

\$287,768,230



FannieMae®

Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2012-105

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own Fannie Mae MBS.

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

<i>Class</i>	<i>Group</i>	<i>Original Class Balance</i>	<i>Principal Type(1)</i>	<i>Interest Rate</i>	<i>Interest Type(1)</i>	<i>CUSIP Number</i>	<i>Final Distribution Date</i>
AB	1	\$ 40,000,000	SEQ	2.0%	FIX	3136A86P0	October 2039
AI	1	17,142,857(2)	NTL	3.5	FIX/IO	3136A86Q8	October 2039
VA	1	4,675,000	SEQ/AD	3.5	FIX	3136A86R6	November 2030
Z	1	5,325,000	SEQ	3.5	FIX/Z	3136A86S4	October 2042
PF(3) . .	2	24,857,000	PAC	(4)	FLT	3136A86T2	October 2042
PS(3) . .	2	17,755,000	PAC	(4)	INV	3136A86U9	October 2042
CF	2	4,749,104	SUP	(4)	FLT	3136A86V7	October 2042
CS	2	2,713,774	SUP	(4)	INV	3136A86W5	October 2042
GP(3) . .	3	132,393,000	PAC/AD	3.5	FIX	3136A86X3	March 2042
PZ	3	2,328,000	PAC/AD	3.5	FIX/Z	3136A86Y1	October 2042
CZ	3	21,690,127	SUP	3.5	FIX/Z	3136A86Z8	October 2042
F	3	31,282,225	PT	(4)	FLT	3136A87A2	October 2042
S	3	31,282,225(2)	NTL	(4)	INV/IO	3136A87B0	October 2042
R		0	NPR	0	NPR	3136A87C8	October 2042
RL		0	NPR	0	NPR	3136A87D6	October 2042

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

- (2) Notional balances. These classes are interest only classes. See page S-5 for a description of how their notional balances are calculated.
(3) Exchangeable classes.
(4) Based on LIBOR.

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 FP, FS, GB and GI 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—Combination and Recombination—RCR Certificates" 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 September 28, 2012.

Carefully consider the risk factors starting on page 13 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.

BNP PARIBAS

The date of this Prospectus Supplement is September 24, 2012

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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 August 1, 2012 (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”); 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 is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

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 and the MBS Prospectus by writing or calling the dealer at:

Static Data NY Securities
BNP Paribas
525 Washington Boulevard
Jersey City, New Jersey 07310
(telephone (201) 850-5627)
StaticDataNYSecurities@americas.bnpparibas.com

SUMMARY

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

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS

Group 1, Group 2 and Group 3

Characteristics of the MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$ 50,000,000	3.50%	3.75% to 6.00%	241 to 360
Group 2 MBS	\$ 50,074,878	3.50%	3.75% to 6.00%	241 to 360
Group 3 MBS	\$ 19,311,767	4.00%	4.25% to 6.50%	241 to 360
	\$138,636,870	4.00%	4.25% to 6.50%	241 to 360
	\$ 19,963,366	4.00%	4.25% to 6.50%	241 to 360
	\$ 9,781,349	4.00%	4.25% to 6.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$ 50,000,000	360	352	1	4.107%
Group 2 MBS	\$ 50,074,878	360	359	1	3.960%
Group 3 MBS	\$ 19,311,767	360	355	0	4.481%
	\$138,636,870	360	354	5	4.404%
	\$ 19,963,366	360	351	6	4.421%
	\$ 9,781,349	360	350	6	4.386%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the MBS will differ from those shown above, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets” in the REMIC Prospectus.

Settlement Date

We expect to issue the certificates on September 28, 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:

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

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
PF	0.530%	6.00000%	0.30%	LIBOR + 30 basis points
PS	7.658%	7.98000%	0.00%	7.98% – (1.4 × LIBOR)
CF	1.380%	5.50000%	1.15%	LIBOR + 115 basis points
CS	7.210%	7.61250%	0.00%	7.6125% – (1.75 × LIBOR)
F	0.680%	6.50000%	0.45%	LIBOR + 45 basis points
S	5.820%	6.05000%	0.00%	6.05% – LIBOR
FP	0.530%	6.50000%	0.30%	LIBOR + 30 basis points
FS	6.965%	7.23333%	0.00%	7.23333% – (1.16666666 × LIBOR)

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

Notional Classes

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

<u>Class</u>	
AI	42.8571425% of the AB Class
S	100% of the F Class
GI	12.5% of the GP Class

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>201%</u>	<u>375%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
AB and AI	17.0	7.6	4.9	3.2	3.1	2.3	2.0
VA	10.0	10.0	8.7	6.3	6.0	4.5	3.7
Z	28.6	22.6	17.5	11.5	11.0	7.7	5.8

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>175%</u>	<u>225%</u>	<u>275%</u>	<u>450%</u>	<u>600%</u>	<u>800%</u>	<u>1200%</u>
PF, PS, FP and FS	17.6	8.4	6.4	6.4	6.4	4.5	3.6	2.9	2.1
CF and CS	28.9	23.9	16.9	8.8	2.8	1.4	1.1	0.9	0.6

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	<u>1400%</u>
GP, GB and GI	14.9	7.0	5.4	5.4	5.4	3.7	2.8	2.3	1.6
PZ	24.7	20.0	20.0	20.0	20.0	13.4	9.6	7.3	4.0
CZ	27.6	21.4	15.6	8.1	2.4	1.0	0.7	0.6	0.4
F and S	19.6	10.6	7.1	6.1	5.3	3.5	2.6	2.1	1.5

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

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 September 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 three groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS” and “Group 3 MBS,” and together, the “MBS”).

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

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

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

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	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 and the MBS, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus and the MBS Prospectus. Our guaranties are not backed by the full faith and credit of the United States.

Characteristics of Certificates. Except as specified below, we will issue the Certificates in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose

names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.”

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

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

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

The MBS

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the 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 underlying the Group 1 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—Risk 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.

Moreover, the pools of mortgage loans backing the Group 2 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 2 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.

For additional information, see “Summary—Group 1, Group 2 and Group 3—Characteristics of the MBS” 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 and Inverse Floating Rate 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:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes and the CF and CS Classes	Floating Rate and Inverse Floating Rate Classes (other than the CF and CS Classes)

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

Accrual Classes. The Z, PZ and CZ 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 Z Accrual Amount to VA until retired, and thereafter to Z.

