106,909,752.44	May 2018	55,429,858.87	January 2023	23,104,034.39
October 2013	105,812,011.49	June 2018	54,674,824.25	February 2023	22,727,130.11
November 2013	104,721,522.58	July 2018	53,924,865.39	March 2023	22,355,916.52
December 2013	103,638,239.77	August 2018	53,179,949.96	April 2023	21,990,311.24
January 2014	102,562,117.41	September 2018	52,440,045.83	May 2023	21,630,233.05
February 2014	101,493,110.12	October 2018	51,705,121.07	June 2023	21,275,601.89
March 2014	100,431,172.82	November 2018	50,975,143.96	July 2023	20,926,338.82
April 2014	99,376,260.70	December 2018	50,250,082.97	August 2023	20,582,366.02
May 2014	98,328,329.24	January 2019	49,529,906.77	September 2023	20,243,606.76
June 2014	97,287,334.19	February 2019	48,814,584.22	October 2023	19,909,985.41
July 2014	96,253,231.58	March 2019	48,104,084.39	November 2023	19,581,427.41
August 2014	95,225,977.72	April 2019	47,398,376.53	December 2023	19,257,859.23
September 2014	94,205,529.19	May 2019	46,697,430.09	January 2024	18,939,208.41
October 2014	93,191,842.83	June 2019	46,001,214.70	February 2024	18,625,403.49
November 2014	92,184,875.77	July 2019	45,309,700.20	March 2024	18,316,374.04
December 2014	91,184,585.39	August 2019	44,622,856.60	April 2024	18,012,050.61
January 2015	90,190,929.34	September 2019	43,940,654.11	May 2024	17,712,364.75
February 2015	89,203,865.55	October 2019	43,263,063.12	June 2024	17,417,248.96
March 2015	88,223,352.19	November 2019	42,590,054.21	July 2024	17,126,636.71
April 2015	87,249,347.71	December 2019	41,922,529.16	August 2024	16,840,462.41
May 2015	86,281,810.81	January 2020	41,264,871.71	September 2024	16,558,661.40
June 2015	85,320,700.46	February 2020	40,616,940.79	October 2024	16,281,169.94
July 2015	84,365,975.87	March 2020	39,978,597.29	November 2024	16,007,925.18
August 2015	83,417,596.51	April 2020	39,349,704.07	December 2024	15,738,865.17
September 2015	82,475,522.11	May 2020	38,730,125.90	January 2025	15,473,928.84
October 2015	81,539,712.65	June 2020	38,119,729.44	February 2025	15,213,055.99
November 2015	80,610,128.36	July 2020	37,518,383.23	March 2025	14,956,187.26
December 2015	79,686,729.72	August 2020	36,925,957.64	April 2025	14,703,264.15
January 2016	78,769,477.45	September 2020	36,342,324.88	May 2025	14,454,228.97
February 2016	77,858,332.52	October 2020	35,767,358.93	June 2025	14,209,024.87
March 2016	76,953,256.14	November 2020	35,200,935.54	July 2025	13,967,595.79
April 2016	76,054,209.78	December 2020	34,642,932.22	August 2025	13,729,886.48
May 2016	75,161,155.13	January 2021	34,093,228.19	September 2025	13,495,842.48
June 2016	74,274,054.12	February 2021	33,551,704.36	October 2025	13,265,410.08
July 2016	73,392,868.94	March 2021	33,018,243.31	November 2025	13,038,536.35
August 2016	72,517,561.99	April 2021	32,492,729.28	December 2025	12,815,169.12
September 2016	71,648,095.93	May 2021	31,975,048.13	January 2026	12,595,256.95
October 2016	70,784,433.63	June 2021	31,465,087.32	February 2026	12,378,749.13
November 2016	69,926,538.21	July 2021	30,962,735.90	March 2026	12,165,595.68
December 2016	69,074,373.01	August 2021	30,467,884.47	April 2026	11,955,747.33
January 2017	68,227,901.61	September 2021	29,980,425.17	May 2026	11,749,155.51
February 2017	67,387,087.81	October 2021	29,500,251.66	June 2026	11,545,772.34

Aggregate Group I (Continued)

