

\$1,692,658,002



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2012-118**

The Certificates

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

Payments to Certificateholders

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

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

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

The Fannie Mae Guaranty

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

The Trust and its Assets

The trust will own

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

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

Carefully consider the risk factors on page S-8 of this prospectus supplement and 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.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
AI ..	1	\$ 66,554,142(2)	NTL	3.50%	FIX/IO	3136A92E7	November 2037
AB ..	1	120,293,000	SEQ/AD	2.00	FIX	3136A92F4	November 2037
AM ..	1	30,000,000	SEQ/AD	1.75	FIX	3136A92G2	November 2037
Z ..	1	22,407,000	SEQ	3.50	FIX/Z	3136A92H0	November 2042
AQ ..	2	30,448,217	SC/PT	2.00	FIX	3136A92J6	June 2039
IA ..	2	39,147,708(2)	NTL	3.50	FIX/IO	3136A92K3	June 2039
KA ..	3	96,822,592	SC/PT	1.50	FIX	3136A92L1	October 2027
KI ..	3	9,682,259(2)	NTL	2.50	FIX/IO	3136A92M9	October 2027
CA(3) ..	4	253,070,000	SEQ	3.00	FIX	3136A92N7	December 2039
VC ..	4	11,200,000	SEQ/AD	3.00	FIX	3136A92P2	May 2022
VD ..	4	16,621,000	SEQ/AD	3.00	FIX	3136A92Q0	October 2032
VZ ..	4	34,109,000	SEQ	3.00	FIX/Z	3136A92R8	November 2042
IC ..	4	45,000,000(2)	NTL	3.50	FIX/IO	3136A92S6	November 2042
EK(3) ..	5	78,160,573	PT	3.00	FIX	3136A92T4	November 2027
BA(3) ..	6	418,002,511	SEQ	3.00	FIX	3136A92U1	December 2039
VA ..	6	18,446,057	SEQ/AD	3.00	FIX	3136A92V9	May 2022
VB ..	6	27,373,691	SEQ/AD	3.00	FIX	3136A92W7	October 2032
ZV ..	6	56,177,741	SEQ	3.00	FIX/Z	3136A92X5	November 2042
IB ..	6	74,285,714(2)	NTL	3.50	FIX/IO	3136A92Y3	November 2042
DJ(3) ..	7	188,276,000	SEQ	3.00	FIX	3136A92Z0	January 2040
VL ..	7	7,928,000	SEQ/AD	3.00	FIX	3136A93A4	May 2022
DV ..	7	11,765,000	SEQ/AD	3.00	FIX	3136A93B2	October 2032
DZ ..	7	24,144,964	SEQ	3.00	FIX/Z	3136A93C0	November 2042
IN ..	7	33,159,137(2)	NTL	3.50	FIX/IO	3136A93D8	November 2042
PA(3) ..	8	196,034,000	PAC/AD	3.50	FIX	3136A93E6	June 2042
PE ..	8	7,228,000	PAC/AD	3.50	FIX	3136A93F3	November 2042
UZ ..	8	44,150,656	SUP	3.50	FIX/Z	3136A93G1	November 2042
IO ..	8	30,926,582(2)	NTL	4.00	FIX/IO	3136A93H9	November 2042
R ..		0	NPR	0	NPR	3136A93J5	November 2042
RL ..		0	NPR	0	NPR	3136A93K2	November 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-6 for a description of how their notional balances are calculated.
- (3) Exchangeable classes.

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 CD, CI, CE, CG, EA, EI, EB, EC, BC, BI, BD, BE, BG, BH, DB, DI, DC, DE, PB, PI, PC, PD and PG 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 October 30, 2012.

Barclays

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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”);
- if you are purchasing a Group 2 or Group 3 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:

Barclays Capital, Inc.
Attn: MBS Syndication Operations
70 Hudson Street
Jersey City, New Jersey 07302
(telephone (201) 499-8506).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of October 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	Class 2012-87-HF RCR Certificate Class 2012-87-HS REMIC Certificate
3	Class 2012-113-KB REMIC Certificate
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS
8	Group 8 MBS

Group 1, Group 4, Group 5, Group 6, Group 7 and Group 8

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$172,700,000	3.50%	3.75% to 6.00%	241 to 360
Group 4 MBS	\$315,000,000	3.50%	3.75% to 6.00%	241 to 360
Group 5 MBS	\$ 78,160,573	3.00%	3.25% to 5.50%	121 to 180
Group 6 MBS	\$520,000,000	3.50%	3.75% to 6.00%	241 to 360
Group 7 MBS	\$232,113,964	3.50%	3.75% to 6.00%	241 to 360
Group 8 MBS	\$247,412,656	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	\$172,700,000	360	352	3	4.200%
Group 4 MBS	\$315,000,000	360	353	2	4.170%
Group 5 MBS	\$ 78,160,573	180	176	3	3.503%
Group 6 MBS	\$520,000,000	360	354	2	4.126%
Group 7 MBS	\$232,113,964	360	351	3	4.098%
Group 8 MBS	\$247,412,656	360	351	6	4.540%

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, 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.

Group 2 and Group 3

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

Settlement Date

We expect to issue the certificates on October 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

All classes of certificates other than the R and RL Classes

Physical

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.

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

AI	55.3266956515% of the AB Class
IA	128.5714299790% of the AQ Class
KI	9.9999997934% of the KA Class
IC	14.2857142857% of the Group 4 MBS
CI	35.7142853756% of the CA Class
EI	58.3333325870% of the EK Class
IB	14.2857142308% of the Group 6 MBS
BI	42.8571427888% of the BA Class
IN	14.2857139780% of the Group 7 MBS
DI	35.7142854108% of the DJ Class
PI	50% of the PA Class
IO	12.5% of the Group 8 MBS

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>200%</u>	<u>500%</u>	<u>700%</u>			
AI, AB and AM		15.3	7.4	5.0	2.7	2.1			
Z		27.7	21.8	16.7	8.5	6.2			
<u>Group 2 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>			
AQ and IA		16.7	7.1	4.5	2.3	1.8			
<u>Group 3 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>		
KA and KI		8.4	6.3	4.7	3.2	2.0	1.5		
<u>Group 4 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>			
CA, CD, CE, CG and CI		17.0	7.7	4.9	2.6	2.1			
VC		5.0	5.0	5.0	4.1	3.3			
VD		15.0	14.8	11.9	6.0	4.5			
VZ		28.6	23.0	17.7	9.0	6.6			
IC		19.3	10.6	7.2	3.6	2.8			
<u>Group 5 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>		
EK, EA, EB, EC and EI		8.5	6.3	5.1	3.2	1.9	1.4		
<u>Group 6 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>			
BA, BC, BD, BE, BG, BH and BI		17.0	7.7	4.9	2.6	2.1			
VA		5.0	5.0	5.0	4.1	3.3			
VB		15.0	14.8	11.9	6.0	4.5			
ZV		28.6	23.0	17.8	9.0	6.6			
IB		19.3	10.6	7.2	3.6	2.8			
<u>Group 7 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>			
DJ, DB, DC, DE and DI		17.1	7.7	4.9	2.5	2.0			
VL		5.0	5.0	5.0	4.1	3.3			
DV		15.0	14.8	12.0	6.0	4.5			
DZ		28.6	23.0	17.8	9.1	6.6			
IN		19.3	10.5	7.2	3.6	2.7			
<u>Group 8 Classes</u>		<u>PSA Prepayment Assumption</u>							
		<u>0%</u>	<u>100%</u>	<u>125%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
PA, PB, PC, PD, PG and PI		13.9	6.6	6.2	6.2	6.2	3.6	2.0	1.4
PE		23.9	22.0	22.0	22.0	22.0	12.6	5.8	3.1
UZ		27.0	19.7	18.4	14.7	2.6	1.0	0.5	0.4
IO		19.6	10.5	9.4	8.2	6.0	3.4	1.8	1.3