} Accretion
Directed
Class and
Accrual Class

The Group 1 Cash Flow Distribution Amount to AB, VA and Z, in that order,
until retired.

} Sequential
Classes

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

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

- *Group 2*

The Group 2 Principal Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance.

} PAC Group

2. To CF and CS, pro rata, until retired.

} Support
Classes

3. To Aggregate Group I to zero.

} PAC Group

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

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

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

- *Group 3*

The PZ Accrual Amount to GP until retired, and thereafter to PZ.

} Accretion
Directed
Class and
Accrual Class

The CZ Accrual Amount to Aggregate Group II to its Planned Balance, and thereafter to CZ.

} Accretion
Directed/PAC
Group and
Accrual Class

The Group 3 Cash Flow Distribution Amount as follows:

— 16.6666664891% to F until retired, and

} Pass-Through
Class

— 83.3333335109% as follows:

first, to Aggregate Group II to its Planned Balance;

} PAC Group

second, to CZ until retired; and

} Support Class

third, to Aggregate Group II to zero.

} PAC Group

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

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

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

“Aggregate Group II” consists of the GP and PZ Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to GP and PZ, in that order, until retired.

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

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the following assumptions (the “Pricing Assumptions”):

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2 and Group 3—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 September 28, 2012; and
- each Distribution Date occurs on the 25th day of a month.

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the MBS will differ from the assumed characteristics shown in the Summary, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets*” in the REMIC Prospectus.

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 is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

<u>Groups</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 175% and 275% PSA	Between 175% and 275% PSA
Aggregate Group II Planned Balances	Between 200% and 300% PSA	Between 200% and 300% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	PF and PS
Aggregate Group II	GP and PZ

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

Yield Tables

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

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

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

We cannot assure you that

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

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

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

The Inverse Floating Rate Classes. **The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of**

principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the Inverse Floating Rate Classes (other than the CS Class) would lose money on their initial investments under certain Index and prepayment scenarios.

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

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

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

<u>Class</u>	<u>Price*</u>
PS	113.765625%
CS	99.812500%
S	18.000000%
FS	112.421875%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>175%</u>	<u>225%</u>	<u>275%</u>	<u>450%</u>	<u>600%</u>	<u>800%</u>	<u>1200%</u>
0.11%	6.1%	5.7%	5.2%	5.2%	5.2%	4.4%	3.7%	2.8%	1.2%
0.23%	5.9%	5.5%	5.0%	5.0%	5.0%	4.2%	3.5%	2.7%	1.1%
2.23%	3.4%	3.0%	2.5%	2.5%	2.5%	1.7%	1.0%	0.2%	(1.4)%
4.23%	0.8%	0.4%	0.0%	0.0%	0.0%	(0.8)%	(1.5)%	(2.3)%	(3.9)%
5.70%	(1.1)%	(1.4)%	(1.9)%	(1.9)%	(1.9)%	(2.7)%	(3.3)%	(4.2)%	(5.7)%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>175%</u>	<u>225%</u>	<u>275%</u>	<u>450%</u>	<u>600%</u>	<u>800%</u>	<u>1200%</u>
0.11%	7.5%	7.5%	7.5%	7.5%	7.4%	7.3%	7.2%	7.2%	7.0%
0.23%	7.3%	7.3%	7.3%	7.3%	7.2%	7.1%	7.0%	7.0%	6.8%
2.23%	3.7%	3.7%	3.7%	3.7%	3.7%	3.7%	3.7%	3.7%	3.7%
4.23%	0.2%	0.2%	0.2%	0.2%	0.3%	0.4%	0.4%	0.5%	0.6%
4.35%	0.0%	0.0%	0.0%	0.0%	0.1%	0.2%	0.2%	0.3%	0.4%

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	200%	250%	300%	500%	700%	900%	1400%
0.11%	30.3%	27.7%	22.3%	19.5%	16.7%	5.3%	(6.6)%	(19.1)%	(52.9)%
0.23%	29.6%	26.9%	21.5%	18.7%	16.0%	4.5%	(7.4)%	(19.9)%	(53.9)%
2.23%	17.0%	14.3%	8.7%	5.9%	3.0%	(8.9)%	(21.5)%	(34.8)%	(71.6)%
4.23%	3.9%	1.1%	(4.7)%	(7.6)%	(10.6)%	(23.0)%	(36.3)%	(50.7)%	(92.5)%
6.05%	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	175%	225%	275%	450%	600%	800%	1200%
0.11%	5.6%	5.2%	4.7%	4.7%	4.7%	4.0%	3.4%	2.6%	1.2%
0.23%	5.4%	5.1%	4.6%	4.6%	4.6%	3.9%	3.3%	2.5%	1.1%
2.23%	3.3%	2.9%	2.5%	2.5%	2.5%	1.8%	1.1%	0.4%	(1.0)%
4.23%	1.1%	0.8%	0.4%	0.4%	0.4%	(0.3)%	(1.0)%	(1.7)%	(3.1)%
6.20%	(1.0)%	(1.3)%	(1.7)%	(1.7)%	(1.7)%	(2.4)%	(3.0)%	(3.8)%	(5.2)%

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
AI	182%
GI	474%

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

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

Class	Price*
AI	18.25%
GI	15.00%

* 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.

