Supplement
(To Prospectus Supplement dated October 24, 2012)

$1,108,590,235

FannieMae®

Guaranteed Pass-Through Certificates
Fannie Mae Trust 2012-120

This is a supplement to the prospectus supplement dated October 24, 2012 (the “Prospectus Supplement”). If we use a capitalized term in this supplement without defining it, you will find the definition of that term in the Prospectus Supplement.

Notwithstanding the information set forth on page S-7 of the Prospectus Supplement, the notional principal balances of the IC and HI Classes will equal the percentages of the outstanding principal balances specified below immediately before the related distribution date:

IC	28.8888888889% of the CX Class
HI	25.9999971984% of the HX Class.

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

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

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

Goldman, Sachs & Co.

October 26, 2012

Prospectus Supplement
(To REMIC Prospectus dated August 1, 2012)

$1,108,590,235

FannieMae®

Guaranteed Pass-Through Certificates
Fannie Mae Trust 2012-120

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.

Redemption Feature

The holder of the B1 Class has the right to direct us to redeem the BZ Class on any distribution date beginning in May 2013. Upon redemption, the holder of the B1 Class will become the holder of the Class 2012-120-ZB REMIC Certificate.

The holder of the C1 Class has the right to direct us to redeem the CD Class on any distribution date beginning in May 2013. Upon redemption, the holder of the C1 Class will become the holder of the Class 2012-120-CX REMIC Certificate.

The holder of the H1 Class has the right to direct us to redeem the HD Class on any distribution date beginning in May 2013. Upon redemption, the holder of the H1 Class will become the holder of the Class 2012-120-HX REMIC Certificate.

If a redemption right is exercised, each holder of the related redeemable class is entitled to receive a redemption distribution amount equal to:

- the outstanding principal balance of its certificates, plus
- any unpaid interest through the 24th day of the month in which the redemption occurs.

See "Description of the Certificates—Redemption of the Redeemable Classes" in this prospectus supplement.

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.

We will also guarantee that upon a redemption, the holders of the related redeemable class will receive all proceeds due to them in connection with the redemption.

The Trust and its Assets

The trust will own

- Fannie Mae MBS and
- underlying REMIC certificates backed by Fannie Mae MBS. The mortgage loans underlying the Fannie Mae MBS are first lien, single-family, fixed-rate loans.

Class	*Group*	*Original Class Balance*	*Principal Type(1)*	*Interest Rate*	*Interest Type(1)*	*CUSIP Number*	*Final Distribution Date*
FA	1	$ 11,285,714	PT	(2)	FLT	3136A9G77	November 2032
SA	1	11,285,714(3)	NTL	(2)	INV/IO	3136A9G85	November 2032
AF(4) ...	1	18,930,530	SEQ	(2)	FLT	3136A9G93	February 2032
AS(4) ...	1	18,930,530(3)	NTL	(2)	INV/IO	3136A9H27	February 2032
AC(4) ...	1	44,171,239	SEQ	1.50%	FIX	3136A9H35	February 2032
AB	1	4,612,517	SEQ	3.00	FIX	3136A9H43	November 2032
CF	2	11,635,433	PT	(2)	FLT	3136A9H50	November 2032
CS	2	11,635,433(3)	NTL	(2)	INV/IO	3136A9H68	November 2032
CI(4) ...	2	27,451,037(3)	NTL	3.50	FIX/IO	3136A9H76	December 2031
CE(4) ...	2	64,052,421	SEQ	1.50	FIX	3136A9H84	December 2031
CB	2	5,760,179	SEQ	3.00	FIX	3136A9H92	November 2032
FM	3	7,500,000	SEQ	(2)	FLT	3136A9J25	March 2039
SM	3	7,500,000(3)	NTL	(2)	INV/IO	3136A9J33	March 2039
BL	3	15,000,000	SEQ	2.00	FIX	3136A9J41	March 2039
BM	3	1,149,992	SEQ	3.50	FIX	3136A9J58	November 2039
ET(4) ...	3	138,679,716	SEQ	6.50	FIX	3136A9J66	February 2039
EC(4) ...	3	208,019,575	SEQ	1.50	FIX	3136A9J74	February 2039
TE(4) ...	3	8,261,440	SEQ	6.50	FIX	3136A9J82	November 2039
XN(4) ...	3	12,392,161	SEQ	1.50	FIX	3136A9J90	November 2039
CV	3	46,373,792	SEQ/AD	3.50	FIX	3136A9K23	September 2031
BZ	3	50,000,000	RDM/SEQ	3.50	FIX/Z	3136A9K31	November 2042
B1	3	(6)	RDP	(6)	(6)	3136A9K49	November 2042
ZB(5) ...	3	50,000,000	SEQ	3.50	FIX/Z	3136A9Q43	November 2042
IC	4	7,209,813(3)	NTL	4.50	FIX/IO	3136A9K56	December 2041
CD	4	24,957,045	SC/RDM/PT	3.20	FIX	3136A9K64	December 2041
C1	4	(6)	RDP	(6)	(6)	3136A9K72	December 2041
CX(7) ...	4	24,957,045	SC/PT	3.20	FIX	3136A9S41	December 2041
DC(4) ..	5	40,569,544	SEQ	1.50	FIX	3136A9K80	March 2031
DI(4) ...	5	20,284,772(3)	NTL	3.00	FIX/IO	3136A9K98	March 2031
DB	5	6,430,456	SEQ	3.00	FIX	3136A9L22	November 2032
KF(4) ...	6	22,313,550	PAC	(2)	FLT	3136A9L30	November 2042
KS(4) ...	6	22,313,550(3)	NTL	(2)	INV/IO	3136A9L48	November 2042
KB(4) ...	6	62,477,941	PAC	1.75	FIX	3136A9L55	November 2042
QF	6	21,931,914	SUP	(2)	FLT	3136A9L63	November 2042
QS	6	18,276,595	SUP	(2)	INV	3136A9L71	November 2042

(Table continued on next page)

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The AH, AE, AG, CG, CH, CK, BD, ED, EG, EH, EJ, BA, BE BG, BH, BK, FE, SE, EF, ES, EN, DE, DG, DH, KD, GB, GC, GD, and GE 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 (other than the ZB, CX and HX Classes) from time to time in negotiated transactions at varying prices. We expect the settlement date to be October 30, 2012. See "Plan of Distribution" in this prospectus supplement.

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

Goldman, Sachs & Co.