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

ADDITIONAL RISK FACTOR

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

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

DESCRIPTION OF THE CERTIFICATES

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

General

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

- six groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 4 MBS,” “Group 5 MBS,” “Group 6 MBS,” “Group 7 MBS” and “Group 8 MBS,” and together, the “Trust MBS”), and
- two groups of previously issued REMIC and RCR certificates (the “Group 2 Underlying REMIC and RCR Certificates” and “Group 3 Underlying REMIC Certificate,” 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.

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.”

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

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Underlying REMIC 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:

<u>Classes</u>	<u>Denominations</u>
Interest 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 Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS, Group 4 MBS, Group 6 MBS, Group 7 MBS and Group 8 MBS, and up to 15 years in the case of the Group 5 MBS.

In addition, the Mortgage Loans backing the Group 1 MBS, Group 4 MBS, Group 6 MBS and Group 7 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.

For additional information, see “Summary—Group 1, Group 4, Group 5, Group 6, Group 7 and Group 8—Characteristics of the Trust MBS” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

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 Mortgage Loans backing the Group 2 Underlying REMIC and RCR Certificates 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.

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 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.

Distributions of Interest

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

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
All interest bearing classes	—

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

Accrual Classes. The Z, VZ, ZV, DZ and UZ Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement or on Schedule 1. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on each Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Classes as described under “—*Distributions of Principal*” below.

Distributions of Principal

On the Distribution Date in each month, we will make payments of principal on the Classes of REMIC Certificates as described below. Following any exchange of REMIC Certificates for RCR Certificates, we will apply principal payments from the exchanged REMIC Certificates to the corresponding RCR Certificates on a pro rata basis.

- *Group 1*

The Z Accrual Amount to AB and AM, pro rata, until retired, and thereafter to Z. } Accretion
Directed
Classes and
Accrual Class

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

1. To AB and AM, pro rata, until retired.
 2. To Z until retired.
- } Sequential
Pay 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 to AQ until retired. } Structured
Collateral/
Pass-Through
Class

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

- *Group 3*

The Group 3 Principal Distribution Amount to KA until retired. } Structured
Collateral/
Pass-Through
Class

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

- *Group 4*

The VZ Accrual Amount to VC and VD, in that order, until retired, and thereafter to VZ. } Accretion Directed Classes and Accrual Class

The Group 4 Cash Flow Distribution Amount to CA, VC, VD and VZ, in that order, until retired. } Sequential Pay Classes

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

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

- *Group 5*

The Group 5 Principal Distribution Amount to EK until retired. } Pass-Through Class

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

- *Group 6*

The ZV Accrual Amount to VA and VB, in that order, until retired, and thereafter to ZV. } Accretion Directed Classes and Accrual Class

The Group 6 Cash Flow Distribution Amount to BA, VA, VB and ZV, in that order, until retired. } Sequential Pay Classes

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

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

- *Group 7*

The DZ Accrual Amount to VL and DV, in that order, until retired, and thereafter to DZ. } Accretion Directed Classes and Accrual Class

The Group 7 Cash Flow Distribution Amount to DJ, VL, DV 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 7 Cash Flow Distribution Amount” is the principal then paid on the Group 7 MBS.

- *Group 8*

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

The Group 8 Cash Flow Distribution Amount in the following priority:

1. To the Aggregate Group to its Planned Balance. } PAC Group
2. To UZ until retired. } Support Class
3. To the Aggregate Group to zero. } PAC Group

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

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

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

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

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 applicable priority sequences governing principal payments on the Group 2 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 1, Group 4, Group 5, Group 6, Group 7 and Group 8—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is October 30, 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 Trust 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 Schedule. The Principal Balance Schedule is set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedule was prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a constant rate within the “Structuring Range” specified in the chart below. The “Effective Range” for the Aggregate Group is the range of prepayment rates (measured by constant PSA rates) that would reduce the 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 Group. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Group, we expect that the effective ranges for those Classes would not be narrower than that shown below for the Aggregate Group.

<u>Group</u>	<u>Structuring Range</u>	<u>Initial Effective Range</u>
Aggregate Group Planned Balances	Between 125% and 250% PSA	Between 125% and 250% PSA

The Aggregate Group consists of the PA and PE Classes.

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

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

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 the Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing the 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 Structuring Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Group to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Range 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 Range will likely differ from the Initial Effective Range specified above. For the same reason, the Aggregate Group might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the Initial Effective Range. This is so particularly if the rate falls at the lower or higher end of the range.
- The actual Effective Range may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of the Aggregate Group will be supported by one other Class. When the related supporting Class is retired, the Aggregate Group, 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 for the Fixed Rate Interest Only Classes

The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA. **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, 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, or
- all of the Mortgage Loans will prepay at the same rate.

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:

<u>Class</u>	<u>% PSA</u>
AI	166%
IA	157%
KI	303%
IC	190%
IB	191%
IN	190%
IO	428%
CI	167%
EI	254%
BI	176%
DI	165%
PI	330%

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:

<u>Class</u>	<u>Price*</u>
AI	19.375000%
IA	18.468750%
KI	10.500000%
IC	25.937500%
IB	25.875000%
IN	25.687500%
IO	15.250000%
CI	19.312500%
EI	13.625000%
BI	18.609375%
DI	19.375000%
PI	19.968750%

* 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

		<u>PSA Prepayment Assumption</u>				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity ...		10.2%	6.0%	(3.3)%	(32.7)%	(50.9)%

Sensitivity of the IA Class to Prepayments

		<u>PSA Prepayment Assumption</u>				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity ...		11.0%	6.2%	(5.1)%	(42.1)%	(64.3)%

Sensitivity of the KI Class to Prepayments

		<u>PSA Prepayment Assumption</u>					
		<u>50%</u>	<u>100%</u>	<u>250%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity ...		12.5%	10.1%	2.7%	(10.3)%	(38.7)%	(70.1)%

Sensitivity of the IC Class to Prepayments

		<u>PSA Prepayment Assumption</u>				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity ...		7.7%	5.0%	(0.6)%	(18.1)%	(30.6)%