Sensitivity of the AI Class to Prepayments

	PSA Prepayment Assumption						
	50%	100%	201%	375%	400%	600%	800%
Pre-Tax Yields to Maturity	12.2%	7.9%	(1.9)%	(20.1)%	(22.6)%	(41.6)%	(57.8)%

Sensitivity of the GI Class to Prepayments

	PSA Prepayment Assumption								
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	<u>1400%</u>
Pre-Tax Yields to Maturity	19.9%	15.8%	9.8%	9.8%	9.8%	(1.7)%	(14.9)%	(28.8)%	(63.4)%

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, and
- the priority sequences of distributions of principal of the Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	6.00%
Group 2 MBS	360 months	6.00%
Group 3 MBS	360 months	6.50%

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	AB and AI† Classes							VA Class							Z Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	201%	375%	400%	600%	800%	0%	100%	201%	375%	400%	600%	800%	0%	100%	201%	375%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2013	98	96	94	91	90	87	83	96	96	96	96	96	96	96	104	104	104	104	104	104	104
September 2014	97	89	83	72	70	59	48	92	92	92	92	92	92	92	107	107	107	107	107	107	107
September 2015	95	80	68	49	47	28	13	87	87	87	87	87	87	87	111	111	111	111	111	111	111
September 2016	93	72	55	31	28	8	0	83	83	83	83	83	83	34	115	115	115	115	115	115	115
September 2017	91	64	44	18	15	0	0	78	78	78	78	78	43	0	119	119	119	119	119	119	74
September 2018	89	56	34	7	4	0	0	73	73	73	73	73	0	0	123	123	123	123	123	98	37
September 2019	87	50	26	0	0	0	0	68	68	68	63	40	0	0	128	128	128	128	128	61	19
September 2020	85	43	18	0	0	0	0	63	63	63	6	0	0	0	132	132	132	132	121	38	10
September 2021	82	37	12	0	0	0	0	58	58	58	0	0	0	0	137	137	137	103	89	24	5
September 2022	80	32	6	0	0	0	0	52	52	52	0	0	0	0	142	142	142	78	65	15	2
September 2023	77	26	2	0	0	0	0	47	47	47	0	0	0	0	147	147	147	58	48	9	1
September 2024	74	21	0	0	0	0	0	41	41	20	0	0	0	0	152	152	152	43	35	6	1
September 2025	71	17	0	0	0	0	0	34	34	0	0	0	0	0	158	158	143	32	26	3	*
September 2026	67	13	0	0	0	0	0	28	28	0	0	0	0	0	163	163	120	24	19	2	*
September 2027	64	9	0	0	0	0	0	22	22	0	0	0	0	0	169	169	101	18	13	1	*
September 2028	60	5	0	0	0	0	0	15	15	0	0	0	0	0	175	175	84	13	10	1	*
September 2029	56	2	0	0	0	0	0	8	8	0	0	0	0	0	181	181	70	9	7	*	*
September 2030	52	0	0	0	0	0	0	*	0	0	0	0	0	0	188	176	57	7	5	*	*
September 2031	47	0	0	0	0	0	0	0	0	0	0	0	0	0	188	154	47	5	3	*	*
September 2032	43	0	0	0	0	0	0	0	0	0	0	0	0	0	188	133	38	4	2	*	*
September 2033	37	0	0	0	0	0	0	0	0	0	0	0	0	0	188	114	30	2	2	*	*
September 2034	32	0	0	0	0	0	0	0	0	0	0	0	0	0	188	96	24	2	1	*	*
September 2035	26	0	0	0	0	0	0	0	0	0	0	0	0	0	188	79	19	1	1	*	*
September 2036	20	0	0	0	0	0	0	0	0	0	0	0	0	0	188	64	14	1	1	*	*
September 2037	14	0	0	0	0	0	0	0	0	0	0	0	0	0	188	50	10	1	*	*	*
September 2038	7	0	0	0	0	0	0	0	0	0	0	0	0	0	188	37	7	*	*	*	*
September 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	185	25	4	*	*	*	*
September 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	127	14	2	*	*	*	*
September 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	65	3	1	*	*	*	0
September 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.0	7.6	4.9	3.2	3.1	2.3	2.0	10.0	10.0	8.7	6.3	6.0	4.5	3.7	28.6	22.6	17.5	11.5	11.0	7.7	5.8

Date	PF, PS, FP and FS Classes									CF and CS Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	175%	225%	275%	450%	600%	800%	1200%	0%	100%	175%	225%	275%	450%	600%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2013	99	96	95	95	95	95	95	95	94	100	100	100	95	90	73	57	37	0
September 2014	97	90	85	85	85	85	79	68	49	100	100	100	83	67	10	0	0	0
September 2015	95	81	73	73	73	63	50	36	14	100	100	100	69	39	0	0	0	0
September 2016	94	73	62	62	62	45	31	18	4	100	100	100	59	20	0	0	0	0
September 2017	92	66	52	52	52	32	20	9	1	100	100	100	52	8	0	0	0	0
September 2018	90	59	43	43	43	23	12	5	*	100	100	100	48	2	0	0	0	0
September 2019	88	53	35	35	35	16	8	2	*	100	100	100	46	*	0	0	0	0
September 2020	86	47	29	29	29	12	5	1	*	100	100	99	44	*	0	0	0	0
September 2021	83	41	23	23	23	8	3	1	*	100	100	95	42	*	0	0	0	0
September 2022	81	36	19	19	19	6	2	*	*	100	100	90	39	*	0	0	0	0
September 2023	78	31	15	15	15	4	1	*	*	100	100	84	36	*	0	0	0	0
September 2024	75	26	12	12	12	3	1	*	*	100	100	78	32	*	0	0	0	0
September 2025	72	22	10	10	10	2	*	*	*	100	100	71	29	*	0	0	0	0
September 2026	69	18	8	8	8	1	*	*	*	100	100	64	26	*	0	0	0	0
September 2027	66	15	6	6	6	1	*	*	*	100	100	57	22	*	0	0	0	0
September 2028	62	11	5	5	5	1	*	*	0	100	100	51	19	*	0	0	0	0
September 2029	59	8	4	4	4	*	*	*	0	100	100	44	17	*	0	0	0	0
September 2030	55	5	3	3	3	*	*	*	0	100	100	39	14	*	0	0	0	0
September 2031	50	2	2	2	2	*	*	*	0	100	99	33	12	*	0	0	0	0
September 2032	46	2	2	2	2	*	*	*	0	100	87	28	10	*	0	0	0	0
September 2033	41	1	1	1	1	*	*	*	0	100	76	24	8	*	0	0	0	0
September 2034	36	1	1	1	1	*	*	*	0	100	65	20	7	*	0	0	0	0
September 2035	31	1	1	1	1	*	*	*	0	100	55	16	5	*	0	0	0	0
September 2036	25	1	1	1	1	*	*	*	0	100	46	13	4	*	0	0	0	0
September 2037	19	*	*	*	*	*	*	*	0	100	37	10	3	*	0	0	0	0
September 2038	12	*	*	*	*	*	*	*	0	100	28	7	2	*	0	0	0	0
September 2039	6	*	*	*	*	*	*	0	0	100	20	5	1	*	0	0	0	0
September 2040	*	*	*	*	*	*	*	0	0	90	13	3	1	*	0	0	0	0
September 2041	*	*	*	*	*	*	*	0	0	47	6	1	*	*	0	0	0	0
September 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	8.4	6.4	6.4	6.4	4.5	3.6	2.9	2.1	28.9	23.9	16.9	8.8	2.8	1.4	1.1	0.9	0.6