The date of this Prospectus Supplement is October 24, 2012

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
GF	7	$ 17,857,142	PT	(2)	FLT	3136A9L89	November 2042
GS	7	17,857,142(3)	NTL	(2)	INV/IO	3136A9L97	November 2042
FG(4) . . .	7	24,337,120	SEQ	(2)	FLT	3136A9M21	February 2039
SG(4) . . .	7	24,337,120(3)	NTL	(2)	INV/IO	3136A9M39	February 2039
GA(4) . . .	7	56,786,615	SEQ	1.50%	FIX	3136A9M47	February 2039
GY	7	4,832,710	SEQ	3.00	FIX	3136A9M54	November 2039
VA	7	5,802,233	SEQ/AD	3.00	FIX	3136A9M62	December 2025
VC	7	3,283,587	SEQ/AD	3.00	FIX	3136A9M70	August 2031
VZ	7	12,100,593	SEQ	3.00	FIX/Z	3136A9M88	November 2042
HD	8	23,558,291	SC/RDM/PT	3.20	FIX	3136A9M96	January 2042
H1	8	(6)	RDP	(6)	(6)	3136A9N20	January 2042
HI	8	6,125,155(3)	NTL	5.00	FIX/IO	3136A9N38	January 2042
HX(8) . . .	8	23,558,291	SC/PT	3.20	FIX	3136A9T57	January 2042
WI	9	44,333,333(3)	NTL	3.00	FIX/IO	3136A9N46	November 2027
WE	9	76,000,000	PT	1.25	FIX	3136A9N53	November 2027
PA	10	31,000,000	PAC	3.50	FIX	3136A9N61	October 2042
PB	10	313,131	PAC	3.50	FIX	3136A9N79	November 2042
UI	10	2,267,731(3)	NTL	3.50	FIX/IO	3136A9N87	November 2042
QA	10	6,366,000	SUP	2.50	FIX	3136A9N95	May 2042
QB	10	675,000	SUP	2.50	FIX	3136A9P28	August 2042
QC	10	896,059	SUP	2.50	FIX	3136A9P36	November 2042
R		0	NPR	0	NPR	3136A9P44	November 2042
RL		0	NPR	0	NPR	3136A9P51	November 2042

(1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
(2) Based on LIBOR.
(3) Notional balances. These classes are interest only classes. See page S-7 for a description of how their notional balances are calculated.
(4) Exchangeable classes.
(5) The ZB Class will back the BZ Class as described in this prospectus supplement, and will be retained initially by Fannie Mae in its capacity as trustee of the redemption trust. For so long as the BZ Class remains outstanding, all principal and interest amounts allocable to the ZB Class will be paid to (or added to the principal balance of) the BZ Class.
(6) This security is a Redemption Right Class or "RDP" Class. It is not issued with a principal balance and is not entitled to payments of any principal or interest. For a further description, see "Description of the Certificates—Redemption of the Redeemable Classes" in this prospectus supplement.
(7) The CX Class will back the CD Class as described in this prospectus supplement, and will be retained initially by Fannie Mae in its capacity as trustee of the redemption trust. For so long as the CD Class remains outstanding, all principal and interest amounts allocable to the CX Class will be paid to the CD Class.
(8) The HX Class will back the HD Class as described in this prospectus supplement, and will be retained initially by Fannie Mae in its capacity as trustee of the redemption trust. For so long as the HD Class remains outstanding, all principal and interest amounts allocable to the HX Class will be paid to the HD Class.

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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 4 or Group 8 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC 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:

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

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

Group	Assets
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Class 2011-117-PB REMIC Certificate Class 2011-124-PB REMIC Certificate
5	Group 5 MBS
6	Group 6 MBS
7	Group 7 MBS
8	Class 2011-124-CE REMIC Certificate Class 2011-144-LB REMIC Certificate
9	Group 9 MBS
10	Group 10 MBS

Group 1, Group 2, Group 3, Group 5, Group 6, Group 7, Group 9 and Group 10

Characteristics of the Trust MBS

	Approximate Principal Balance	Pass-Through Rate	Range of Weighted Average Coupons or WACs (annual percentages)	Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)
Group 1 MBS	$ 79,000,000	3.50%	3.75% to 6.00%	181 to 240
Group 2 MBS	$ 81,448,033	3.50%	3.75% to 6.00%	181 to 240
Group 3 MBS	$487,376,676	3.50%	3.75% to 6.00%	241 to 360
Group 5 MBS	$ 47,000,000	3.00%	3.25% to 5.50%	181 to 240
Group 6 MBS	$125,000,000	3.00%	3.25% to 5.50%	241 to 360
Group 7 MBS	$125,000,000	3.50%	3.75% to 6.00%	241 to 360
Group 9 MBS	$ 76,000,000	3.00%	3.25% to 5.50%	121 to 180
Group 10 MBS	$ 39,250,190	3.50%	3.75% to 6.00%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS	$ 79,000,000	240	237	2	4.02%
Group 2 MBS	$ 81,448,033	240	237	3	4.12%
Group 3 MBS	$487,376,676	360	356	2	4.11%
Group 5 MBS	$ 47,000,000	240	238	2	3.60%
Group 6 MBS	$125,000,000	360	358	2	3.65%
Group 7 MBS	$125,000,000	360	356	2	4.11%
Group 9 MBS	$ 76,000,000	180	176	3	3.48%
Group 10 MBS	$ 39,250,190	360	348	1	4.05%

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 4 and Group 8

Exhibit A describes the underlying REMIC certificates in Group 4 and Group 8, including certain information about the related mortgage loans. To learn more about the underlying REMIC certificates, you should obtain from us the current class factors and the related disclosure documents as described on 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	Physical
All classes of certificates other than the B1, C1, H1, R and RL Classes	B1, C1, H1, 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:

Class	Initial Interest Rate	Maximum Interest Rate	Minimum Interest Rate	Formula for Calculation of Interest Rate(1)
FA	0.51900%	6.50%	0.30%	LIBOR + 30 basis points
SA	5.98100%	6.20%	0.00%	6.20% − LIBOR
AF	0.46900%	6.50%	0.25%	LIBOR + 25 basis points
AS	6.03100%	6.25%	0.00%	6.25% − LIBOR
CF	0.51000%	6.50%	0.30%	LIBOR + 30 basis points
CS	5.99000%	6.20%	0.00%	6.20% − LIBOR
FM	0.51400%	6.50%	0.30%	LIBOR + 30 basis points
SM	5.98600%	6.20%	0.00%	6.20% − LIBOR
KF	0.52310%	6.50%	0.30%	LIBOR + 30 basis points
KS	5.97690%	6.20%	0.00%	6.20% − LIBOR
QF	1.22310%	5.50%	1.00%	LIBOR + 100 basis points
QS	5.13228%	5.40%	0.00%	5.40% − (1.20 × LIBOR)
GF	0.56400%	6.50%	0.35%	LIBOR + 35 basis points
GS	5.93600%	6.15%	0.00%	6.15% − LIBOR
FG	0.51400%	6.50%	0.30%	LIBOR + 30 basis points
SG	5.98600%	6.20%	0.00%	6.20% − LIBOR
FE	0.51400%	6.50%	0.30%	LIBOR + 30 basis points
SE	5.98600%	6.20%	0.00%	6.20% − LIBOR
EF	0.51400%	6.50%	0.30%	LIBOR + 30 basis points
ES	5.98600%	6.20%	0.00%	6.20% − LIBOR

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

Notional Classes

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

Class	
SA	100% of the FA Class
AS	100% of the AF Class
CS	100% of the CF Class
CI	42.8571419650% of the CE Class
SM	100% of the FM Class
SE	100% of the ET Class
ES	100% of the *sum* of the ET and TE Classes
IC	28.8888888889% of the CD Class
DI	50% of the DC Class
KS	100% of the KF Class
GS	100% of the GF Class
SG	100% of the FG Class
HI	25.9999971984% of the HD Class
WI	58.3333328947% of the WE Class
UI	28.5714267716% of the *sum* of the QA, QB and QC Classes

Distributions of Principal

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

The Redeemable Classes

A holder of the B1, C1 or H1 Class (each, a "Redemption Right Class") will have the right to direct us to redeem all (but not less than all) of the BZ Class Certificates, the CD Class Certificates or the HD Class Certificates, respectively (each, a "Redeemable Class") on any distribution date beginning in May 2013. If any such call right is exercised, the holder of the related Redemption Right Class will receive the related REMIC class initially retained by Fannie Mae in its capacity as trustee of the redemption trust (each, a "Retained REMIC Class") specified in the following table.

Redeemable Class	Redemption Right Class	Retained REMIC Class
BZ	B1	ZB
CD	C1	CX
HD	H1	HX

Each Redeemable Class, together with the related Redemption Right Class, will represent the entire interest in the related Retained REMIC Class shown above. Each Retained REMIC Class will be issued on the issue date but will be held by Fannie Mae in its capacity as trustee of the redemption trust until the related Redeemable Class is redeemed. As described below under "Description of the Certificates—Redemption of the Redeemable Classes," we will be obligated to redeem a Redeemable Class only if, as of the date we are directed to redeem, the related Retained REMIC Class has a market value that is greater than its outstanding principal amount.

On each distribution date, for so long as a Redeemable Class remains outstanding, the holders of that Redeemable Class will receive all of the principal and interest amounts allocable to the related Retained REMIC Class. Upon a redemption, the holders of the Redeemable Class will receive, on the redemption date, an amount equal to the outstanding principal balance of the Redeemable Class, plus accrued interest to the date of redemption.

We will not redeem a Redeemable Class until the holder of the related Redemption Right Class has paid us the redemption deposit amount and exchange fee as described under "Description of the Certificates—Redemption of the Redeemable Classes" in this prospectus supplement. Upon such payment in full, we will deliver the related Retained REMIC Class to the holder of the Redemption Right Class.

Weighted Average Lives (years)*

	PSA Prepayment Assumption				
Group 1 Classes	**0%**	**100%**	**185%**	**400%**	**800%**
FA and SA	12.0	8.0	6.3	4.0	2.4
AF, AS, AC, AE, AG and AH	11.4	7.3	5.6	3.5	2.1
AB	19.6	18.4	16.9	11.8	6.4

	PSA Prepayment Assumption					
Group 2 Classes	**0%**	**100%**	**200%**	**400%**	**900%**	**1300%**
CF and CS	12.0	8.0	6.1	4.0	2.2	1.6
CI, CE, CG, CH and CK	11.3	7.1	5.2	3.3	1.9	1.5
CB	19.5	18.1	16.1	11.3	5.4	3.5

	PSA Prepayment Assumption				
Group 3 Classes	**0%**	**100%**	**175%**	**400%**	**800%**
FM, SM and BL	16.5	7.2	5.1	2.8	1.8
BM	26.7	16.9	12.1	6.2	3.4
ET, EC, ED, EG, EH, EJ, FE and SE	16.4	7.1	5.0	2.8	1.8
TE, XN and EN	26.6	16.8	12.0	6.2	3.4
CV	10.4	10.4	9.4	6.1	3.6
BZ** and ZB†	28.6	23.0	19.0	11.0	5.8
BD, BE, BG, BH, BK, BA, EF and ES	17.0	7.7	5.4	3.0	1.9

	PSA Prepayment Assumption					
Group 4 Classes	**0%**	**100%**	**200%**	**500%**	**1000%**	**1500%**
IC, CD** and CX††	22.5	18.2	18.2	9.9	4.3	2.1

	PSA Prepayment Assumption				
Group 5 Classes	**0%**	**100%**	**175%**	**400%**	**800%**
DC, DI, DE, DG and DH	10.7	6.5	5.1	3.1	2.0
DB	19.2	17.2	15.3	9.9	5.4

	PSA Prepayment Assumption						
Group 6 Classes	**0%**	**100%**	**150%**	**250%**	**400%**	**1000%**	**1500%**
KF, KS, KB and KD	15.0	6.3	5.2	5.2	5.2	2.6	1.9
QF and QS	27.4	19.6	15.7	8.2	2.4	1.0	0.8

Group 7 Classes	PSA Prepayment Assumption 0%	100%	175%	400%	800%
GF and GS	19.3	10.6	7.9	4.4	2.5
FG, SG, GA, GE, GB, GC and GD	16.4	7.1	5.0	2.8	1.8
GY	26.6	16.8	12.0	6.2	3.4
VA	7.0	7.0	7.0	5.3	3.3
VC	16.0	15.9	13.2	7.3	4.1
VZ	28.6	22.9	18.9	10.9	5.7

Group 8 Classes	PSA Prepayment Assumption 0%	100%	200%	500%	1000%	1500%
HD**, HI and HX†††	23.6	18.5	18.4	9.9	4.3	2.1