Sensitivity of the IB Class to Prepayments

		<u>PSA Prepayment Assumption</u>				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity ...		7.7%	5.0%	(0.5)%	(18.0)%	(30.6)%

Sensitivity of the IN Class to Prepayments

		PSA Prepayment Assumption				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	...	7.8%	5.0%	(0.6)%	(18.4)%	(31.1)%

Sensitivity of the IO Class to Prepayments

		PSA Prepayment Assumption						
		<u>50%</u>	<u>100%</u>	<u>125%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity	...	22.0%	19.2%	17.8%	15.8%	10.6%	(4.4)%	(38.0)%
							(77.7)%	

Sensitivity of the CI Class to Prepayments

		PSA Prepayment Assumption				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	...	11.0%	6.6%	(3.5)%	(35.7)%	(54.4)%

Sensitivity of the EI Class to Prepayments

		PSA Prepayment Assumption					
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>1000%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity	...	10.3%	7.8%	2.8%	(13.1)%	(42.8)%	(76.6)%

Sensitivity of the BI Class to Prepayments

		PSA Prepayment Assumption				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	...	11.8%	7.5%	(2.5)%	(34.3)%	(52.9)%

Sensitivity of the DI Class to Prepayments

		PSA Prepayment Assumption				
		<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>500%</u>	<u>700%</u>
Pre-Tax Yields to Maturity	...	10.9%	6.5%	(3.7)%	(36.5)%	(56.0)%

Sensitivity of the PI Class to Prepayments

		PSA Prepayment Assumption						
		<u>50%</u>	<u>100%</u>	<u>125%</u>	<u>160%</u>	<u>250%</u>	<u>500%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity	...	10.8%	6.1%	4.7%	4.7%	4.7%	(12.2)%	(52.2)%
							(90.4)%	

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,
- the priority sequences of distributions of principal of the Classes (other than the Group 2, Group 3 and Group 5 Classes), and
- in the case of the Group 2 Classes, the applicable priority sequence 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 applicable Underlying REMIC Disclosure Document.

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	6.00%
Group 2 Underlying REMIC and RCR Certificates	360 months	357 months	6.00%
Group 3 Underlying REMIC Certificate	180 months	179 months	5.00%
Group 4 MBS	360 months	360 months	6.00%
Group 5 MBS	180 months	180 months	5.50%
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	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	AI†, AB and AM Classes					Z Class					AQ and IA† Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	98	95	93	87	82	104	104	104	104	104	98	94	91	82	75
October 2014	96	88	81	63	51	107	107	107	107	107	97	86	78	54	39
October 2015	94	79	68	38	22	111	111	111	111	111	95	77	63	28	11
October 2016	92	71	55	20	5	115	115	115	115	115	93	68	50	11	0
October 2017	89	63	45	8	0	119	119	119	119	83	91	60	39	0	0
October 2018	87	56	35	0	0	123	123	123	116	47	89	53	30	0	0
October 2019	84	49	27	0	0	128	128	128	79	26	87	46	22	0	0
October 2020	81	42	20	0	0	132	132	132	54	15	84	40	14	0	0
October 2021	78	36	13	0	0	137	137	137	37	8	82	34	8	0	0
October 2022	75	30	7	0	0	142	142	142	25	5	79	28	3	0	0
October 2023	72	25	2	0	0	147	147	147	17	3	76	23	0	0	0
October 2024	68	20	0	0	0	152	152	138	11	1	73	18	0	0	0
October 2025	64	15	0	0	0	158	158	116	8	1	70	13	0	0	0
October 2026	61	10	0	0	0	163	163	98	5	*	66	9	0	0	0
October 2027	56	6	0	0	0	169	169	82	3	*	63	5	0	0	0
October 2028	52	1	0	0	0	175	175	69	2	*	59	1	0	0	0
October 2029	47	0	0	0	0	181	163	57	1	*	55	0	0	0	0
October 2030	43	0	0	0	0	188	144	47	1	*	50	0	0	0	0
October 2031	37	0	0	0	0	194	126	38	1	*	46	0	0	0	0
October 2032	32	0	0	0	0	201	109	31	*	*	41	0	0	0	0
October 2033	26	0	0	0	0	208	93	25	*	*	35	0	0	0	0
October 2034	20	0	0	0	0	216	79	20	*	*	30	0	0	0	0
October 2035	14	0	0	0	0	223	65	15	*	*	24	0	0	0	0
October 2036	7	0	0	0	0	231	53	12	*	*	18	0	0	0	0
October 2037	0	0	0	0	0	239	41	8	*	*	11	0	0	0	0
October 2038	0	0	0	0	0	197	30	6	*	*	4	0	0	0	0
October 2039	0	0	0	0	0	152	20	4	*	*	0	0	0	0	0
October 2040	0	0	0	0	0	104	11	2	*	*	0	0	0	0	0
October 2041	0	0	0	0	0	54	3	*	*	*	0	0	0	0	0
October 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)**	15.3	7.4	5.0	2.7	2.1	27.7	21.8	16.7	8.5	6.2	16.7	7.1	4.5	2.3	1.8

Date	KA and KI† Classes					
	PSA Prepayment Assumption					
	0%	100%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100
October 2013	95	93	91	86	78	70
October 2014	91	84	76	65	43	24
October 2015	85	74	61	43	17	3
October 2016	80	64	48	28	6	*
October 2017	74	56	38	18	2	*
October 2018	68	48	29	11	1	*
October 2019	62	40	22	7	*	*
October 2020	56	34	17	4	*	*
October 2021	49	27	12	3	*	*
October 2022	41	22	9	2	*	0
October 2023	34	16	6	1	*	0
October 2024	26	11	4	*	*	0
October 2025	17	7	2	*	*	0
October 2026	9	3	1	*	*	0
October 2027	0	0	0	0	0	0
Weighted Average						
Life (years)**	8.4	6.3	4.7	3.2	2.0	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.