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
 ** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
 † In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	GP, GB and G† Classes									PZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	250%	300%	500%	700%	900%	1400%	0%	100%	200%	250%	300%	500%	700%	900%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2013	98	95	93	93	93	93	93	91	77	104	104	104	104	104	104	104	104	104
September 2014	96	87	81	81	81	76	63	51	25	107	107	107	107	107	107	107	107	107
September 2015	94	78	67	67	67	52	35	22	2	111	111	111	111	111	111	111	111	111
September 2016	91	69	55	55	55	35	19	9	0	115	115	115	115	115	115	115	115	38
September 2017	89	61	45	45	45	23	10	3	0	119	119	119	119	119	119	119	119	6
September 2018	86	54	36	36	36	15	5	*	0	123	123	123	123	123	123	123	123	1
September 2019	84	47	28	28	28	9	2	0	0	128	128	128	128	128	128	128	56	*
September 2020	81	40	22	22	22	6	0	0	0	132	132	132	132	132	132	123	25	*
September 2021	78	34	17	17	17	3	0	0	0	137	137	137	137	137	137	69	11	*
September 2022	74	27	13	13	13	1	0	0	0	142	142	142	142	142	142	39	5	*
September 2023	71	22	10	10	10	0	0	0	0	147	147	147	147	147	142	22	2	*
September 2024	67	16	7	7	7	0	0	0	0	152	152	152	152	152	96	12	1	*
September 2025	63	11	5	5	5	0	0	0	0	158	158	158	158	158	64	7	*	*
September 2026	59	6	3	3	3	0	0	0	0	163	163	163	163	163	43	4	*	0
September 2027	55	2	2	2	2	0	0	0	0	169	169	169	169	169	29	2	*	0
September 2028	50	1	1	1	1	0	0	0	0	175	175	175	175	175	19	1	*	0
September 2029	46	0	0	0	0	0	0	0	0	181	160	160	160	160	13	1	*	0
September 2030	40	0	0	0	0	0	0	0	0	188	123	123	123	123	8	*	*	0
September 2031	35	0	0	0	0	0	0	0	0	194	94	94	94	94	5	*	*	0
September 2032	29	0	0	0	0	0	0	0	0	201	71	71	71	71	4	*	*	0
September 2033	23	0	0	0	0	0	0	0	0	208	53	53	53	53	2	*	*	0
September 2034	17	0	0	0	0	0	0	0	0	216	39	39	39	39	1	*	*	0
September 2035	10	0	0	0	0	0	0	0	0	223	29	29	29	29	1	*	*	0
September 2036	2	0	0	0	0	0	0	0	0	231	20	20	20	20	1	*	*	0
September 2037	0	0	0	0	0	0	0	0	0	14	14	14	14	14	*	*	*	0
September 2038	0	0	0	0	0	0	0	0	0	9	9	9	9	9	*	*	*	0
September 2039	0	0	0	0	0	0	0	0	0	5	5	5	5	5	*	*	*	0
September 2040	0	0	0	0	0	0	0	0	0	3	3	3	3	3	*	*	0	0
September 2041	0	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	0	0
September 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	14.9	7.0	5.4	5.4	5.4	3.7	2.8	2.3	1.6	24.7	20.0	20.0	20.0	20.0	13.4	9.6	7.3	4.0

Date	CZ Class									F and S† Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	200%	250%	300%	500%	700%	900%	1400%	0%	100%	200%	250%	300%	500%	700%	900%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
September 2013	104	104	100	92	84	52	20	0	0	99	96	94	93	92	87	83	78	67
September 2014	107	107	100	78	56	0	0	0	0	98	90	84	81	78	66	55	45	22
September 2015	111	111	100	64	29	0	0	0	0	96	83	72	67	62	45	31	20	4
September 2016	115	115	100	55	13	0	0	0	0	95	76	62	56	50	31	18	9	1
September 2017	119	119	100	49	4	0	0	0	0	94	70	54	47	40	21	10	4	*
September 2018	123	123	100	47	*	0	0	0	0	92	65	46	39	32	15	6	2	*
September 2019	128	128	100	45	*	0	0	0	0	90	59	40	32	26	10	3	1	*
September 2020	132	132	96	43	*	0	0	0	0	89	54	34	27	21	7	2	*	*
September 2021	137	137	91	40	*	0	0	0	0	87	49	29	22	16	5	1	*	*
September 2022	142	142	84	36	*	0	0	0	0	85	45	25	18	13	3	1	*	*
September 2023	147	147	77	32	*	0	0	0	0	83	41	21	15	10	2	*	*	*
September 2024	152	152	70	29	*	0	0	0	0	80	37	18	12	8	1	*	*	0
September 2025	158	158	62	25	*	0	0	0	0	78	34	15	10	6	1	*	*	0
September 2026	163	163	55	22	*	0	0	0	0	75	30	13	8	5	1	*	*	0
September 2027	169	167	48	19	*	0	0	0	0	73	27	11	7	4	*	*	*	0
September 2028	175	152	42	16	*	0	0	0	0	70	24	9	5	3	*	*	*	0
September 2029	181	137	36	13	*	0	0	0	0	66	21	7	4	2	*	*	*	0
September 2030	188	123	31	11	*	0	0	0	0	63	19	6	3	2	*	*	*	0
September 2031	194	109	26	9	*	0	0	0	0	59	17	5	3	1	*	*	*	0
September 2032	201	96	22	8	*	0	0	0	0	56	14	4	2	1	*	*	*	0
September 2033	208	83	18	6	*	0	0	0	0	52	12	3	2	1	*	*	*	0
September 2034	216	71	14	5	*	0	0	0	0	47	10	3	1	1	*	*	*	0
September 2035	223	59	11	4	*	0	0	0	0	43	9	2	1	*	*	*	*	0
September 2036	231	49	9	3	*	0	0	0	0	38	7	2	1	*	*	*	0	0
September 2037	231	38	7	2	*	0	0	0	0	32	6	1	*	*	*	*	0	0
September 2038	191	29	5	1	*	0	0	0	0	27	4	1	*	*	*	*	0	0
September 2039	148	20	3	1	*	0	0	0	0	21	3	1	*	*	*	*	0	0
September 2040	102	11	2	*	*	0	0	0	0	14	2	*	*	*	*	*	0	0
September 2041	53	3	*	*	*	0	0	0	0	7	*	*	*	*	*	0	0	0
September 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	21.4	15.6	8.1	2.4	1.0	0.7	0.6	0.4	19.6	10.6	7.1	6.1	5.3	3.5	2.6	2.1	1.5