Group 9 Classes	PSA Prepayment Assumption 0%	100%	200%	500%	1000%	1500%
WI and WE	8.5	6.3	5.1	3.2	1.9	1.4

Group 10 Classes	PSA Prepayment Assumption 0%	100%	130%	200%	250%	500%	1000%	1500%
PA	16.9	7.6	6.9	6.9	6.9	4.2	2.5	1.8
PB	27.1	25.6	25.6	25.6	25.6	16.0	7.5	4.1
UI	28.5	21.3	18.2	8.0	3.0	1.4	0.8	0.6
QA	28.2	19.9	16.3	5.0	2.4	1.2	0.7	0.6
QB	29.6	26.1	24.5	17.0	4.8	2.0	1.2	0.9
QC	29.9	27.9	27.2	23.0	6.1	2.1	1.3	1.0

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

** Assumes that this class has not been redeemed as described under “Description of the Certificates—Redemption of the Redeemable Classes” in this prospectus supplement.

† For so long as the BZ Class remains outstanding, all principal and interest amounts allocable to the ZB Class will be paid to (or added to the principal balance of) the BZ Class.

†† For so long as the CD Class remains outstanding, all principal and interest amounts allocable to the CX Class will be paid to the CD Class.

††† For so long as the HD Class remains outstanding, all principal and interest amounts allocable to the HX Class will be paid to the HD Class.

ADDITIONAL RISK FACTORS

In the future we may be unable to establish LIBOR on the basis of the BBA Method. On September 28, 2012, Britain's Financial Services Authority recommended that the BBA be removed from its rate-setting responsibility and proposed additional reforms in connection with the determination of LIBOR. If in the future the BBA is no longer calculating the interest settlement rate for one-month U.S. dollar deposits, or if for any other reason we are unable to establish LIBOR on the basis of the BBA Method on any index determination date, we will establish LIBOR based on the LIBO Method as described under "Description of the Certificates—Distributions on Certificates—*Interest Distributions—Indices for Floating Rate Classes and Inverse Floating Rate Classes*" in the REMIC Prospectus. We can provide no assurance as to which entity or entities will assume responsibility for setting the applicable rates in the future. In addition, we can provide no assurance that LIBOR for any 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 LIBOR's prominence as a benchmark interest rate will be preserved.

Payments on the Group 4 and Group 8 Classes will be affected by the applicable payment priorities governing the related underlying REMIC certificates. If you invest in a Group 4 or Group 8 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the related underlying REMIC certificates.

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

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

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

Redemption of the redeemable classes could affect yields on those classes. The effective yields on the redeemable classes will be sensitive to whether and when those classes are redeemed since the redeemable classes will be retired in full upon such redemption. A redemption can occur in any month beginning in May 2013. A holder of a redeemable class certificate will not be reimbursed for any premium such holder may have paid or for any reduction in effective yield. A redemption is more likely to occur if prevailing mortgage interest rates have declined or if for any other reason the related retained REMIC class backing the redeemable class has a market value that is greater than its principal balance. The existence of redemption risk may significantly diminish the ability of the holder to sell a redeemable class certificate at a premium. The value of a redeemable class certificate, and accordingly the value of the related redemption right class certificate, may fluctuate significantly depending on prevailing interest rates.

In particular, the actual yield on a redeemable class probably will be lower than you expect if you bought a redeemable class certificate at a premium and a redemption of your certificate occurs.

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 one or more REMIC trusts (together, the "REMIC Trust") and issue the Fannie Mae Guaranteed REMIC Pass-Through Certificates (the "REMIC Certificates") 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 create a second trust (the "RCR Trust") and issue the Combinable and Recombinable REMIC Certificates (the "RCR Certificates") pursuant to a separate trust agreement dated as of May 1, 2010 and a supplement thereto dated as of the Issue Date. We will create a third trust (the "Redemption Trust") and issue the Redemption Right Classes and Redeemable Classes (the "Redemption Right and Redeemable Certificates") pursuant to a separate trust agreement dated as of the Issue Date. We will execute each of the trust agreements in our corporate capacity and as trustee (in such capacity, the "Trustee"). The REMIC Certificates, the RCR Certificates and the Redemption Right and Redeemable Certificates are collectively referred to as the "Certificates." In general, the term "Classes" includes the Classes of REMIC Certificates, RCR Certificates and Redemption Right and Redeemable Certificates.

The assets of the REMIC Trust will include:

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

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

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

The REMIC 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"). For the avoidance of doubt, the REMIC Certificates include all Classes other than the RCR Classes, the Redemption Right Classes and the Redeemable Classes.

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

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

The Redemption Trust whereby the Retained REMIC Classes will be held by Fannie Mae as Trustee for the benefit of the Redemption Right Classes and the Redeemable Classes will be treated as a grantor trust for federal income tax purposes.

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

We also guarantee that we will remit to the Holders of each Redeemable Class all proceeds due to them in connection with a redemption of that Class as described in this prospectus supplement.

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 Redemption Right Class Certificates and the Residual Certificates in fully registered, certificated form. The "Holder" or "Certificateholder" of a Redemption Right Class Certificate or a Residual Certificate is its registered owner. The Redemption Right Class Certificates and the Residual Certificates 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 Redemption Right Class Certificate or a Residual Certificate and may require payment to cover any tax or other governmental charge. See also "—Characteristics of the Residual Classes" below.

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

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

We will issue each of the Redemption Right Classes as a single certificate with no principal balance.

Redemption. The BZ, CD and HD Classes each may be redeemed as described in this prospectus supplement under "—Redemption of the Redeemable Classes."

The Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 20 years in the case of the Group 1 MBS, Group 2 MBS and Group 5 MBS, up to 30 years in the case of the Group 3 MBS, Group 6 MBS, Group 7 MBS and Group 10 MBS, and up to 15 years in the case of the Group 9 MBS.

In addition, the Mortgage Loans underlying the Group 1 MBS, Group 3 MBS, Group 5 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—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.

Furthermore, the pools of mortgage loans backing the Group 6 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 6 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, Group 3, Group 5, Group 6, Group 7, Group 9 and Group 10—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 Certificates

The Underlying REMIC Certificates represent beneficial ownership interests in the related Underlying REMIC Trusts. The assets of these trusts consist of MBS (or beneficial ownership interests in MBS) having the general characteristics set forth in the MBS Prospectus. Each MBS evidences beneficial ownership interests in a pool of conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties, as described under "The Mortgage Pools" and "Yield, Maturity, and Prepayment Considerations" in the MBS Prospectus.