Distribution Date	Planned Balance
July 2026	$ 11,345,550.63
August 2026	11,148,443.85
September 2026	10,954,406.15
October 2026	10,763,392.32
November 2026	10,575,357.79
December 2026	10,390,258.65
January 2027	10,208,051.60
February 2027	10,028,693.95
March 2027	9,852,143.64
April 2027	9,678,359.20
May 2027	9,507,299.76
June 2027	9,338,925.02
July 2027	9,173,195.26
August 2027	9,010,071.34
September 2027	8,849,514.67
October 2027	8,691,487.22
November 2027	8,535,951.49
December 2027	8,382,870.53
January 2028	8,232,207.92
February 2028	8,083,927.75
March 2028	7,937,994.64
April 2028	7,794,373.71
May 2028	7,653,030.57
June 2028	7,513,931.34
July 2028	7,377,042.62
August 2028	7,242,331.48
September 2028	7,109,765.48
October 2028	6,979,312.64
November 2028	6,850,941.43
December 2028	6,724,620.78
January 2029	6,600,320.07
February 2029	6,478,009.12
March 2029	6,357,658.18
April 2029	6,239,237.93
May 2029	6,122,719.47
June 2029	6,008,074.32
July 2029	5,895,274.41
August 2029	5,784,292.07
September 2029	5,675,100.03
October 2029	5,567,671.42
November 2029	5,461,979.75
December 2029	5,357,998.92
January 2030	5,255,703.20
February 2030	5,155,067.23
March 2030	5,056,066.03
April 2030	4,958,674.96
May 2030	4,862,869.75
June 2030	4,768,626.48
July 2030	4,675,921.58
August 2030	4,584,731.81
September 2030	4,495,034.27
October 2030	4,406,806.40
November 2030	4,320,025.95
December 2030	4,234,671.02
January 2031	4,150,720.00
February 2031	4,068,151.60
March 2031	3,986,944.85
April 2031	3,907,079.07
May 2031	$ 3,828,533.90
June 2031	3,751,289.25
July 2031	3,675,325.35
August 2031	3,600,622.69
September 2031	3,527,162.06
October 2031	3,454,924.53
November 2031	3,383,891.44
December 2031	3,314,044.41
January 2032	3,245,365.31
February 2032	3,177,836.29
March 2032	3,111,439.76
April 2032	3,046,158.37
May 2032	2,981,975.05
June 2032	2,918,872.96
July 2032	2,856,835.50
August 2032	2,795,846.33
September 2032	2,735,889.35
October 2032	2,676,948.68
November 2032	2,619,008.68
December 2032	2,562,053.93
January 2033	2,506,069.26
February 2033	2,451,039.69
March 2033	2,396,950.49
April 2033	2,343,787.12
May 2033	2,291,535.27
June 2033	2,240,180.84
July 2033	2,189,709.93
August 2033	2,140,108.84
September 2033	2,091,364.08
October 2033	2,043,462.36
November 2033	1,996,390.57
December 2033	1,950,135.81
January 2034	1,904,685.37
February 2034	1,860,026.71
March 2034	1,816,147.50
April 2034	1,773,035.56
May 2034	1,730,678.92
June 2034	1,689,065.77
July 2034	1,648,184.48
August 2034	1,608,023.58
September 2034	1,568,571.79
October 2034	1,529,817.98
November 2034	1,491,751.19
December 2034	1,454,360.63
January 2035	1,417,635.66
February 2035	1,381,565.79
March 2035	1,346,140.71
April 2035	1,311,350.24
May 2035	1,277,184.36
June 2035	1,243,633.20
July 2035	1,210,687.03
August 2035	1,178,336.27
September 2035	1,146,571.49
October 2035	1,115,383.38
November 2035	1,084,762.79
December 2035	1,054,700.69
January 2036	1,025,188.20
February 2036	996,216.55
March 2036	$ 967,777.13
April 2036	939,861.43
May 2036	912,461.09
June 2036	885,567.86
July 2036	859,173.61
August 2036	833,270.35
September 2036	807,850.20
October 2036	782,905.39
November 2036	758,428.28
December 2036	734,411.33
January 2037	710,847.13
February 2037	687,728.37
March 2037	665,047.85
April 2037	642,798.48
May 2037	620,973.28
June 2037	599,565.37
July 2037	578,567.97
August 2037	557,974.41
September 2037	537,778.12
October 2037	517,972.63
November 2037	498,551.57
December 2037	479,508.65
January 2038	460,837.69
February 2038	442,532.60
March 2038	424,587.38
April 2038	406,996.12
May 2038	389,753.01
June 2038	372,852.31
July 2038	356,288.38
August 2038	340,055.67
September 2038	324,148.70
October 2038	308,562.08
November 2038	293,290.50
December 2038	278,328.74
January 2039	263,671.65
February 2039	249,314.16
March 2039	235,251.27
April 2039	221,478.08
May 2039	207,989.74
June 2039	194,781.48
July 2039	181,848.62
August 2039	169,186.53
September 2039	156,790.65
October 2039	144,656.51
November 2039	132,779.70
December 2039	121,155.87
January 2040	109,780.74
February 2040	98,650.10
March 2040	87,759.80
April 2040	77,105.76
May 2040	66,683.95
June 2040	56,490.42
July 2040	46,521.27
August 2040	36,772.67
September 2040	27,240.83
October 2040	17,922.04
November 2040	8,812.63
December 2040 and thereafter	0.00