Date	CA, CD, CE, CG and CI† Classes					VC Class					VD Class					VZ Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	98	96	94	87	83	91	91	91	91	91	100	100	100	100	100	103	103	103	103	103
October 2014	97	89	82	63	51	81	81	81	81	81	100	100	100	100	100	106	106	106	106	106
October 2015	95	80	67	36	19	71	71	71	71	71	100	100	100	100	100	109	109	109	109	109
October 2016	93	71	55	17	*	61	61	61	61	61	100	100	100	100	100	113	113	113	113	113
October 2017	91	64	44	4	0	51	51	51	51	0	100	100	100	100	0	116	116	116	116	103
October 2018	89	56	34	0	0	40	40	40	0	0	100	100	100	48	0	120	120	120	120	58
October 2019	87	50	26	0	0	29	29	29	0	0	100	100	100	0	0	123	123	123	98	33
October 2020	85	43	18	0	0	18	18	18	0	0	100	100	100	0	0	127	127	127	66	19
October 2021	82	37	12	0	0	6	6	6	0	0	100	100	100	0	0	131	131	131	45	10
October 2022	80	32	7	0	0	0	0	0	0	0	96	96	96	0	0	135	135	135	31	6
October 2023	77	27	2	0	0	0	0	0	0	0	87	87	87	0	0	139	139	139	21	3
October 2024	74	22	0	0	0	0	0	0	0	0	79	79	49	0	0	143	143	143	14	2
October 2025	71	17	0	0	0	0	0	0	0	0	70	70	0	0	0	148	148	141	9	1
October 2026	67	13	0	0	0	0	0	0	0	0	60	60	0	0	0	152	152	119	6	1
October 2027	64	9	0	0	0	0	0	0	0	0	51	51	0	0	0	157	157	100	4	*
October 2028	60	5	0	0	0	0	0	0	0	0	41	41	0	0	0	162	162	83	3	*
October 2029	56	2	0	0	0	0	0	0	0	0	31	31	0	0	0	166	166	69	2	*
October 2030	52	0	0	0	0	0	0	0	0	0	21	4	0	0	0	171	171	57	1	*
October 2031	48	0	0	0	0	0	0	0	0	0	10	0	0	0	0	177	152	47	1	*
October 2032	43	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	131	38	1	*
October 2033	38	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	113	30	*	*
October 2034	32	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	95	24	*	*
October 2035	27	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	79	19	*	*
October 2036	21	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	64	14	*	*
October 2037	14	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	50	10	*	*
October 2038	7	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	37	7	*	*
October 2039	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	25	5	*	*
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	125	14	2	*	*
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	64	4	1	*	*
October 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)**	17.0	7.7	4.9	2.6	2.1	5.0	5.0	5.0	4.1	3.3	15.0	14.8	11.9	6.0	4.5	28.6	23.0	17.7	9.0	6.6

Date	IC† Class				
	PSA Prepayment Assumption				
	0%	100%	200%	500%	700%
Initial Percent	100	100	100	100	100
October 2013	99	97	95	90	86
October 2014	97	91	85	70	60
October 2015	96	84	74	48	35
October 2016	95	77	64	33	20
October 2017	93	71	55	23	11
October 2018	91	65	47	15	6
October 2019	90	60	40	11	4
October 2020	88	54	34	7	2
October 2021	86	50	29	5	1
October 2022	84	45	25	3	1
October 2023	81	41	21	2	*
October 2024	79	37	18	2	*
October 2025	77	33	15	1	*
October 2026	74	30	13	1	*
October 2027	71	27	11	*	*
October 2028	68	24	9	*	*
October 2029	65	21	7	*	*
October 2030	61	19	6	*	*
October 2031	58	16	5	*	*
October 2032	54	14	4	*	*
October 2033	50	12	3	*	*
October 2034	46	10	3	*	*
October 2035	41	9	2	*	*
October 2036	36	7	2	*	*
October 2037	31	5	1	*	*
October 2038	26	4	1	*	*
October 2039	20	3	*	*	*
October 2040	14	2	*	*	*
October 2041	7	*	*	*	0
October 2042	0	0	0	0	0
Weighted Average Life (years)**	19.3	10.6	7.2	3.6	2.8

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

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

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

Date	EK, EA, EB, EC and EI† Classes					
	PSA Prepayment Assumption					
	0%	100%	200%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100
October 2013	96	93	91	86	76	67
October 2014	91	84	78	63	41	21
October 2015	86	74	65	42	15	2
October 2016	81	64	53	27	6	*
October 2017	75	56	43	17	2	*
October 2018	69	48	34	11	1	*
October 2019	63	40	27	7	*	*
October 2020	57	34	21	4	*	*
October 2021	50	27	16	3	*	*
October 2022	43	21	12	2	*	0
October 2023	35	16	8	1	*	0
October 2024	27	11	5	*	*	0
October 2025	19	7	3	*	*	0
October 2026	10	3	1	*	*	0
October 2027	0	0	0	0	0	0
Weighted Average Life (years)**	8.5	6.3	5.1	3.2	1.9	1.4

Date	BA, BC, BD, BE, BG, BH and BI† Classes					VA Class					VB Class					ZV Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	98	96	94	87	83	91	91	91	91	91	100	100	100	100	100	103	103	103	103	103
October 2014	97	89	82	63	51	81	81	81	81	81	100	100	100	100	100	106	106	106	106	106
October 2015	95	80	67	36	19	71	71	71	71	71	100	100	100	100	100	109	109	109	109	109
October 2016	93	71	55	17	*	61	61	61	61	61	100	100	100	100	100	113	113	113	113	113
October 2017	91	64	44	4	0	51	51	51	51	0	100	100	100	100	0	116	116	116	116	103
October 2018	89	56	34	0	0	40	40	40	40	0	0	100	100	100	48	0	120	120	120	58
October 2019	87	50	26	0	0	29	29	29	0	0	100	100	100	0	0	123	123	123	98	33
October 2020	85	43	18	0	0	18	18	18	0	0	100	100	100	0	0	127	127	127	67	19
October 2021	82	37	12	0	0	6	6	6	0	0	100	100	100	0	0	131	131	131	45	10
October 2022	80	32	7	0	0	0	0	0	0	0	96	96	96	0	0	135	135	135	31	6
October 2023	77	27	2	0	0	0	0	0	0	0	87	87	87	0	0	139	139	139	21	3
October 2024	74	22	0	0	0	0	0	0	0	0	79	79	49	0	0	143	143	143	14	2
October 2025	71	17	0	0	0	0	0	0	0	0	70	70	0	0	0	148	148	141	9	1
October 2026	68	13	0	0	0	0	0	0	0	0	60	60	0	0	0	152	152	119	6	1
October 2027	64	9	0	0	0	0	0	0	0	0	51	51	0	0	0	157	157	100	4	*
October 2028	60	6	0	0	0	0	0	0	0	0	41	41	0	0	0	162	162	83	3	*
October 2029	56	2	0	0	0	0	0	0	0	0	31	31	0	0	0	166	166	69	2	*
October 2030	52	0	0	0	0	0	0	0	0	0	21	5	0	0	0	171	171	57	1	*
October 2031	48	0	0	0	0	0	0	0	0	0	10	0	0	0	0	177	152	47	1	*
October 2032	43	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	132	38	1	*
October 2033	38	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	113	30	*	*
October 2034	32	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	96	24	*	*
October 2035	27	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	80	19	*	*
October 2036	21	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	65	14	*	*
October 2037	14	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	51	10	*	*
October 2038	7	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	38	7	*	*
October 2039	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	182	26	5	*	*
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	125	15	3	*	*
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	64	5	1	*	*
October 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)**	17.0	7.7	4.9	2.6	2.1	5.0	5.0	5.0	4.1	3.3	15.0	14.8	11.9	6.0	4.5	28.6	23.0	17.8	9.0	6.6