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

For further information about the Underlying REMIC Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC Certificates is also available at 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 Class*es" below. In addition, if any of the Redeemable Classes is redeemed, the final distribution on that Class will include an amount representing interest accrued to the date of redemption. See "—Redemption of the Redeemable Classes" below. On each Distribution Date following a redemption of any Redeemable Class, all interest accrued on the related Retained REMIC Class will be paid to the Holders of the Retained REMIC Class (or in the case of the ZB Class, added as principal to its principal balance).

The Floating Rate and Inverse Floating Rate Classes will bear interest at interest rates based on LIBOR. We currently establish LIBOR on the basis of the "BBA Method." See "Additional Risk Factors—*In the future we may be unable to establish LIBOR on the basis of the BBA Method*" in this prospectus supplement.

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

Delay Classes	No-Delay Classes
Fixed Rate Classes and the QF and QS Classes	Floating Rate and Inverse Floating Rate Classes other than the QF and QS Classes

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

Accrual Classes. The BZ, ZB and VZ 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 Classes of 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 Group 1 Principal Distribution Amount as follows:

— 14.2857139241% to FA until retired, and **Pass-Through Class**

— 85.7142860759% as follows:

first, to AF and AC pro rata, until retired; and

second, to AB until retired. **Sequential Pay Classes**

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

- *Group 2*

The Group 2 Principal Distribution Amount as follows:

— 14.2857139349% to CF until retired, and **Pass-Through Class**

— 85.7142860651% to CE and CB, in that order, until retired. **Sequential Pay Classes**

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

- *Group 3*

The ZB* Accrual Amount to CV until retired, and thereafter to ZB*. **Accretion Directed Class and Accrual Class**

The Group 3 Cash Flow Distribution Amount in the following priority:

1. — 93.9514533095% as follows:

   first, to ET and EC, pro rata, until retired; and

   second, to TE and XN, pro rata, until retired, and

   — 6.0485466905% as follows:

   first, to FM and BL, pro rata, until retired; and

   second, to BM until retired.

2. To CV and ZB* in that order, until retired. **Sequential Pay Classes**

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

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

* On each Distribution Date for so long as the BZ Class remains outstanding, Holders of the BZ Class will receive all accrual and principal amounts allocable to the ZB Class. On each Distribution Date following the redemption of the BZ Class, the ZB Class will receive all accrual and principal amounts allocable to the ZB Class.

• *Group 4*

The Group 4 Principal Distribution Amount to CX* until retired. — Structured Collateral/ Pass-Through Class

The "Group 4 Principal Distribution Amount" is the principal then paid on the Group 4 Underlying REMIC Certificates.

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* On each Distribution Date for so long as the CD Class remains outstanding, Holders of the CD Class will receive all principal amounts allocable to the CX Class. On each Distribution Date following the redemption of the CD Class, all principal amounts allocable to the CX Class will be paid to the Holders of the CX Class.

• *Group 5*

The Group 5 Principal Distribution Amount to DC and DB, in that order, until retired. — Sequential Pay Classes

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

• *Group 6*

The Group 6 Principal Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance. — PAC Group
2. To QF and QS, pro rata, until retired. — Support Classes
3. To Aggregate Group I to zero. — PAC Group

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

"Aggregate Group I" consists of the KF and KB Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I to KF and KB, 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 7*

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

The Group 7 Cash Flow Distribution Amount as follows:

— 14.2857136% to GF until retired, and — Pass-Through Class

— 85.7142864% as follows: — Sequential Pay Classes

first, to FG and GA, pro rata, until retired;

second, to GY until retired; and

third, to VA, VC and VZ, in that order, until retired.

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

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

• *Group 8*

The Group 8 Principal Distribution Amount to HX* until retired. } Structured Collateral/ Pass-Through Class

The "Group 8 Principal Distribution Amount" is the principal then paid on the Group 8 Underlying REMIC Certificates.

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* On each Distribution Date for so long as the HD Class remains outstanding, Holders of the HD Class will receive all principal amounts allocable to the HX Class. On each Distribution Date following the redemption of the HD Class, all principal amounts allocable to the HX Class will be paid to the Holders of the HX Class.

• *Group 9*

The Group 9 Principal Distribution Amount to WE until retired. } Pass-Through Class

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

• *Group 10*

The Group 10 Principal Distribution Amount in the following priority:

1. To Aggregate Group II to its Planned Balance. } PAC Group
2. To QA, QB and QC, in that order, until retired. } Support Classes
3. To Aggregate Group II to zero. } PAC Group

The "Group 10 Principal Distribution Amount" is the principal then paid on the Group 10 MBS.

"Aggregate Group II" consists of the PA and PB Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to PA and PB, 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.

Redemption of the Redeemable Classes

A "Redemption Right Class" or "RDP Class" is a Certificate whose holder has the right, if certain conditions are satisfied, to cause us to redeem the related Redeemable Class and to receive the related Retained REMIC Certificate underlying that Redeemable Class.

The Holder of each Redemption Right Class will have the right to direct us to redeem the related Redeemable Class Certificates, in whole but not in part, on any Distribution Date beginning in May 2013. A Redeemable Class may be redeemed only if the market value of the applicable Retained REMIC Class exceeds 100% of its outstanding principal balance as of the date we receive the notice directing us to redeem (the "redemption notice"). We will determine the market value of each Retained REMIC Class by referring to bid quotations we obtain as of the date we receive the related redemption notice. Our determination of market value will be final and binding in the absence of manifest error.

We will redeem a Redeemable Class only when the Holder of the related Redemption Right Class pays to us:

- the Redemption Deposit Amount (as defined below) for the applicable Redeemable Class

plus

- an exchange fee (the "Exchange Fee") equal to the *greater* of
  - $15,000 or
  - 2/32 of 1% of the outstanding principal balance of the applicable Redeemable Class.

The Holder of a Redemption Right Class must notify us of its intention to effect a redemption no sooner than the first business day, and no later than 11:00 a.m. on the fourth business day, of the month of the Distribution Date proposed for redemption. In addition, the Holder of a Redemption Right Class must deposit the Redemption Deposit Amount with us not later than the fifth business day of the month of redemption.