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
 ** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
 † In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of 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—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 1 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The MBS” in this prospectus supplement. A portion of the Group 1 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 1 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 Notional Classes and the Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, the PS Class 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:

<u>Group</u>	<u>Prepayment Assumption</u>
1	201% PSA
2	225% PSA
3	250% 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 FP, GB and GI Classes of RCR Certificates are Classes of Strip RCR Certificates. The FS Class of RCR Certificates represents (i) the right to receive a portion of the principal and interest payments on the PF Class and (ii) beneficial ownership of an undivided interest in the PS Class. To the extent the FS Class represents the right to receive a portion of the principal and interest payments on the PF Class, it will be treated as a Strip RCR Certificate. To the extent the FS Class represents beneficial ownership of an undivided interest in the PS Class, it will be treated as a Combination RCR Certificate. 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 BNP Paribas Securities Corp. (the “Dealer”) in exchange for the 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

Katten Muchin Rosenman LLP will provide legal representation for Fannie Mae. K&L Gates LLP will provide legal representation for the Dealer.

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								
PF	\$ 24,857,000	FP	\$ 22,944,923	PAC	(3)	FLT	3136A87E4	October 2042
PS	17,755,000	FS	19,667,077	PAC	(3)	INV	3136A87F1	October 2042
Recombination 2								
GP	132,393,000	GB	132,393,000	PAC/AD	3.0%	FIX	3136A87G9	March 2042
		GI	16,549,125(4)	NTL	4.0	FIX/IO	3136A87H7	March 2042

- (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—Class Definitions and Abbreviations” in the REMIC Prospectus.
- (3) For a description of these interest rates, see “Summary—Interest Rates” in this prospectus supplement.
- (4) Notional balance. This Class is an Interest Only Class. See page S-5 for a description of how its notional balance is calculated.

Principal Balance Schedules

Aggregate Group I Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$42,612,000.00	May 2017	\$23,404,715.83	January 2022	\$ 9,216,167.43
October 2012	42,509,727.78	June 2017	23,061,782.51	February 2022	9,054,864.37
November 2012	42,392,645.74	July 2017	22,722,354.15	March 2022	8,896,245.23
December 2012	42,260,805.00	August 2017	22,386,396.42	April 2022	8,740,266.73
January 2013	42,114,269.95	September 2017	22,053,875.34	May 2022	8,586,886.27
February 2013	41,953,118.22	October 2017	21,724,757.23	June 2022	8,436,061.95
March 2013	41,777,440.65	November 2017	21,399,008.74	July 2022	8,287,752.51
April 2013	41,587,341.20	December 2017	21,076,596.84	August 2022	8,141,917.34
May 2013	41,382,936.94	January 2018	20,757,488.81	September 2022	7,998,516.48
June 2013	41,164,357.89	February 2018	20,441,652.27	October 2022	7,857,510.60
July 2013	40,931,746.94	March 2018	20,129,055.11	November 2022	7,718,861.00
August 2013	40,685,259.71	April 2018	19,819,665.55	December 2022	7,582,529.57
September 2013	40,425,064.39	May 2018	19,513,452.11	January 2023	7,448,478.81
October 2013	40,151,341.57	June 2018	19,210,383.61	February 2023	7,316,671.85
November 2013	39,864,284.05	July 2018	18,910,429.18	March 2023	7,187,072.34
December 2013	39,564,096.61	August 2018	18,613,558.22	April 2023	7,059,644.56
January 2014	39,250,995.82	September 2018	18,319,740.45	May 2023	6,934,353.32
February 2014	38,925,209.73	October 2018	18,028,945.87	June 2023	6,811,164.02
March 2014	38,586,977.67	November 2018	17,741,144.75	July 2023	6,690,042.57
April 2014	38,236,549.91	December 2018	17,456,307.68	August 2023	6,570,955.45
May 2014	37,874,187.40	January 2019	17,174,405.49	September 2023	6,453,869.66
June 2014	37,500,161.42	February 2019	16,895,409.34	October 2023	6,338,752.72
July 2014	37,114,753.26	March 2019	16,619,290.62	November 2023	6,225,572.68
August 2014	36,718,253.89	April 2019	16,346,021.01	December 2023	6,114,298.07
September 2014	36,310,963.53	May 2019	16,075,572.48	January 2024	6,004,897.95
October 2014	35,893,191.37	June 2019	15,807,917.24	February 2024	5,897,341.86
November 2014	35,465,255.07	July 2019	15,543,027.78	March 2024	5,791,599.80
December 2014	35,027,480.43	August 2019	15,280,876.86	April 2024	5,687,642.28
January 2015	34,580,200.95	September 2019	15,021,437.49	May 2024	5,585,440.26
February 2015	34,123,757.39	October 2019	14,764,682.95	June 2024	5,484,965.17
March 2015	33,671,926.61	November 2019	14,511,738.48	July 2024	5,386,188.89
April 2015	33,224,663.72	December 2019	14,262,948.39	August 2024	5,289,083.75
May 2015	32,781,924.26	January 2020	14,018,246.25	September 2024	5,193,622.51
June 2015	32,343,664.18	February 2020	13,777,566.70	October 2024	5,099,778.37
July 2015	31,909,839.86	March 2020	13,540,845.39	November 2024	5,007,524.96
August 2015	31,480,408.09	April 2020	13,308,018.99	December 2024	4,916,836.33
September 2015	31,055,326.07	May 2020	13,079,025.16	January 2025	4,827,686.93
October 2015	30,634,551.43	June 2020	12,853,802.53	February 2025	4,740,051.63
November 2015	30,218,042.17	July 2020	12,632,290.71	March 2025	4,653,905.70
December 2015	29,805,756.71	August 2020	12,414,430.26	April 2025	4,569,224.80
January 2016	29,397,653.87	September 2020	12,200,162.65	May 2025	4,485,984.97
February 2016	28,993,692.84	October 2020	11,989,430.30	June 2025	4,404,162.65
March 2016	28,593,833.24	November 2020	11,782,176.51	July 2025	4,323,734.63
April 2016	28,198,035.03	December 2020	11,578,345.50	August 2025	4,244,678.11
May 2016	27,806,258.58	January 2021	11,377,882.34	September 2025	4,166,970.60
June 2016	27,418,464.63	February 2021	11,180,732.99	October 2025	4,090,590.02
July 2016	27,034,614.29	March 2021	10,986,844.23	November 2025	4,015,514.61
August 2016	26,654,669.05	April 2021	10,796,163.71	December 2025	3,941,722.98
September 2016	26,278,590.76	May 2021	10,608,639.88	January 2026	3,869,194.05
October 2016	25,906,341.65	June 2021	10,424,222.01	February 2026	3,797,907.11
November 2016	25,537,884.28	July 2021	10,242,860.18	March 2026	3,727,841.77
December 2016	25,173,181.60	August 2021	10,064,505.24	April 2026	3,658,977.95
January 2017	24,812,196.90	September 2021	9,889,108.82	May 2026	3,591,295.91
February 2017	24,454,893.81	October 2021	9,716,623.32	June 2026	3,524,776.22
March 2017	24,101,236.33	November 2021	9,547,001.87	July 2026	3,459,399.77
April 2017	23,751,188.78	December 2021	9,380,198.38	August 2026	3,395,147.73