* 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	IB [†] Class					DJ, DB, DC, DE and DI [†] Classes					VL Class					DV Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	99	97	95	90	86	98	95	93	86	82	91	91	91	91	91	100	100	100	100	100
October 2014	97	91	85	70	60	97	88	81	61	48	81	81	81	81	81	100	100	100	100	100
October 2015	96	84	74	48	35	95	79	67	35	18	71	71	71	71	71	100	100	100	100	100
October 2016	95	77	64	33	20	93	71	54	16	0	61	61	61	61	60	100	100	100	100	100
October 2017	93	71	55	23	11	91	63	43	4	0	51	51	51	51	0	100	100	100	100	0
October 2018	91	65	47	15	6	89	56	34	0	0	40	40	40	0	0	100	100	100	51	0
October 2019	90	59	40	11	4	87	49	26	0	0	29	29	29	0	0	100	100	100	100	0
October 2020	88	54	34	7	2	85	43	19	0	0	18	18	18	0	0	100	100	100	100	0
October 2021	86	50	29	5	1	82	37	13	0	0	6	6	6	0	0	100	100	100	100	0
October 2022	84	45	25	3	1	80	32	7	0	0	0	0	0	0	0	96	96	96	0	0
October 2023	81	41	21	2	*	77	27	3	0	0	0	0	0	0	0	87	87	87	0	0
October 2024	79	37	18	2	*	74	22	0	0	0	0	0	0	0	0	79	79	57	0	0
October 2025	77	34	15	1	*	71	18	0	0	0	0	0	0	0	0	70	70	0	0	0
October 2026	74	30	13	1	*	68	13	0	0	0	0	0	0	0	0	60	60	0	0	0
October 2027	71	27	11	*	*	64	10	0	0	0	0	0	0	0	0	51	51	0	0	0
October 2028	68	24	9	*	*	61	6	0	0	0	0	0	0	0	0	41	41	0	0	0
October 2029	65	21	7	*	*	57	3	0	0	0	0	0	0	0	0	31	31	0	0	0
October 2030	61	19	6	*	*	52	0	0	0	0	0	0	0	0	0	21	12	0	0	0
October 2031	58	16	5	*	*	48	0	0	0	0	0	0	0	0	0	10	0	0	0	0
October 2032	54	14	4	*	*	43	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2033	50	12	3	*	*	38	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2034	46	10	3	*	*	33	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2035	41	9	2	*	*	27	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2036	36	7	2	*	*	21	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2037	31	5	1	*	*	15	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2038	26	4	1	*	*	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	20	3	1	*	*	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	14	2	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	7	1	*	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 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)**	19.3	10.6	7.2	3.6	2.8	17.1	7.7	4.9	2.5	2.0	5.0	5.0	5.0	4.1	3.3	15.0	14.8	12.0	6.0	4.5

Date	DZ Class					IN [†] Class					PA, PB, PC, PD, PG and PI [†] Classes							
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption							
	0%	100%	200%	500%	700%	0%	100%	200%	500%	700%	0%	100%	125%	160%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	103	103	103	103	103	99	96	94	89	85	98	94	93	93	93	93	89	73
October 2014	106	106	106	106	106	97	90	85	68	58	95	85	83	83	83	77	42	15
October 2015	109	109	109	109	109	96	83	73	47	33	93	76	72	72	72	52	14	0
October 2016	113	113	113	113	113	95	77	63	32	19	90	66	62	62	62	34	3	0
October 2017	116	116	116	116	103	93	70	54	22	11	88	58	52	52	52	22	0	0
October 2018	120	120	120	120	58	91	64	46	15	6	85	50	44	44	44	14	0	0
October 2019	123	123	123	98	33	90	59	40	10	3	82	42	36	36	36	8	0	0
October 2020	127	127	127	67	18	88	54	34	7	2	78	34	29	29	29	5	0	0
October 2021	131	131	131	45	10	86	49	29	5	1	75	28	24	24	24	2	0	0
October 2022	135	135	135	31	6	84	45	25	3	1	71	21	19	19	19	*	0	0
October 2023	139	139	139	21	3	81	41	21	2	*	68	15	15	15	15	0	0	0
October 2024	143	143	143	14	2	79	37	18	1	*	63	11	11	11	11	0	0	0
October 2025	148	148	144	9	1	77	33	15	1	*	59	9	9	9	9	0	0	0
October 2026	152	152	121	6	1	74	30	13	1	*	55	6	6	6	6	0	0	0
October 2027	157	157	102	4	*	71	27	11	*	*	50	4	4	4	4	0	0	0
October 2028	162	162	85	3	*	68	24	9	*	*	45	3	3	3	3	0	0	0
October 2029	166	166	70	2	*	65	21	7	*	*	39	2	2	2	2	0	0	0
October 2030	171	171	58	1	*	61	18	6	*	*	34	1	1	1	1	0	0	0
October 2031	177	155	47	1	*	58	16	5	*	*	28	0	0	0	0	0	0	0
October 2032	182	134	38	1	*	54	14	4	*	*	21	0	0	0	0	0	0	0
October 2033	182	114	31	*	*	50	12	3	*	*	14	0	0	0	0	0	0	0
October 2034	182	96	24	*	*	46	10	3	*	*	7	0	0	0	0	0	0	0
October 2035	182	80	19	*	*	41	8	2	*	*	0	0	0	0	0	0	0	0
October 2036	182	64	14	*	*	36	7	1	*	*	0	0	0	0	0	0	0	0
October 2037	182	50	10	*	*	31	5	1	*	*	0	0	0	0	0	0	0	0
October 2038	182	36	7	*	*	26	4	1	*	*	0	0	0	0	0	0	0	0
October 2039	182	24	4	*	*	20	3	*	*	*	0	0	0	0	0	0	0	0
October 2040	130	13	2	*	*	14	1	*	*	*	0	0	0	0	0	0	0	0
October 2041	67	2	*	*	*	7	*	*	*	*	0	0	0	0	0	0	0	0
October 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	28.6	23.0	17.8	9.1	6.6	19.3	10.5	7.2	3.6	2.7	13.9	6.6	6.2	6.2	6.2	3.6	2.0	1.4