Aggregate Group II Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$9,202,000.00	January 2015	$4,315,878.13	July 2017	$1,219,645.65
August 2012	9,077,186.34	February 2015	4,176,600.27	August 2017	1,150,618.88
September 2012	8,946,060.79	March 2015	4,040,092.95	September 2017	1,083,518.58
October 2012	8,808,789.58	April 2015	3,906,323.81	October 2017	1,018,320.73
November 2012	8,665,547.51	May 2015	3,775,260.82	November 2017	955,001.55
December 2012	8,516,517.73	June 2015	3,646,872.25	December 2017	893,537.50
January 2013	8,361,891.44	July 2015	3,521,126.69	January 2018	833,905.27
February 2013	8,201,867.64	August 2015	3,397,993.05	February 2018	776,081.78
March 2013	8,036,652.81	September 2015	3,277,440.53	March 2018	720,044.20
April 2013	7,866,460.62	October 2015	3,159,438.63	April 2018	665,769.92
May 2013	7,691,511.60	November 2015	3,043,957.15	May 2018	613,236.55
June 2013	7,512,032.81	December 2015	2,930,966.18	June 2018	562,421.94
July 2013	7,328,257.46	January 2016	2,820,436.12	July 2018	513,304.15
August 2013	7,140,424.62	February 2016	2,712,337.65	August 2018	465,861.47
September 2013	6,948,778.79	March 2016	2,606,641.75	September 2018	420,072.40
October 2013	6,760,504.51	April 2016	2,503,319.66	October 2018	375,915.68
November 2013	6,575,563.62	May 2016	2,402,342.93	November 2018	333,370.24
December 2013	6,393,918.32	June 2016	2,303,683.39	December 2018	292,415.23
January 2014	6,215,531.17	July 2016	2,207,313.12	January 2019	253,030.01
February 2014	6,040,365.10	August 2016	2,113,204.50	February 2019	215,194.17
March 2014	5,868,383.40	September 2016	2,021,330.17	March 2019	178,887.48
April 2014	5,699,549.70	October 2016	1,931,663.06	April 2019	144,089.93
May 2014	5,533,827.99	November 2016	1,844,176.34	May 2019	110,781.71
June 2014	5,371,182.61	December 2016	1,758,843.47	June 2019	78,943.23
July 2014	5,211,578.24	January 2017	1,675,638.16	July 2019	51,407.43
August 2014	5,054,979.90	February 2017	1,594,534.38	August 2019	29,804.33
September 2014	4,901,352.96	March 2017	1,515,506.38	September 2019	14,012.34
October 2014	4,750,663.12	April 2017	1,438,528.64	October 2019	3,911.81
November 2014	4,602,876.40	May 2017	1,363,575.90	November 2019 and thereafter	0.00
December 2014	4,457,959.17	June 2017	1,290,623.15		

Aggregate Group III Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$70,749,000.00	April 2014	$60,991,424.22	January 2016	$47,559,572.69
August 2012	70,432,115.32	May 2014	60,364,415.82	February 2016	46,947,403.62
September 2012	70,129,646.26	June 2014	59,724,495.57	March 2016	46,338,006.07
October 2012	69,804,539.55	July 2014	59,071,915.43	April 2016	45,731,363.48
November 2012	69,456,961.14	August 2014	58,406,933.16	May 2016	45,127,459.39
December 2012	69,087,093.26	September 2014	57,745,034.73	June 2016	44,526,277.39
January 2013	68,695,551.28	October 2014	57,086,202.05	July 2016	43,927,801.16
February 2013	68,287,990.06	November 2014	56,430,417.14	August 2016	43,332,014.48
March 2013	67,864,547.17	December 2014	55,777,662.07	September 2016	42,738,901.18
April 2013	67,425,368.27	January 2015	55,127,919.04	October 2016	42,148,445.18
May 2013	66,970,607.05	February 2015	54,481,170.31	November 2016	41,560,630.49
June 2013	66,500,425.09	March 2015	53,837,398.23	December 2016	40,975,441.17
July 2013	66,014,991.76	April 2015	53,196,585.25	January 2017	40,392,861.39
August 2013	65,514,484.12	May 2015	52,558,713.89	February 2017	39,812,875.36
September 2013	64,999,086.78	June 2015	51,923,766.76	March 2017	39,235,467.41
October 2013	64,468,991.76	July 2015	51,291,726.57	April 2017	38,660,621.91
November 2013	63,924,398.40	August 2015	50,662,576.10	May 2017	38,088,323.32
December 2013	63,365,513.16	September 2015	50,036,298.20	June 2017	37,518,556.17
January 2014	62,792,549.50	October 2015	49,412,875.84	July 2017	36,951,305.07
February 2014	62,205,727.72	November 2015	48,792,292.04	August 2017	36,388,042.84
March 2014	61,605,274.80	December 2015	48,174,529.93	September 2017	35,829,363.02