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
September 2026	\$ 3,332,001.60	August 2031	\$ 1,036,738.30	July 2036	\$ 258,899.50
October 2026	3,269,943.16	September 2031	1,015,088.01	August 2036	251,940.85
November 2026	3,208,954.48	October 2031	993,832.78	September 2036	245,122.10
December 2026	3,149,017.93	November 2031	972,965.89	October 2036	238,440.75
January 2027	3,090,116.16	December 2031	952,480.71	November 2036	231,894.32
February 2027	3,032,232.08	January 2032	932,370.72	December 2036	225,480.40
March 2027	2,975,348.90	February 2032	912,629.52	January 2037	219,196.60
April 2027	2,919,450.08	March 2032	893,250.80	February 2037	213,040.57
May 2027	2,864,519.36	April 2032	874,228.36	March 2037	207,010.02
June 2027	2,810,540.73	May 2032	855,556.11	April 2037	201,102.67
July 2027	2,757,498.44	June 2032	837,228.04	May 2037	195,316.32
August 2027	2,705,377.00	July 2032	819,238.26	June 2037	189,648.75
September 2027	2,654,161.15	August 2032	801,580.96	July 2037	184,097.84
October 2027	2,603,835.89	September 2032	784,250.44	August 2037	178,661.46
November 2027	2,554,386.47	October 2032	767,241.08	September 2037	173,337.53
December 2027	2,505,798.36	November 2032	750,547.36	October 2037	168,124.01
January 2028	2,458,057.27	December 2032	734,163.86	November 2037	163,018.89
February 2028	2,411,149.14	January 2033	718,085.22	December 2037	158,020.20
March 2028	2,365,060.14	February 2033	702,306.20	January 2038	153,125.99
April 2028	2,319,776.65	March 2033	686,821.63	February 2038	148,334.37
May 2028	2,275,285.29	April 2033	671,626.44	March 2038	143,643.45
June 2028	2,231,572.87	May 2033	656,715.61	April 2038	139,051.39
July 2028	2,188,626.44	June 2033	642,084.25	May 2038	134,556.38
August 2028	2,146,433.24	July 2033	627,727.50	June 2038	130,156.64
September 2028	2,104,980.72	August 2033	613,640.63	July 2038	125,850.42
October 2028	2,064,256.53	September 2033	599,818.95	August 2038	121,636.00
November 2028	2,024,248.53	October 2033	586,257.87	September 2038	117,511.68
December 2028	1,984,944.78	November 2033	572,952.87	October 2038	113,475.82
January 2029	1,946,333.50	December 2033	559,899.49	November 2038	109,526.76
February 2029	1,908,403.13	January 2034	547,093.37	December 2038	105,662.92
March 2029	1,871,142.30	February 2034	534,530.21	January 2039	101,882.70
April 2029	1,834,539.80	March 2034	522,205.77	February 2039	98,184.56
May 2029	1,798,584.62	April 2034	510,115.89	March 2039	94,566.98
June 2029	1,763,265.92	May 2034	498,256.49	April 2039	91,028.46
July 2029	1,728,573.04	June 2034	486,623.54	May 2039	87,567.52
August 2029	1,694,495.49	July 2034	475,213.09	June 2039	84,182.72
September 2029	1,661,022.96	August 2034	464,021.24	July 2039	80,872.64
October 2029	1,628,145.28	September 2034	453,044.18	August 2039	77,635.88
November 2029	1,595,852.48	October 2034	442,278.14	September 2039	74,471.07
December 2029	1,564,134.72	November 2034	431,719.41	October 2039	71,376.86
January 2030	1,532,982.34	December 2034	421,364.37	November 2039	68,351.91
February 2030	1,502,385.84	January 2035	411,209.44	December 2039	65,394.94
March 2030	1,472,335.85	February 2035	401,251.10	January 2040	62,504.66
April 2030	1,442,823.17	March 2035	391,485.89	February 2040	59,679.81
May 2030	1,413,838.75	April 2035	381,910.41	March 2040	56,919.16
June 2030	1,385,373.69	May 2035	372,521.31	April 2040	54,221.48
July 2030	1,357,419.22	June 2035	363,315.32	May 2040	51,585.60
August 2030	1,329,966.72	July 2035	354,289.18	June 2040	49,010.32
September 2030	1,303,007.72	August 2035	345,439.74	July 2040	46,494.51
October 2030	1,276,533.87	September 2035	336,763.85	August 2040	44,037.03
November 2030	1,250,536.97	October 2035	328,258.46	September 2040	41,636.76
December 2030	1,225,008.95	November 2035	319,920.52	October 2040	39,292.62
January 2031	1,199,941.86	December 2035	311,747.08	November 2040	37,003.52
February 2031	1,175,327.91	January 2036	303,735.22	December 2040	34,768.42
March 2031	1,151,159.40	February 2036	295,882.05	January 2041	32,586.27
April 2031	1,127,428.78	March 2036	288,184.76	February 2041	30,456.07
May 2031	1,104,128.61	April 2036	280,640.56	March 2041	28,376.80
June 2031	1,081,251.58	May 2036	273,246.73	April 2041	26,347.48
July 2031	1,058,790.50	June 2036	266,000.59	May 2041	24,367.16