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

Date	PE Class								UZ Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	125%	160%	250%	500%	1000%	1500%	0%	100%	125%	160%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	100	100	100	100	100	100	100	100	100	104	104	103	98	86	51	0
October 2014	100	100	100	100	100	100	100	100	107	107	107	93	59	0	0	0
October 2015	100	100	100	100	100	100	100	48	111	111	110	88	35	0	0	0
October 2016	100	100	100	100	100	100	100	5	115	115	114	85	18	0	0	0
October 2017	100	100	100	100	100	100	75	*	119	119	117	84	8	0	0	0
October 2018	100	100	100	100	100	100	29	*	123	123	120	83	2	0	0	0
October 2019	100	100	100	100	100	100	11	*	128	128	122	82	*	0	0	0
October 2020	100	100	100	100	100	100	4	*	132	132	122	81	*	0	0	0
October 2021	100	100	100	100	100	100	2	*	137	137	121	79	*	0	0	0
October 2022	100	100	100	100	100	100	1	*	142	142	117	76	*	0	0	0
October 2023	100	100	100	100	100	70	*	0	147	146	112	71	*	0	0	0
October 2024	100	100	100	100	100	47	*	0	152	140	106	66	*	0	0	0
October 2025	100	100	100	100	100	32	*	0	158	132	99	61	*	0	0	0
October 2026	100	100	100	100	100	21	*	0	163	123	91	56	*	0	0	0
October 2027	100	100	100	100	100	14	*	0	169	114	84	50	*	0	0	0
October 2028	100	100	100	100	100	9	*	0	175	105	76	45	*	0	0	0
October 2029	100	100	100	100	100	6	*	0	181	96	68	40	*	0	0	0
October 2030	100	100	100	100	100	4	*	0	188	86	61	35	*	0	0	0
October 2031	100	90	90	90	90	3	*	0	194	77	54	30	*	0	0	0
October 2032	100	70	70	70	70	2	*	0	201	68	47	26	*	0	0	0
October 2033	100	55	55	55	55	1	*	0	208	59	40	22	*	0	0	0
October 2034	100	42	42	42	42	1	*	0	216	51	34	18	*	0	0	0
October 2035	92	31	31	31	31	*	*	0	223	42	28	15	*	0	0	0
October 2036	23	23	23	23	23	*	0	0	207	35	23	12	*	0	0	0
October 2037	16	16	16	16	16	*	0	0	178	27	18	9	*	0	0	0
October 2038	11	11	11	11	11	*	0	0	148	20	13	6	*	0	0	0
October 2039	6	6	6	6	6	*	0	0	115	14	9	4	*	0	0	0
October 2040	3	3	3	3	3	*	0	0	79	7	5	2	*	0	0	0
October 2041	1	1	1	1	1	*	0	0	41	1	1	*	*	0	0	0
October 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	23.9	22.0	22.0	22.0	22.0	12.6	5.8	3.1	27.0	19.7	18.4	14.7	2.6	1.0	0.5	0.4

Date	IO† Class							
	PSA Prepayment Assumption							
	0%	100%	125%	160%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100
October 2013	99	96	95	94	92	86	73	61
October 2014	98	90	88	85	79	64	36	14
October 2015	96	83	80	76	66	44	14	1
October 2016	95	76	72	67	55	30	6	*
October 2017	94	70	65	59	46	21	2	*
October 2018	92	64	59	52	38	14	1	*
October 2019	90	59	53	46	32	10	*	*
October 2020	89	54	48	41	26	7	*	*
October 2021	87	49	43	36	22	4	*	*
October 2022	85	45	39	31	18	3	*	0
October 2023	83	41	35	27	15	2	*	0
October 2024	80	37	31	24	12	1	*	0
October 2025	78	33	27	21	10	1	*	0
October 2026	75	30	24	18	8	1	*	0
October 2027	73	27	21	15	6	*	*	0
October 2028	70	24	19	13	5	*	*	0
October 2029	66	21	16	11	4	*	*	0
October 2030	63	19	14	10	3	*	*	0
October 2031	59	16	12	8	3	*	*	0
October 2032	56	14	10	7	2	*	*	0
October 2033	52	12	9	6	2	*	0	0
October 2034	47	10	7	4	1	*	0	0
October 2035	43	8	6	4	1	*	0	0
October 2036	38	7	5	3	1	*	0	0
October 2037	32	5	4	2	*	*	0	0
October 2038	27	4	3	1	*	*	0	0
October 2039	21	3	2	1	*	*	0	0
October 2040	14	1	1	*	*	*	0	0
October 2041	7	*	*	*	*	*	0	0
October 2042	0	0	0	0	0	0	0	0
Weighted Average								
Life (years)**	19.6	10.5	9.4	8.2	6.0	3.4	1.8	1.3

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

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

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

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, Group 2 Underlying REMIC and RCR Certificates, Group 4 MBS, Group 6 MBS and Group 7 MBS have loan-to-value ratios at origination ranging from greater than 105% up to 125%. See “Description of the Certificates—The Trust MBS” and “—The Underlying REMIC and RCR Certificates” in this prospectus supplement. A portion of the Group 1 Classes, Group 2 Classes, Group 4 Classes, Group 6 Classes and Group 7 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, Group 2 Class, Group 4 Class, Group 6 Class or Group 7 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 and the Notional 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 PA 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	100% PSA
2	100% PSA
3	250% PSA
4	100% PSA
5	200% PSA
6	100% PSA
7	100% PSA
8	160% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

The RCR Classes will be created, sold and administered pursuant to an arrangement that will be classified as a grantor trust under subpart E, part I of subchapter J of the Code. The Regular

Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

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

LEGAL MATTERS

Katten Muchin Rosenman LLP will provide legal representation for Fannie Mae. Cleary Gottlieb Steen & Hamilton LLP will provide legal representation for the Dealer.

Exhibit A

Group 2 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Balance of Class	October 2012 Class Factor	Principal or Notional Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2012-87	HF	July 2012	3136A7YA4	(2)	FLT	June 2039	SEQ	\$30,718,888	0.99118880	\$30,448,217.73	4.111%	335	6
2012-87	HS	July 2012	3136A7XE7	(2)	INV/IO	June 2039	NTL	30,718,888	0.99118880	30,448,217.73	4.111	335	6

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

(2) These Classes bear interest during their respective interest accrual periods, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying REMIC Disclosure Document.

Group 3 Underlying REMIC Certificate

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	October 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)
2012-113	KB	September 2012	3136A8V23	1.75%	FIX	October 2027	PT	\$97,288,894	0.99520704	\$96,822,592.22	3.031%	178	2

(1) See “Description of 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						
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date</u>
Recombination 1								
CA	\$253,070,000	CD	\$253,070,000	SEQ	1.75%	FIX	3136A93L0	December 2039
		CI	90,382,142(3)	NTL	3.50	FIX/IO	3136A93P1	December 2039
Recombination 2								
CA	253,070,000	CE	253,070,000	SEQ	2.00	FIX	3136A93M8	December 2039
		CI	72,305,714(3)	NTL	3.50	FIX/IO	3136A93P1	December 2039
Recombination 3								
CA	253,070,000	CG	253,070,000	SEQ	2.25	FIX	3136A93N6	December 2039
		CI	54,229,285(3)	NTL	3.50	FIX/IO	3136A93P1	December 2039
Recombination 4								
EK	78,160,573	EA	78,160,573	PT	1.25	FIX	3136A93Q9	November 2027
		EI	45,593,667(3)	NTL	3.00	FIX/IO	3136A93T3	November 2027
Recombination 5								
EK	78,160,573	EB	78,160,573	PT	1.50	FIX	3136A93R7	November 2027
		EI	39,080,286(3)	NTL	3.00	FIX/IO	3136A93T3	November 2027
Recombination 6								
EK	78,160,573	EC	78,160,573	PT	1.75	FIX	3136A93S5	November 2027
		EI	32,566,905(3)	NTL	3.00	FIX/IO	3136A93T3	November 2027
Recombination 7								
BA	418,002,511	BC	418,002,511	SEQ	1.50	FIX	3136A93U0	December 2039
		BI	179,143,933(3)	NTL	3.50	FIX/IO	3136A93Z9	December 2039
Recombination 8								
BA	418,002,511	BD	418,002,511	SEQ	1.75	FIX	3136A93V8	December 2039
		BI	149,286,611(3)	NTL	3.50	FIX/IO	3136A93Z9	December 2039
Recombination 9								
BA	418,002,511	BE	418,002,511	SEQ	2.00	FIX	3136A93W6	December 2039
		BI	119,429,288(3)	NTL	3.50	FIX/IO	3136A93Z9	December 2039