Aggregate Group III (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2017	$35,275,230.33	September 2022	$11,927,847.24	August 2027	$ 3,662,664.94
November 2017	34,725,609.74	October 2022	11,698,810.49	September 2027	3,587,263.11
December 2017	34,180,466.50	November 2022	11,473,968.44	October 2027	3,513,298.96
January 2018	33,639,766.11	December 2022	11,253,246.55	November 2027	3,440,746.28
February 2018	33,103,474.33	January 2023	11,036,571.56	December 2027	3,369,579.30
March 2018	32,571,557.16	February 2023	10,823,871.50	January 2028	3,299,772.74
April 2018	32,043,980.89	March 2023	10,615,075.65	February 2028	3,231,301.74
May 2018	31,520,712.04	April 2023	10,410,114.52	March 2028	3,164,141.91
June 2018	31,001,717.38	May 2023	10,208,919.82	April 2028	3,098,269.25
July 2018	30,486,963.95	June 2023	10,011,424.48	May 2028	3,033,660.24
August 2018	29,976,419.00	July 2023	9,817,562.58	June 2028	2,970,291.72
September 2018	29,470,050.06	August 2023	9,627,269.34	July 2028	2,908,141.00
October 2018	28,967,824.90	September 2023	9,440,481.14	August 2028	2,847,185.75
November 2018	28,469,711.51	October 2023	9,257,135.45	September 2028	2,787,404.05
December 2018	27,975,678.15	November 2023	9,077,170.82	October 2028	2,728,774.38
January 2019	27,485,693.29	December 2023	8,900,526.91	November 2028	2,671,275.58
February 2019	26,999,725.65	January 2024	8,727,144.39	December 2028	2,614,886.90
March 2019	26,517,744.19	February 2024	8,556,965.01	January 2029	2,559,587.92
April 2019	26,039,718.10	March 2024	8,389,931.51	February 2029	2,505,358.62
May 2019	25,565,616.80	April 2024	8,225,987.63	March 2029	2,452,179.31
June 2019	25,095,409.93	May 2024	8,065,078.11	April 2029	2,400,030.67
July 2019	24,629,067.38	June 2024	7,907,148.66	May 2029	2,348,893.71
August 2019	24,169,942.77	July 2024	7,752,145.90	June 2029	2,298,749.79
September 2019	23,719,072.34	August 2024	7,600,017.44	July 2029	2,249,580.59
October 2019	23,276,311.19	September 2024	7,450,711.77	August 2029	2,201,368.14
November 2019	22,841,516.95	October 2024	7,304,178.29	September 2029	2,154,094.75
December 2019	22,414,549.70	November 2024	7,160,367.28	October 2029	2,107,743.10
January 2020	21,995,271.93	December 2024	7,019,229.92	November 2029	2,062,296.13
February 2020	21,583,548.51	January 2025	6,880,718.22	December 2029	2,017,737.11
March 2020	21,179,246.65	February 2025	6,744,785.02	January 2030	1,974,049.62
April 2020	20,782,235.85	March 2025	6,611,384.03	February 2030	1,931,217.50
May 2020	20,392,387.86	April 2025	6,480,469.72	March 2030	1,889,224.91
June 2020	20,009,576.66	May 2025	6,351,997.40	April 2030	1,848,056.29
July 2020	19,633,678.41	June 2025	6,225,923.14	May 2030	1,807,696.33
August 2020	19,264,571.38	July 2025	6,102,203.80	June 2030	1,768,130.03
September 2020	18,902,135.99	August 2025	5,980,796.99	July 2030	1,729,342.64
October 2020	18,546,254.70	September 2025	5,861,661.05	August 2030	1,691,319.68
November 2020	18,196,812.01	October 2025	5,744,755.07	September 2030	1,654,046.93
December 2020	17,853,694.43	November 2025	5,630,038.85	October 2030	1,617,510.42
January 2021	17,516,790.42	December 2025	5,517,472.92	November 2030	1,581,696.45
February 2021	17,185,990.39	January 2026	5,407,018.46	December 2030	1,546,591.53
March 2021	16,861,186.62	February 2026	5,298,637.37	January 2031	1,512,182.45
April 2021	16,542,273.29	March 2026	5,192,292.21	February 2031	1,478,456.21
May 2021	16,229,146.39	April 2026	5,087,946.19	March 2031	1,445,400.07
June 2021	15,921,703.71	May 2026	4,985,563.19	April 2031	1,413,001.49
July 2021	15,619,844.85	June 2026	4,885,107.70	May 2031	1,381,248.18
August 2021	15,323,471.10	July 2026	4,786,544.85	June 2031	1,350,128.06
September 2021	15,032,485.49	August 2026	4,689,840.38	July 2031	1,319,629.27
October 2021	14,746,792.73	September 2026	4,594,960.65	August 2031	1,289,740.16
November 2021	14,466,299.19	October 2026	4,501,872.58	September 2031	1,260,449.30
December 2021	14,190,912.84	November 2026	4,410,543.70	October 2031	1,231,745.46
January 2022	13,920,543.29	December 2026	4,320,942.12	November 2031	1,203,617.60
February 2022	13,655,101.67	January 2027	4,233,036.49	December 2031	1,176,054.91
March 2022	13,394,500.69	February 2027	4,146,796.02	January 2032	1,149,046.75
April 2022	13,138,654.57	March 2027	4,062,190.47	February 2032	1,122,582.68
May 2022	12,887,479.01	April 2027	3,979,190.13	March 2032	1,096,652.45
June 2022	12,640,891.17	May 2027	3,897,765.82	April 2032	1,071,245.99
July 2022	12,398,809.69	June 2027	3,817,888.88	May 2032	1,046,353.43
August 2022	12,161,154.57	July 2027	3,739,531.14	June 2032	1,021,965.05