The "Redemption Deposit Amount" for each Redeemable Class will be equal to the *sum* of:

- 100% of the outstanding principal balance of that Redeemable Class based on the Class Factor published for that Redeemable Class for the month prior to the month of redemption

plus

- an amount equal to interest on that Redeemable Class for the period from and including the 1st through the 24th calendar days of the month of redemption, calculated based on the Class Factor published for that Redeemable Class for the month prior to the month of redemption.

Upon delivery of the Redemption Deposit Amount and the Exchange Fee, and determination of a satisfactory market value for the related Retained REMIC Class as described above, the redemption notice will become irrevocable. We then will redeem the applicable Redeemable Class on the related Distribution Date.

For each Redeemable Class, the Class Factor for the month of redemption will be zero. The price we will pay for the redemption of each Redeemable Class (the "Redemption Distribution Amount") will be equal to the *sum* of:

- 100% of the outstanding principal balance of that Redeemable Class

plus

- accrued interest at the annual rate for that Redeemable Class for the related Interest Accrual Period

plus

- accrued interest at the applicable annual rate for that Redeemable Class for the period from and including the 1st through the 24th calendar days of the month of redemption, calculated on the principal balance of that Redeemable Class that would have remained outstanding immediately after the Distribution Date if the redemption had not occurred.

We will pay the Redemption Distribution Amount to the Holder of each Redeemable Class in lieu of paying any principal and interest that would otherwise be paid on the Distribution Date in the month of redemption.

On the day we receive the Redemption Deposit Amount, subject to the conditions described above, we will deliver the related Retained REMIC Class to the Holder of the applicable Redemption Right Class. On the Distribution Date in the month of redemption, we will pay the Holder of the applicable Redemption Right Class:

(i) the *excess* of

- the Redemption Deposit Amount paid to us by the Holder of the applicable Redemption Right Class and the payments received on the related Retained REMIC Class in the month of redemption

over

- the Redemption Distribution Amount for the Redeemable Class

plus

(ii) interest on the Redemption Deposit Amount from the date the Redemption Deposit Amount is received by us through the 24th day of the month of redemption. Such interest will be calculated for each day at an annual rate equal to the prevailing daily Federal Funds rate determined as of the close of business on the date of calculation, less 25 basis points (but not less than 0%).

Following a redemption of the related Redeemable Class, the first payment may be made, in the case of the Class 2012-120-ZB REMIC Certificate, and will be made, in the case of the Class 2012-120-CX or Class 2012-120-HX REMIC Certificate, on the Distribution Date in the month following the month of redemption. That payment will be made to the holder of record as of the close of business on the last day of the month of redemption.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the actual characteristics of each pool of Mortgage Loans backing the Underlying REMIC Certificates, the applicable priority sequences affecting principal payments on the Underlying REMIC Certificates, and the following assumptions (such characteristics and assumptions, collectively, the "Pricing Assumptions"):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under "Summary—Group 1, Group 2, Group 3, Group 5, Group 6, Group 7, Group 9 and Group 10—Assumed Characteristics of the Underlying Mortgage Loans" in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is October 30, 2012;
- each Distribution Date occurs on the 25th day of a month; and
- except as otherwise indicated, no redemption of the BZ, CD and HD Classes occurs as described in this prospectus supplement under "—Redemption of the Redeemable Classes" above.

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 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.

Groups	Structuring Ranges	Initial Effective Ranges
Aggregate Group I Planned Balances	Between 150% and 400% PSA	Between 150% and 400% PSA
Aggregate Group II Planned Balances	Between 130% and 250% PSA	Between 130% and 250% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I	KF and KB
Aggregate Group II	PA and PB

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 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 QS 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:

Class	Price*
SA	26.25000%
AS	25.89060%
CS	25.21880%
SM	24.71875%
KS	19.25000%
QS	99.00000%
GS	30.03130%
SG	25.71880%
SE	26.03120%
ES	26.98060%

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

LIBOR	PSA Prepayment Assumption				
	50%	100%	185%	400%	800%
0.110%	16.2%	13.7%	9.3%	(2.1)%	(24.8)%
0.219%	15.7%	13.2%	8.8%	(2.6)%	(25.4)%
2.219%	6.4%	3.8%	(0.7)%	(12.5)%	(36.4)%
4.219%	(4.7)%	(7.3)%	(11.8)%	(23.8)%	(48.6)%
6.200%	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption				
	50%	100%	185%	400%	800%
0.110%	16.0%	13.0%	7.7%	(7.6)%	(37.2)%
0.219%	15.5%	12.5%	7.1%	(8.2)%	(38.0)%
2.219%	5.8%	2.7%	(3.2)%	(20.4)%	(52.9)%
4.219%	(5.7)%	(9.1)%	(15.8)%	(35.8)%	(72.3)%
6.250%	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption					
	50%	100%	200%	400%	900%	1300%
0.11%	17.3%	14.8%	9.5%	(1.3)%	(30.8)%	(57.0)%
0.21%	16.9%	14.3%	9.1%	(1.8)%	(31.4)%	(57.6)%
2.21%	7.2%	4.6%	(0.8)%	(11.9)%	(42.8)%	(71.2)%
4.21%	(4.1)%	(6.8)%	(12.1)%	(23.4)%	(55.6)%	(87.2)%
6.20%	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption				
	50%	100%	175%	400%	800%
0.110%	18.6%	14.2%	6.9%	(17.0)%	(53.2)%
0.214%	18.1%	13.7%	6.3%	(17.7)%	(54.1)%
2.214%	8.3%	3.2%	(5.4)%	(32.6)%	(71.3)%
4.214%	(3.0)%	(9.3)%	(20.1)%	(52.0)%	(93.7)%
6.200%	*	*	*	*	*

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

	PSA Prepayment Assumption						
LIBOR	50%	100%	150%	250%	400%	1000%	1500%
0.1100%	25.5%	20.7%	16.2%	16.2%	16.2%	(11.0)%	(38.2)%
0.2231%	24.8%	20.0%	15.5%	15.5%	15.5%	(11.9)%	(39.3)%
2.2231%	12.3%	6.7%	2.2%	2.2%	2.2%	(29.5)%	(60.2)%
4.2231%	(1.9)%	(8.4)%	(12.2)%	(12.2)%	(12.2)%	(49.5)%	(85.8)%
6.2000%	*	*	*	*	*	*	*