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 10								
BA	\$418,002,511	BG	\$418,002,511	SEQ	2.25%	FIX	3136A93X4	December 2039
		BI	89,571,966(3)	NTL	3.50	FIX/IO	3136A93Z9	December 2039
Recombination 11								
BA	418,002,511	BH	418,002,511	SEQ	2.50	FIX	3136A93Y2	December 2039
		BI	59,714,644(3)	NTL	3.50	FIX/IO	3136A93Z9	December 2039
Recombination 12								
DJ	188,276,000	DB	188,276,000	SEQ	1.75	FIX	3136A94A3	January 2040
		DI	67,241,428(3)	NTL	3.50	FIX/IO	3136A94D7	January 2040
Recombination 13								
DJ	188,276,000	DC	188,276,000	SEQ	2.00	FIX	3136A94B1	January 2040
		DI	53,793,142(3)	NTL	3.50	FIX/IO	3136A94D7	January 2040
Recombination 14								
DJ	188,276,000	DE	188,276,000	SEQ	2.25	FIX	3136A94C9	January 2040
		DI	40,344,857(3)	NTL	3.50	FIX/IO	3136A94D7	January 2040
Recombination 15								
PA	196,034,000	PB	196,034,000	PAC/AD	1.50	FIX	3136A94E5	June 2042
		PI	98,017,000(3)	NTL	4.00	FIX/IO	3136A94J4	June 2042
Recombination 16								
PA	196,034,000	PC	196,034,000	PAC/AD	1.75	FIX	3136A94F2	June 2042
		PI	85,764,875(3)	NTL	4.00	FIX/IO	3136A94J4	June 2042
Recombination 17								
PA	196,034,000	PD	196,034,000	PAC/AD	2.00	FIX	3136A94G0	June 2042
		PI	73,512,750(3)	NTL	4.00	FIX/IO	3136A94J4	June 2042
Recombination 18								
PA	196,034,000	PG	196,034,000	PAC/AD	2.25	FIX	3136A94H8	June 2042
		PI	61,260,625(3)	NTL	4.00	FIX/IO	3136A94J4	June 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) Notional balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional balances are calculated.

Principal Balance Schedule

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$203,262,000.00	September 2017	\$111,365,470.00	August 2022	\$ 45,392,328.41
November 2012	202,431,316.35	October 2017	109,887,877.88	September 2022	44,661,593.22
December 2012	201,593,863.31	November 2017	108,423,011.63	October 2022	43,941,855.29
January 2013	200,694,674.69	December 2017	106,970,766.90	November 2022	43,232,955.33
February 2013	199,734,244.92	January 2018	105,531,040.18	December 2022	42,534,736.32
March 2013	198,713,116.09	February 2018	104,103,728.80	January 2023	41,847,043.45
April 2013	197,633,997.41	March 2018	102,688,730.90	February 2023	41,169,724.11
May 2013	196,504,607.54	April 2018	101,285,945.43	March 2023	40,502,627.83
June 2013	195,325,454.87	May 2018	99,895,272.17	April 2023	39,845,606.29
July 2013	194,097,079.67	June 2018	98,516,611.70	May 2023	39,198,513.27
August 2013	192,820,053.64	July 2018	97,149,865.38	June 2023	38,561,204.60
September 2013	191,494,979.45	August 2018	95,794,935.37	July 2023	37,933,538.19
October 2013	190,122,490.25	September 2018	94,451,724.63	August 2023	37,315,373.92
November 2013	188,703,249.08	October 2018	93,120,136.87	September 2023	36,706,573.68
December 2013	187,237,948.35	November 2018	91,800,076.59	October 2023	36,107,001.33
January 2014	185,727,309.22	December 2018	90,491,449.05	November 2023	35,516,522.62
February 2014	184,172,080.96	January 2019	89,194,160.29	December 2023	34,935,005.25
March 2014	182,573,040.28	February 2019	87,908,117.06	January 2024	34,362,318.77
April 2014	180,930,990.64	March 2019	86,633,226.91	February 2024	33,798,334.58
May 2014	179,246,761.53	April 2019	85,369,398.08	March 2024	33,242,925.92
June 2014	177,521,207.69	May 2019	84,116,539.60	April 2024	32,695,967.82
July 2014	175,755,208.34	June 2019	82,874,561.18	May 2024	32,157,337.08
August 2014	173,949,666.40	July 2019	81,643,373.30	June 2024	31,626,912.26
September 2014	172,105,507.60	August 2019	80,422,887.11	July 2024	31,104,573.64
October 2014	170,223,679.66	September 2019	79,213,014.52	August 2024	30,590,203.20
November 2014	168,353,751.78	October 2019	78,013,668.12	September 2024	30,083,684.61
December 2014	166,495,640.91	November 2019	76,824,761.21	October 2024	29,584,903.17
January 2015	164,649,264.57	December 2019	75,646,207.77	November 2024	29,093,745.83
February 2015	162,814,540.77	January 2020	74,477,922.51	December 2024	28,610,101.14
March 2015	160,991,388.07	February 2020	73,319,820.79	January 2025	28,133,859.24
April 2015	159,179,725.54	March 2020	72,172,512.77	February 2025	27,664,911.83
May 2015	157,379,472.79	April 2020	71,042,203.18	March 2025	27,203,152.16
June 2015	155,590,549.93	May 2020	69,928,648.16	April 2025	26,748,474.99
July 2015	153,812,877.59	June 2020	68,831,607.27	May 2025	26,300,776.57
August 2015	152,046,376.91	July 2020	67,750,843.43	June 2025	25,859,954.65
September 2015	150,290,969.54	August 2020	66,686,122.93	July 2025	25,425,908.43
October 2015	148,546,577.62	September 2020	65,637,215.31	August 2025	24,998,538.53
November 2015	146,813,123.81	October 2020	64,603,893.38	September 2025	24,577,747.01
December 2015	145,090,531.25	November 2020	63,585,933.14	October 2025	24,163,437.32
January 2016	143,378,723.59	December 2020	62,583,113.74	November 2025	23,755,514.27
February 2016	141,677,624.95	January 2021	61,595,217.44	December 2025	23,353,884.05
March 2016	139,987,159.95	February 2021	60,622,029.56	January 2026	22,958,454.18
April 2016	138,307,253.70	March 2021	59,663,338.45	February 2026	22,569,133.50
May 2016	136,637,831.77	April 2021	58,718,935.44	March 2026	22,185,832.15
June 2016	134,978,820.23	May 2021	57,788,614.80	April 2026	21,808,461.56
July 2016	133,330,145.62	June 2021	56,872,173.70	May 2026	21,436,934.42
August 2016	131,691,734.94	July 2021	55,969,412.16	June 2026	21,071,164.67
September 2016	130,063,515.65	August 2021	55,080,133.03	July 2026	20,711,067.47
October 2016	128,445,415.72	September 2021	54,204,141.94	August 2026	20,356,559.21
November 2016	126,837,363.52	October 2021	53,341,247.25	September 2026	20,007,557.47
December 2016	125,239,287.94	November 2021	52,491,260.03	October 2026	19,663,980.99
January 2017	123,651,118.28	December 2021	51,653,994.02	November 2026	19,325,749.71
February 2017	122,072,784.31	January 2022	50,829,265.58	December 2026	18,992,784.69
March 2017	120,504,216.25	February 2022	50,016,893.67	January 2027	18,665,008.12
April 2017	118,948,030.03	March 2022	49,216,699.80	February 2027	18,342,343.31
May 2017	117,405,213.67	April 2022	48,428,508.00	March 2027	18,024,714.67
June 2017	115,875,657.68	May 2022	47,652,144.79	April 2027	17,712,047.69
July 2017	114,359,253.44	June 2022	46,887,439.14	May 2027	17,404,268.94
August 2017	112,855,893.17	July 2022	46,134,222.42	June 2027	17,101,306.02