Aggregate Group III (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
July 2032	$ 998,071.34	October 2035	$ 367,481.42	January 2039	$ 99,343.88
August 2032	974,662.92	November 2035	357,243.85	February 2039	95,193.72
September 2032	951,730.63	December 2035	347,229.26	March 2039	91,144.52
October 2032	929,265.44	January 2036	337,433.28	April 2039	87,194.20
November 2032	907,258.49	February 2036	327,851.59	May 2039	83,340.72
December 2032	885,701.09	March 2036	318,480.00	June 2039	79,582.06
January 2033	864,584.70	April 2036	309,314.34	July 2039	75,916.25
February 2033	843,900.95	May 2036	300,350.57	August 2039	72,341.36
March 2033	823,641.61	June 2036	291,584.69	September 2039	68,855.50
April 2033	803,798.59	July 2036	283,012.79	October 2039	65,456.80
May 2033	784,363.97	August 2036	274,631.04	November 2039	62,143.45
June 2033	765,329.95	September 2036	266,435.65	December 2039	58,913.65
July 2033	746,688.91	October 2036	258,422.93	January 2040	55,765.65
August 2033	728,433.32	November 2036	250,589.26	February 2040	52,697.73
September 2033	710,555.82	December 2036	242,931.07	March 2040	49,708.21
October 2033	693,049.18	January 2037	235,444.87	April 2040	46,795.43
November 2033	675,906.29	February 2037	228,127.22	May 2040	43,957.76
December 2033	659,120.19	March 2037	220,974.76	June 2040	41,193.63
January 2034	642,684.02	April 2037	213,984.20	July 2040	38,501.45
February 2034	626,591.08	May 2037	207,152.28	August 2040	35,879.72
March 2034	610,834.77	June 2037	200,475.84	September 2040	33,326.92
April 2034	595,408.60	July 2037	193,951.74	October 2040	30,841.59
May 2034	580,306.23	August 2037	187,576.94	November 2040	28,422.29
June 2034	565,521.41	September 2037	181,348.42	December 2040	26,067.59
July 2034	551,048.03	October 2037	175,263.24	January 2041	23,776.11
August 2034	536,880.06	November 2037	169,318.50	February 2041	21,546.50
September 2034	523,011.60	December 2037	163,511.38	March 2041	19,377.41
October 2034	509,436.87	January 2038	157,839.08	April 2041	17,267.55
November 2034	496,150.17	February 2038	152,298.88	May 2041	15,215.62
December 2034	483,145.92	March 2038	146,888.10	June 2041	13,220.39
January 2035	470,418.65	April 2038	141,604.11	July 2041	11,280.60
February 2035	457,962.97	May 2038	136,444.33	August 2041	9,395.06
March 2035	445,773.60	June 2038	131,406.22	September 2041	7,562.57
April 2035	433,845.37	July 2038	126,487.32	October 2041	5,781.99
May 2035	422,173.18	August 2038	121,685.18	November 2041	4,052.17
June 2035	410,752.05	September 2038	116,997.41	December 2041	2,371.99
July 2035	399,577.07	October 2038	112,421.67	January 2042	740.37
August 2035	388,643.44	November 2038	107,955.67	February 2042 and thereafter	0.00
September 2035	377,946.44	December 2038	103,597.14		