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
June 2041	\$ 22,434.87	November 2041	\$ 13,461.95	April 2042	\$ 5,556.94
July 2041	20,549.69	December 2041	11,798.89	May 2042	4,095.03
August 2041	18,710.70	January 2042	10,177.67	June 2042	2,671.00
September 2041	16,917.00	February 2042	8,597.47	July 2042	1,284.09
October 2041	15,167.71	March 2042	7,057.50	August 2042 and thereafter	0.00

Aggregate Group II Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$134,721,000.00	August 2016	\$ 76,917,284.72	July 2020	\$ 33,398,656.34
October 2012	134,144,408.40	September 2016	75,699,261.12	August 2020	32,775,027.05
November 2012	133,578,630.39	October 2016	74,495,344.09	September 2020	32,162,595.65
December 2012	132,960,762.86	November 2016	73,305,375.81	October 2020	31,561,166.11
January 2013	132,291,219.47	December 2016	72,129,200.17	November 2020	30,970,545.73
February 2013	131,570,467.48	January 2017	70,966,662.81	December 2020	30,390,545.16
March 2013	130,799,027.29	February 2017	69,817,611.02	January 2021	29,820,978.28
April 2013	129,977,471.96	March 2017	68,681,893.78	February 2021	29,261,662.19
May 2013	129,106,426.57	April 2017	67,559,361.75	March 2021	28,712,417.15
June 2013	128,186,567.53	May 2017	66,449,867.19	April 2021	28,173,066.50
July 2013	127,218,621.77	June 2017	65,353,264.01	May 2021	27,643,436.63
August 2013	126,203,365.89	July 2017	64,269,407.72	June 2021	27,123,356.92
September 2013	125,141,625.17	August 2017	63,198,155.39	July 2021	26,612,659.71
October 2013	124,034,272.50	September 2017	62,139,365.69	August 2021	26,111,180.20
November 2013	122,882,227.26	October 2017	61,092,898.83	September 2021	25,618,756.45
December 2013	121,686,454.07	November 2017	60,058,616.56	October 2021	25,135,229.31
January 2014	120,447,961.52	December 2017	59,036,382.13	November 2021	24,660,442.39
February 2014	119,167,800.72	January 2018	58,026,060.32	December 2021	24,194,241.97
March 2014	117,847,063.90	February 2018	57,027,517.38	January 2022	23,736,477.02
April 2014	116,486,882.82	March 2018	56,040,621.02	February 2022	23,286,999.07
May 2014	115,088,427.21	April 2018	55,065,240.42	March 2022	22,845,662.27
June 2014	113,652,903.05	May 2018	54,101,246.19	April 2022	22,412,323.24
July 2014	112,181,550.84	June 2018	53,148,510.37	May 2022	21,986,841.11
August 2014	110,675,643.82	July 2018	52,206,906.40	June 2022	21,569,077.42
September 2014	109,136,486.08	August 2018	51,276,309.12	July 2022	21,158,896.14
October 2014	107,573,093.36	September 2018	50,356,594.72	August 2022	20,756,163.55
November 2014	106,022,272.33	October 2018	49,447,640.79	September 2022	20,360,748.27
December 2014	104,483,969.20	November 2018	48,549,326.23	October 2022	19,972,521.18
January 2015	102,958,135.43	December 2018	47,661,531.31	November 2022	19,591,355.40
February 2015	101,444,727.52	January 2019	46,784,137.59	December 2022	19,217,126.24
March 2015	99,943,706.81	February 2019	45,921,203.41	January 2023	18,849,711.18
April 2015	98,459,952.09	March 2019	45,073,644.75	February 2023	18,488,989.81
May 2015	96,993,270.94	April 2019	44,241,193.81	March 2023	18,134,843.81
June 2015	95,543,473.04	May 2019	43,423,587.37	April 2023	17,787,156.90
July 2015	94,110,370.15	June 2019	42,620,566.74	May 2023	17,445,814.84
August 2015	92,693,776.11	July 2019	41,831,877.65	June 2023	17,110,705.34
September 2015	91,293,506.77	August 2019	41,057,270.20	July 2023	16,781,718.08
October 2015	89,909,380.00	September 2019	40,296,498.79	August 2023	16,458,744.64
November 2015	88,541,215.68	October 2019	39,549,322.02	September 2023	16,141,678.49
December 2015	87,188,835.64	November 2019	38,815,502.63	October 2023	15,830,414.93
January 2016	85,852,063.69	December 2019	38,094,807.45	November 2023	15,524,851.10
February 2016	84,530,725.53	January 2020	37,387,007.32	December 2023	15,224,885.92
March 2016	83,224,648.81	February 2020	36,691,876.98	January 2024	14,930,420.04
April 2016	81,933,663.03	March 2020	36,009,195.09	February 2024	14,641,355.88
May 2016	80,657,599.59	April 2020	35,338,744.06	March 2024	14,357,597.51
June 2016	79,396,291.72	May 2020	34,680,310.09	April 2024	14,079,050.70
July 2016	78,149,574.47	June 2020	34,033,683.03	May 2024	13,805,622.84