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
July 2027	\$ 16,803,087.59	June 2032	\$ 5,527,026.78	May 2037	\$ 1,344,698.12
August 2027	16,509,543.32	July 2032	5,414,734.21	June 2037	1,305,282.47
September 2027	16,220,603.89	August 2032	5,304,320.92	July 2037	1,266,604.26
October 2027	15,936,200.99	September 2032	5,195,758.05	August 2037	1,228,651.56
November 2027	15,656,267.27	October 2032	5,089,017.16	September 2037	1,191,412.62
December 2027	15,380,736.36	November 2032	4,984,070.22	October 2037	1,154,875.85
January 2028	15,109,542.85	December 2032	4,880,889.62	November 2037	1,119,029.86
February 2028	14,842,622.24	January 2033	4,779,448.16	December 2037	1,083,863.41
March 2028	14,579,911.00	February 2033	4,679,719.02	January 2038	1,049,365.46
April 2028	14,321,346.48	March 2033	4,581,675.80	February 2038	1,015,525.09
May 2028	14,066,866.94	April 2033	4,485,292.46	March 2038	982,331.60
June 2028	13,816,411.54	May 2033	4,390,543.37	April 2038	949,774.41
July 2028	13,569,920.31	June 2033	4,297,403.26	May 2038	917,843.12
August 2028	13,327,334.13	July 2033	4,205,847.22	June 2038	886,527.48
September 2028	13,088,594.74	August 2033	4,115,850.75	July 2038	855,817.41
October 2028	12,853,644.74	September 2033	4,027,389.66	August 2038	825,702.96
November 2028	12,622,427.52	October 2033	3,940,440.15	September 2038	796,174.35
December 2028	12,394,887.31	November 2033	3,854,978.76	October 2038	767,221.95
January 2029	12,170,969.14	December 2033	3,770,982.38	November 2038	738,836.25
February 2029	11,950,618.84	January 2034	3,688,428.23	December 2038	711,007.92
March 2029	11,733,783.00	February 2034	3,607,293.87	January 2039	683,727.76
April 2029	11,520,409.00	March 2034	3,527,557.21	February 2039	656,986.69
May 2029	11,310,444.98	April 2034	3,449,196.46	March 2039	630,775.79
June 2029	11,103,839.82	May 2034	3,372,190.17	April 2039	605,086.28
July 2029	10,900,543.14	June 2034	3,296,517.19	May 2039	579,909.50
August 2029	10,700,505.29	July 2034	3,222,156.70	June 2039	555,236.92
September 2029	10,503,677.35	August 2034	3,149,088.19	July 2039	531,060.17
October 2029	10,310,011.08	September 2034	3,077,291.43	August 2039	507,370.96
November 2029	10,119,458.96	October 2034	3,006,746.52	September 2039	484,161.18
December 2029	9,931,974.16	November 2034	2,937,433.82	October 2039	461,422.80
January 2030	9,747,510.50	December 2034	2,869,334.02	November 2039	439,147.94
February 2030	9,566,022.51	January 2035	2,802,428.08	December 2039	417,328.83
March 2030	9,387,465.35	February 2035	2,736,697.22	January 2040	395,957.83
April 2030	9,211,794.83	March 2035	2,672,122.98	February 2040	375,027.39
May 2030	9,038,967.42	April 2035	2,608,687.14	March 2040	354,530.11
June 2030	8,868,940.20	May 2035	2,546,371.77	April 2040	334,458.69
July 2030	8,701,670.88	June 2035	2,485,159.20	May 2040	314,805.94
August 2030	8,537,117.80	July 2035	2,425,032.02	June 2040	295,564.78
September 2030	8,375,239.87	August 2035	2,365,973.09	July 2040	276,728.25
October 2030	8,215,996.64	September 2035	2,307,965.52	August 2040	258,289.48
November 2030	8,059,348.21	October 2035	2,250,992.67	September 2040	240,241.72
December 2030	7,905,255.28	November 2035	2,195,038.14	October 2040	222,578.32
January 2031	7,753,679.12	December 2035	2,140,085.78	November 2040	205,292.74
February 2031	7,604,581.55	January 2036	2,086,119.70	December 2040	188,378.52
March 2031	7,457,924.96	February 2036	2,033,124.22	January 2041	171,829.33
April 2031	7,313,672.29	March 2036	1,981,083.91	February 2041	155,638.92
May 2031	7,171,787.01	April 2036	1,929,983.57	March 2041	139,801.14
June 2031	7,032,233.11	May 2036	1,879,808.21	April 2041	124,309.93
July 2031	6,894,975.14	June 2036	1,830,543.09	May 2041	109,159.33
August 2031	6,759,978.14	July 2036	1,782,173.67	June 2041	94,343.48
September 2031	6,627,207.65	August 2036	1,734,685.65	July 2041	79,856.61
October 2031	6,496,629.75	September 2036	1,688,064.92	August 2041	65,693.01
November 2031	6,368,210.99	October 2036	1,642,297.60	September 2041	51,847.11
December 2031	6,241,918.40	November 2036	1,597,370.00	October 2041	38,313.39
January 2032	6,117,719.51	December 2036	1,553,268.65	November 2041	25,086.42
February 2032	5,995,582.33	January 2037	1,509,980.28	December 2041	12,160.87
March 2032	5,875,475.31	February 2037	1,467,491.83	January 2042 and	
April 2032	5,757,367.38	March 2037	1,425,790.40	thereafter	0.00
May 2032	5,641,227.93	April 2037	1,384,863.33		

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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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\$1,692,658,002



Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2012-118

PROSPECTUS SUPPLEMENT

Barclays

October 24, 2012