Aggregate Group IV Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$96,160,000.00	September 2013	$89,038,751.44	November 2014	$77,850,126.11
August 2012	95,805,428.99	October 2013	88,359,835.39	December 2014	76,992,397.02
September 2012	95,426,447.88	November 2013	87,659,602.10	January 2015	76,139,440.67
October 2012	95,023,198.49	December 2013	86,938,358.46	February 2015	75,291,231.88
November 2012	94,595,835.28	January 2014	86,196,421.83	March 2015	74,447,745.62
December 2012	94,144,525.26	February 2014	85,434,119.77	April 2015	73,608,956.97
January 2013	93,669,447.88	March 2014	84,651,789.84	May 2015	72,774,841.16
February 2013	93,170,794.95	April 2014	83,849,779.33	June 2015	71,945,373.53
March 2013	92,648,770.48	May 2014	83,028,445.01	July 2015	71,120,529.56
April 2013	92,103,590.59	June 2014	82,188,152.86	August 2015	70,300,284.85
May 2013	91,535,483.33	July 2014	81,329,277.81	September 2015	69,484,615.13
June 2013	90,944,688.58	August 2014	80,452,203.45	October 2015	68,673,496.25
July 2013	90,331,457.82	September 2014	79,580,003.82	November 2015	67,866,904.20
August 2013	89,696,054.03	October 2014	78,712,653.23	December 2015	67,064,815.08

Aggregate Group IV (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
January 2016	$66,267,205.12	December 2020	$26,649,106.39	November 2025	$ 8,413,013.81
February 2016	65,474,050.67	January 2021	26,146,801.26	December 2025	8,244,926.46
March 2016	64,685,328.21	February 2021	25,653,583.92	January 2026	8,079,987.84
April 2016	63,901,014.34	March 2021	25,169,294.25	February 2026	7,918,141.20
May 2016	63,121,085.77	April 2021	24,693,774.91	March 2026	7,759,330.79
June 2016	62,345,519.34	May 2021	24,226,871.27	April 2026	7,603,501.85
July 2016	61,574,292.02	June 2021	23,768,431.39	May 2026	7,450,600.56
August 2016	60,807,380.88	July 2021	23,318,305.96	June 2026	7,300,574.06
September 2016	60,044,763.12	August 2021	22,876,348.25	July 2026	7,153,370.43
October 2016	59,286,416.05	September 2021	22,442,414.08	August 2026	7,008,938.64
November 2016	58,532,317.11	October 2021	22,016,361.75	September 2026	6,867,228.58
December 2016	57,782,443.85	November 2021	21,598,052.03	October 2026	6,728,191.02
January 2017	57,036,773.94	December 2021	21,187,348.11	November 2026	6,591,777.58
February 2017	56,295,285.16	January 2022	20,784,115.53	December 2026	6,457,940.75
March 2017	55,557,955.41	February 2022	20,388,222.18	January 2027	6,326,633.85
April 2017	54,824,762.71	March 2022	19,999,538.23	February 2027	6,197,811.03
May 2017	54,095,685.18	April 2022	19,617,936.11	March 2027	6,071,427.23
June 2017	53,370,701.06	May 2022	19,243,290.47	April 2027	5,947,438.21
July 2017	52,649,788.71	June 2022	18,875,478.12	May 2027	5,825,800.50
August 2017	51,932,926.59	July 2022	18,514,378.01	June 2027	5,706,471.39
September 2017	51,220,093.28	August 2022	18,159,871.21	July 2027	5,589,408.94
October 2017	50,511,267.48	September 2022	17,811,840.84	August 2027	5,474,571.94
November 2017	49,806,427.98	October 2022	17,470,172.05	September 2027	5,361,919.91
December 2017	49,105,553.69	November 2022	17,134,752.00	October 2027	5,251,413.09
January 2018	48,408,623.63	December 2022	16,805,469.80	November 2027	5,143,012.41
February 2018	47,715,616.93	January 2023	16,482,216.49	December 2027	5,036,679.51
March 2018	47,026,512.82	February 2023	16,164,885.00	January 2028	4,932,376.70
April 2018	46,341,290.65	March 2023	15,853,370.14	February 2028	4,830,066.96
May 2018	45,659,929.87	April 2023	15,547,568.53	March 2028	4,729,713.92
June 2018	44,982,410.04	May 2023	15,247,378.60	April 2028	4,631,281.86
July 2018	44,308,710.83	June 2023	14,952,700.55	May 2028	4,534,735.69
August 2018	43,638,812.00	July 2023	14,663,436.31	June 2028	4,440,040.94
September 2018	42,972,693.43	August 2023	14,379,489.53	July 2028	4,347,163.75
October 2018	42,310,335.10	September 2023	14,100,765.52	August 2028	4,256,070.88
November 2018	41,651,717.10	October 2023	13,827,171.26	September 2028	4,166,729.65
December 2018	40,996,819.61	November 2023	13,558,615.35	October 2028	4,079,107.99
January 2019	40,345,622.92	December 2023	13,295,007.97	November 2028	3,993,174.38
February 2019	39,698,107.42	January 2024	13,036,260.87	December 2028	3,908,897.86
March 2019	39,054,253.61	February 2024	12,782,287.35	January 2029	3,826,248.03
April 2019	38,414,042.08	March 2024	12,533,002.22	February 2029	3,745,195.03
May 2019	37,777,453.53	April 2024	12,288,321.77	March 2029	3,665,709.52
June 2019	37,144,468.76	May 2024	12,048,163.75	April 2029	3,587,762.69
July 2019	36,515,068.66	June 2024	11,812,447.36	May 2029	3,511,326.25
August 2019	35,889,234.23	July 2024	11,581,093.20	June 2029	3,436,372.40
September 2019	35,266,946.56	August 2024	11,354,023.26	July 2029	3,362,873.85
October 2019	34,648,186.85	September 2024	11,131,160.90	August 2029	3,290,803.78
November 2019	34,032,936.38	October 2024	10,912,430.81	September 2029	3,220,135.86
December 2019	33,421,176.54	November 2024	10,697,759.01	October 2029	3,150,844.22
January 2020	32,812,888.82	December 2024	10,487,072.80	November 2029	3,082,903.47
February 2020	32,208,054.80	January 2025	10,280,300.76	December 2029	3,016,288.65
March 2020	31,606,656.15	February 2025	10,077,372.72	January 2030	2,950,975.26
April 2020	31,014,874.29	March 2025	9,878,219.73	February 2030	2,886,939.24
May 2020	30,433,754.11	April 2025	9,682,774.06	March 2030	2,824,156.95
June 2020	29,863,108.31	May 2025	9,490,969.17	April 2030	2,762,605.18
July 2020	29,302,752.80	June 2025	9,302,739.67	May 2030	2,702,261.13
August 2020	28,752,506.68	July 2025	9,118,021.32	June 2030	2,643,102.41
September 2020	28,212,192.18	August 2025	8,936,751.02	July 2030	2,585,107.03
October 2020	27,681,634.59	September 2025	8,758,866.77	August 2030	2,528,253.40
November 2020	27,160,662.23	October 2025	8,584,307.65	September 2030	2,472,520.31