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
June 2024	\$ 13,537,222.93	May 2029	\$ 4,058,393.67	April 2034	\$ 1,040,771.29
July 2024	13,273,761.57	June 2029	3,972,431.80	May 2034	1,014,615.64
August 2024	13,015,150.90	July 2029	3,888,127.68	June 2034	989,004.99
September 2024	12,761,304.59	August 2029	3,805,450.97	July 2034	963,928.93
October 2024	12,512,137.81	September 2029	3,724,371.83	August 2034	939,377.21
November 2024	12,267,567.22	October 2029	3,644,860.98	September 2034	915,339.80
December 2024	12,027,510.91	November 2029	3,566,889.65	October 2034	891,806.83
January 2025	11,791,888.42	December 2029	3,490,429.57	November 2034	868,768.63
February 2025	11,560,620.67	January 2030	3,415,453.00	December 2034	846,215.67
March 2025	11,333,629.98	February 2030	3,341,932.65	January 2035	824,138.64
April 2025	11,110,840.01	March 2030	3,269,841.77	February 2035	802,528.37
May 2025	10,892,175.76	April 2030	3,199,154.03	March 2035	781,375.87
June 2025	10,677,563.51	May 2030	3,129,843.60	April 2035	760,672.31
July 2025	10,466,930.88	June 2030	3,061,885.12	May 2035	740,409.02
August 2025	10,260,206.70	July 2030	2,995,253.65	June 2035	720,577.49
September 2025	10,057,321.06	August 2030	2,929,924.71	July 2035	701,169.37
October 2025	9,858,205.30	September 2030	2,865,874.26	August 2035	682,176.46
November 2025	9,662,791.92	October 2030	2,803,078.69	September 2035	663,590.72
December 2025	9,471,014.61	November 2030	2,741,514.79	October 2035	645,404.23
January 2026	9,282,808.22	December 2030	2,681,159.79	November 2035	627,609.26
February 2026	9,098,108.76	January 2031	2,621,991.32	December 2035	610,198.17
March 2026	8,916,853.33	February 2031	2,563,987.40	January 2036	593,163.51
April 2026	8,738,980.14	March 2031	2,507,126.45	February 2036	576,497.93
May 2026	8,564,428.48	April 2031	2,451,387.27	March 2036	560,194.23
June 2026	8,393,138.71	May 2031	2,396,749.05	April 2036	544,245.35
July 2026	8,225,052.23	June 2031	2,343,191.34	May 2036	528,644.35
August 2026	8,060,111.47	July 2031	2,290,694.06	June 2036	513,384.42
September 2026	7,898,259.85	August 2031	2,239,237.49	July 2036	498,458.88
October 2026	7,739,441.81	September 2031	2,188,802.27	August 2036	483,861.17
November 2026	7,583,602.74	October 2031	2,139,369.38	September 2036	469,584.84
December 2026	7,430,689.00	November 2031	2,090,920.14	October 2036	455,623.59
January 2027	7,280,647.90	December 2031	2,043,436.20	November 2036	441,971.21
February 2027	7,133,427.65	January 2032	1,996,899.55	December 2036	428,621.60
March 2027	6,988,977.38	February 2032	1,951,292.50	January 2037	415,568.81
April 2027	6,847,247.12	March 2032	1,906,597.67	February 2037	402,806.96
May 2027	6,708,187.78	April 2032	1,862,798.02	March 2037	390,330.29
June 2027	6,571,751.11	May 2032	1,819,876.77	April 2037	378,133.17
July 2027	6,437,889.74	June 2032	1,777,817.48	May 2037	366,210.05
August 2027	6,306,557.11	July 2032	1,736,604.00	June 2037	354,555.49
September 2027	6,177,707.47	August 2032	1,696,220.44	July 2037	343,164.15
October 2027	6,051,295.92	September 2032	1,656,651.25	August 2037	332,030.79
November 2027	5,927,278.29	October 2032	1,617,881.10	September 2037	321,150.27
December 2027	5,805,611.23	November 2032	1,579,894.99	October 2037	310,517.56
January 2028	5,686,252.15	December 2032	1,542,678.15	November 2037	300,127.69
February 2028	5,569,159.19	January 2033	1,506,216.10	December 2037	289,975.80
March 2028	5,454,291.24	February 2033	1,470,494.62	January 2038	280,057.14
April 2028	5,341,607.91	March 2033	1,435,499.73	February 2038	270,367.02
May 2028	5,231,069.54	April 2033	1,401,217.72	March 2038	260,900.86
June 2028	5,122,637.14	May 2033	1,367,635.12	April 2038	251,654.14
July 2028	5,016,272.43	June 2033	1,334,738.71	May 2038	242,622.45
August 2028	4,911,937.80	July 2033	1,302,515.50	June 2038	233,801.45
September 2028	4,809,596.30	August 2033	1,270,952.74	July 2038	225,186.89
October 2028	4,709,211.64	September 2033	1,240,037.92	August 2038	216,774.58
November 2028	4,610,748.16	October 2033	1,209,758.73	September 2038	208,560.45
December 2028	4,514,170.85	November 2033	1,180,103.12	October 2038	200,540.45
January 2029	4,419,445.29	December 2033	1,151,059.23	November 2038	192,710.66
February 2029	4,326,537.70	January 2034	1,122,615.42	December 2038	185,067.19
March 2029	4,235,414.88	February 2034	1,094,760.27	January 2039	177,606.26
April 2029	4,146,044.21	March 2034	1,067,482.56	February 2039	170,324.14

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
March 2039	\$ 163,217.18	April 2040	\$ 85,223.65	May 2041	\$ 29,448.00
April 2039	156,281.79	May 2040	80,221.70	June 2041	25,914.32
May 2039	149,514.44	June 2040	75,347.73	July 2041	22,477.47
June 2039	142,911.71	July 2040	70,599.05	August 2041	19,135.35
July 2039	136,470.18	August 2040	65,973.03	September 2041	15,885.92
August 2039	130,186.56	September 2040	61,467.08	October 2041	12,727.18
September 2039	124,057.57	October 2040	57,078.67	November 2041	9,657.16
October 2039	118,080.03	November 2040	52,805.32	December 2041	6,819.94
November 2039	112,250.79	December 2040	48,644.57	January 2042	4,357.26
December 2039	106,566.79	January 2041	44,594.05	February 2042	1,964.88
January 2040	101,025.01	February 2041	40,651.41	March 2042 and	
February 2040	95,622.48	March 2041	36,814.35	thereafter	0.00
March 2040	90,356.31	April 2041	33,080.62		

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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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\$287,768,230



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2012-105**

PROSPECTUS SUPPLEMENT

BNP PARIBAS

September 24, 2012