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

	PSA Prepayment Assumption						
LIBOR	50%	100%	150%	250%	400%	1000%	1500%
0.1100%	5.4%	5.4%	5.4%	5.4%	5.6%	6.0%	6.2%
0.2231%	5.2%	5.2%	5.3%	5.3%	5.5%	5.9%	6.1%
2.2231%	2.8%	2.8%	2.8%	2.9%	3.1%	3.6%	3.8%
4.5000%	0.0%	0.1%	0.1%	0.1%	0.4%	1.0%	1.3%

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

	PSA Prepayment Assumption				
LIBOR	50%	100%	175%	400%	800%
0.110%	15.6%	13.0%	8.9%	(3.6)%	(27.4)%
0.214%	15.2%	12.6%	8.5%	(4.0)%	(27.9)%
2.214%	7.5%	4.8%	0.6%	(12.3)%	(37.5)%
4.214%	(1.3)%	(4.1)%	(8.3)%	(21.6)%	(48.0)%
6.150%	*	*	*	*	*

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

	PSA Prepayment Assumption				
LIBOR	50%	100%	175%	400%	800%
0.110%	17.3%	12.9%	5.3%	(19.2)%	(55.8)%
0.214%	16.9%	12.4%	4.7%	(19.9)%	(56.7)%
2.214%	7.4%	2.2%	(6.7)%	(34.5)%	(73.5)%
4.214%	(3.7)%	(10.2)%	(21.2)%	(53.7)%	(95.6)%
6.200%	*	*	*	*	*

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

	PSA Prepayment Assumption				
LIBOR	50%	100%	175%	400%	800%
0.110%	17.0%	12.5%	4.9%	(19.7)%	(56.4)%
0.214%	16.5%	12.0%	4.3%	(20.4)%	(57.2)%
2.214%	7.1%	1.9%	(7.0)%	(34.9)%	(74.0)%
4.214%	(3.9)%	(10.4)%	(21.4)%	(54.0)%	(96.0)%
6.200%	*	*	*	*	*

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

	PSA Prepayment Assumption				
LIBOR	**50%**	**100%**	**175%**	**400%**	**800%**
0.110%	16.6%	12.5%	5.7%	(17.1)%	(52.9)%
0.214%	16.2%	12.1%	5.1%	(17.7)%	(53.7)%
2.214%	7.2%	2.5%	(5.5)%	(31.4)%	(69.8)%
4.214%	(3.3)%	(9.0)%	(18.9)%	(49.4)%	(91.2)%
6.200%	*	*	*	*	*

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
CI	228%
IC	391%
DI	160%
HI	406%
WI	280%
UI	216%

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 original principal balance) are as follows:

Class	Price*
CI	16.50%
IC	56.75%
DI	15.75%
HI	61.00%
WI	13.00%
UI	21.75%

* 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 CI Class to Prepayments

	PSA Prepayment Assumption					
	50%	**100%**	**200%**	**400%**	**900%**	**1300%**
Pre-Tax Yields to Maturity	12.3%	9.1%	2.1%	(13.8)%	(53.9)%	(80.5)%

Sensitivity of the IC Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	200%	500%	1000%	1500%
Pre-Tax Yields to Maturity	4.4%	4.2%	4.2%	(4.3)%	(34.8)%	(90.7)%

Sensitivity of the DI Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	175%	400%	800%
Pre-Tax Yields to Maturity	8.6%	4.8%	(1.3)%	(21.9)%	(56.0)%

Sensitivity of the HI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	200%	500%	1000%	1500%
Pre-Tax Yields to Maturity	5.1%	4.7%	4.7%	(3.8)%	(34.2)%	(90.6)%

Sensitivity of the WI Class to Prepayments

	PSA Prepayment Assumption					
	50%	100%	200%	500%	1000%	1500%
Pre-Tax Yields to Maturity	11.6%	9.2%	4.1%	(11.8)%	(41.3)%	(74.8)%

Sensitivity of the UI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	130%	200%	250%	500%	1000%	1500%
Pre-Tax Yields to Maturity	16.1%	15.7%	14.8%	3.7%	(28.6)%	*	*	*

The Redeemable Classes. **The yields to investors in the Redeemable Classes will be sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans and to any redemption of a Redeemable Class. The Mortgage Loans generally can be prepaid at any time.**

The information in the following tables was prepared on the basis of the Pricing Assumptions and the assumptions that (i) redemption of a Redeemable Class, if any, occurs on the May 2013 Distribution Date, as specified in the tables, (ii) interest is paid through the 24th day of the month in which the redemption, if any, is assumed to occur, and (iii) the aggregate purchase prices of the Redeemable Classes (expressed in each case as a percentage of original principal balance) are as follows:

Class	Price*
BZ	99.9375%
CD	99.6563%
HD	99.2500%

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

BZ Class
(Pre-Tax Yields to Maturity)

	50% PSA	100% PSA	175% PSA	400% PSA	800% PSA
No Redemption	3.5%	3.5%	3.5%	3.5%	3.5%
May 2013*	3.6%	3.6%	3.6%	3.6%	3.6%

CD Class
(Pre-Tax Yields to Maturity)

	50% PSA	100% PSA	200% PSA	500% PSA	1000% PSA	1500% PSA
No Redemption	3.2%	3.2%	3.2%	3.2%	3.3%	3.3%
May 2013*	3.8%	3.8%	3.8%	3.8%	3.8%	3.8%

HD Class
(Pre-Tax Yields to Maturity)

	50% PSA	100% PSA	200% PSA	500% PSA	1000% PSA	1500% PSA
No Redemption	3.3%	3.3%	3.3%	3.3%	3.4%	3.5%
May 2013*	4.6%	4.6%	4.6%	4.6%	4.6%	4.6%

* Distribution Date on which redemption is assumed to occur

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 applicable priority sequences of distributions of principal of the Classes (other than the Group 4, Group 8 and Group 9 Classes),
- in the case of the Group 4 and Group 8 Classes, the applicable priority sequences affecting principal payments on the related Underlying REMIC Certificates, and
- in the case of the BZ, CD and HD Classes, whether such Classes are redeemed as described in this prospectus supplement under "—Redemption of the Redeemable Classes" above.

See "—Distributions of Principal" above and "Description of the Certificates—Distributions of Principal" in the applicable Underlying REMIC Disclosure Documents.