Aggregate Group IV (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2030	$ 2,417,886.93	August 2034	$ 801,390.96	June 2038	$ 194,526.59
November 2030	2,364,332.81	September 2034	780,636.44	July 2038	187,165.29
December 2030	2,311,837.86	October 2034	760,321.25	August 2038	179,978.86
January 2031	2,260,382.35	November 2034	740,436.90	September 2038	172,963.72
February 2031	2,209,946.91	December 2034	720,975.05	October 2038	166,116.36
March 2031	2,160,512.52	January 2035	701,927.51	November 2038	159,433.35
April 2031	2,112,060.49	February 2035	683,286.25	December 2038	152,911.31
May 2031	2,064,572.48	March 2035	665,043.39	January 2039	146,546.94
June 2031	2,018,030.47	April 2035	647,191.18	February 2039	140,336.98
July 2031	1,972,416.77	May 2035	629,722.03	March 2039	134,278.26
August 2031	1,927,714.00	June 2035	612,628.47	April 2039	128,367.65
September 2031	1,883,905.11	July 2035	595,903.19	May 2039	122,602.09
October 2031	1,840,973.34	August 2035	579,539.00	June 2039	116,978.57
November 2031	1,798,902.24	September 2035	563,528.85	July 2039	111,494.14
December 2031	1,757,675.65	October 2035	547,865.82	August 2039	106,145.91
January 2032	1,717,277.71	November 2035	532,543.11	September 2039	100,931.04
February 2032	1,677,692.84	December 2035	517,554.05	October 2039	95,846.76
March 2032	1,638,905.75	January 2036	502,892.10	November 2039	90,890.33
April 2032	1,600,901.42	February 2036	488,550.84	December 2039	86,059.08
May 2032	1,563,665.10	March 2036	474,523.96	January 2040	81,350.38
June 2032	1,527,182.31	April 2036	460,805.27	February 2040	76,761.66
July 2032	1,491,438.83	May 2036	447,388.70	March 2040	72,290.40
August 2032	1,456,420.70	June 2036	434,268.30	April 2040	67,934.12
September 2032	1,422,114.21	July 2036	421,438.21	May 2040	63,690.39
October 2032	1,388,505.90	August 2036	408,892.69	June 2040	59,556.83
November 2032	1,355,582.56	September 2036	396,626.11	July 2040	55,531.10
December 2032	1,323,331.21	October 2036	384,632.94	August 2040	51,610.92
January 2033	1,291,739.11	November 2036	372,907.76	September 2040	47,794.04
February 2033	1,260,793.74	December 2036	361,445.25	October 2040	44,078.25
March 2033	1,230,482.83	January 2037	350,240.17	November 2040	40,461.40
April 2033	1,200,794.32	February 2037	339,287.41	December 2040	36,941.37
May 2033	1,171,716.37	March 2037	328,581.93	January 2041	33,516.08
June 2033	1,143,237.35	April 2037	318,118.79	February 2041	30,183.50
July 2033	1,115,345.85	May 2037	307,893.15	March 2041	26,941.63
August 2033	1,088,030.67	June 2037	297,900.26	April 2041	23,788.51
September 2033	1,061,280.81	July 2037	288,135.45	May 2041	20,722.23
October 2033	1,035,085.46	August 2037	278,594.15	June 2041	17,740.90
November 2033	1,009,434.03	September 2037	269,271.87	July 2041	14,842.68
December 2033	984,316.10	October 2037	260,164.19	August 2041	12,025.76
January 2034	959,721.46	November 2037	251,266.80	September 2041	9,288.36
February 2034	935,640.07	December 2037	242,575.45	October 2041	6,628.75
March 2034	912,062.09	January 2038	234,085.98	November 2041	4,045.22
April 2034	888,977.84	February 2038	225,794.31	December 2041	1,536.11
May 2034	866,377.84	March 2038	217,696.43	January 2042 and thereafter	0.00
June 2034	844,252.76	April 2038	209,788.41		
July 2034	822,593.46	May 2038	202,066.39		

NQ Class Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$23,171,000.00	January 2013	$22,197,410.90	July 2013	$20,586,313.46
August 2012	23,055,326.63	February 2013	21,971,459.08	August 2013	20,260,833.23
September 2012	22,920,768.06	March 2013	21,728,022.39	September 2013	19,920,190.01
October 2012	22,767,490.39	April 2013	21,467,426.32	October 2013	19,564,852.70
November 2012	22,595,686.94	May 2013	21,190,021.70	November 2013	19,195,311.83
December 2012	22,405,578.06	June 2013	20,896,184.12	December 2013	18,812,078.79

NQ Class (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
January 2014	$18,415,685.00	February 2016	$ 8,262,185.85	March 2018	$ 2,224,230.91
February 2014	18,006,681.10	March 2016	7,943,525.97	April 2018	2,057,538.80
March 2014	17,585,636.03	April 2016	7,631,955.42	May 2018	1,895,926.92
April 2014	17,153,136.11	May 2016	7,327,382.74	June 2018	1,739,325.95
May 2014	16,709,784.11	June 2016	7,029,717.46	July 2018	1,587,667.33
June 2014	16,256,198.23	July 2016	6,738,870.09	August 2018	1,440,883.29
July 2014	15,793,011.09	August 2016	6,454,752.14	September 2018	1,298,906.80
August 2014	15,320,868.69	September 2016	6,177,276.08	October 2018	1,161,671.59
September 2014	14,857,757.59	October 2016	5,906,355.34	November 2018	1,029,112.11
October 2014	14,403,565.26	November 2016	5,641,904.30	December 2018	901,163.57
November 2014	13,958,180.40	December 2016	5,383,838.27	January 2019	777,761.89
December 2014	13,521,492.91	January 2017	5,132,073.50	February 2019	662,613.17
January 2015	13,093,393.85	February 2017	4,886,527.16	March 2019	557,459.68
February 2015	12,673,775.50	March 2017	4,647,117.32	April 2019	462,081.88
March 2015	12,262,531.27	April 2017	4,413,762.96	May 2019	376,264.24
April 2015	11,859,555.74	May 2017	4,186,383.96	June 2019	299,795.16
May 2015	11,464,744.61	June 2017	3,964,901.08	July 2019	232,466.95
June 2015	11,077,994.74	July 2017	3,749,235.94	August 2019	174,075.70
July 2015	10,699,204.08	August 2017	3,539,311.04	September 2019	124,421.25
August 2015	10,328,271.71	September 2017	3,335,049.74	October 2019	83,307.11
September 2015	9,965,097.79	October 2017	3,136,376.23	November 2019	50,540.42
October 2015	9,609,583.56	November 2017	2,943,215.55	December 2019	25,931.86
November 2015	9,261,631.34	December 2017	2,755,493.58	January 2020	9,295.60
December 2015	8,921,144.52	January 2018	2,573,137.01	February 2020	449.24
January 2016	8,588,027.53	February 2018	2,396,073.35	March 2020 and thereafter	0.00

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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$1,244,479,387

FannieMae®

Guaranteed REMIC Pass-Through Certificates

Fannie Mae REMIC Trust 2012-80

Prospectus Supplement

Citigroup

July 24, 2012