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

Decrement Tables

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

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

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 MBS	240 months	240 months	6.00%
Group 2 MBS	240 months	240 months	6.00%
Group 3 MBS	360 months	360 months	6.00%
Group 4 Underlying REMIC Certificates	360 months	(1)	7.00%
Group 5 MBS	240 months	240 months	5.50%
Group 6 MBS	360 months	360 months	5.50%
Group 7 MBS	360 months	360 months	6.00%
Group 8 Underlying REMIC Certificates	360 months	(2)	7.50%
Group 9 MBS	180 months	180 months	5.50%
Group 10 MBS	360 months	360 months	6.00%

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

Class	Remaining Terms to Maturity
2011-117-PB	348 months
2011-124-PB	349 months

(2) The Mortgage Loans backing the Group 8 Underlying REMIC Certificates specified below are assumed to have the following remaining terms to maturity:

Class	Remaining Terms to Maturity
2011-124-CE	349 months
2011-144-LB	350 months

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	FA and SA† Classes					AF, AS†, AC, AE, AG and AH Classes					AB Class					CF and CS† Classes					
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					
	0%	100%	185%	400%	800%	0%	100%	185%	400%	800%	0%	100%	185%	400%	800%	0%	100%	200%	400%	900%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	97	95	94	90	83	97	95	93	89	82	100	100	100	100	100	97	95	93	89	80	72
October 2014	94	88	83	72	54	94	87	82	70	50	100	100	100	100	100	94	87	82	71	47	30
October 2015	91	79	71	53	27	91	78	69	50	22	100	100	100	100	100	91	79	69	52	21	7
October 2016	88	71	61	39	14	87	69	58	34	7	100	100	100	100	100	88	71	58	38	9	1
October 2017	85	64	51	28	7	84	61	48	23	0	100	100	100	100	99	85	64	49	28	4	*
October 2018	81	57	43	20	3	80	54	39	14	0	100	100	100	100	49	81	57	41	20	2	*
October 2019	77	51	36	15	2	76	47	32	8	0	100	100	100	100	24	77	51	34	14	1	*
October 2020	73	45	30	10	1	71	41	25	4	0	100	100	100	100	12	73	45	28	10	*	*
October 2021	69	39	25	7	*	67	35	20	1	0	100	100	100	100	6	69	39	23	7	*	*
October 2022	65	34	21	5	*	62	29	15	0	0	100	100	100	76	3	65	34	19	5	*	*
October 2023	60	29	17	4	*	57	24	11	0	0	100	100	100	53	1	60	29	15	4	*	*
October 2024	55	25	14	2	*	51	19	7	0	0	100	100	100	36	1	55	25	12	2	*	*
October 2025	49	21	11	2	*	45	15	4	0	0	100	100	100	24	*	49	21	9	2	*	0
October 2026	43	17	8	1	*	39	11	2	0	0	100	100	100	16	*	43	17	7	1	*	0
October 2027	37	13	6	1	*	32	7	0	0	0	100	100	90	10	*	37	13	5	1	*	0
October 2028	31	10	4	*	*	25	4	0	0	0	100	100	65	6	*	31	10	4	*	*	0
October 2029	24	7	3	*	*	18	*	0	0	0	100	100	43	4	*	24	7	2	*	*	0
October 2030	16	4	2	*	*	10	0	0	0	0	100	64	25	2	*	16	4	1	*	*	0
October 2031	8	2	1	*	*	2	0	0	0	0	100	26	10	1	*	8	2	1	*	*	0
October 2032	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)**	12.0	8.0	6.3	4.0	2.4	11.4	7.3	5.6	3.5	2.1	19.6	18.4	16.9	11.8	6.4	12.0	8.0	6.1	4.0	2.2	1.6

Date	CI†, CE, CG, CH and CK Classes						CB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	200%	400%	900%	1300%	0%	100%	200%	400%	900%	1300%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	97	94	92	88	78	70	100	100	100	100	100	100
October 2014	94	86	80	69	42	24	100	100	100	100	100	100
October 2015	91	77	67	48	14	0	100	100	100	100	100	79
October 2016	87	69	55	32	1	0	100	100	100	100	100	17
October 2017	84	61	44	21	0	0	100	100	100	100	49	3
October 2018	80	53	36	13	0	0	100	100	100	100	21	1
October 2019	75	46	28	7	0	0	100	100	100	100	9	*
October 2020	71	40	22	2	0	0	100	100	100	100	4	*
October 2021	66	34	16	0	0	0	100	100	100	87	2	*
October 2022	61	28	11	0	0	0	100	100	100	61	1	*
October 2023	56	23	8	0	0	0	100	100	100	43	*	*
October 2024	50	18	4	0	0	0	100	100	100	29	*	*
October 2025	44	14	1	0	0	0	100	100	100	20	*	*
October 2026	38	9	0	0	0	0	100	100	87	13	*	*
October 2027	31	6	0	0	0	0	100	100	65	8	*	0
October 2028	24	2	0	0	0	0	100	100	46	5	*	0
October 2029	17	0	0	0	0	0	100	87	30	3	*	0
October 2030	9	0	0	0	0	0	100	53	17	1	*	0
October 2031	*	0	0	0	0	0	100	22	7	*	*	0
October 2032	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.3	7.1	5.2	3.3	1.9	1.5	19.5	18.1	16.1	11.3	5.4	3.5

* 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.

	FM, SM† and BL Classes					BM Class					ET, EC, ED, EG, EH, EJ, FE and SE† Classes					TE, XN and EN Classes				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
Date	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%
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	89	80	100	100	100	100	100	98	95	94	89	80	100	100	100	100	100
October 2014	97	88	83	67	42	100	100	100	100	100	97	88	83	67	41	100	100	100	100	100
October 2015	95	79	69	43	7	100	100	100	100	100	95	79	69	42	6	100	100	100	100	100
October 2016	93	70	57	24	0	100	100	100	100	0	93	70	56	23	0	100	100	100	100	0
October 2017	91	62	46	10	0	100	100	100	100	0	91	62	45	9	0	100	100	100	100	0
October 2018	89	54	36	0	0	100	100	100	84	0	89	54	35	0	0	100	100	100	72	0
October 2019	86	47	27	0	0	100	100	100	0	0	86	47	27	0	0	100	100	100	0	0
October 2020	84	40	20	0	0	100	100	100	0	0	84	40	19	0	0	100	100	100	0	0
October 2021	81	34	13	0	0	100	100	100	0	0	81	34	12	0	0	100	100	100	0	0
October 2022	79	28	7	0	0	100	100	100	0	0	78	28	7	0	0	100	100	100	0	0
October 2023	76	23	2	0	0	100	100	100	0	0	76	22	1	0	0	100	100	100	0	0
October 2024	73	18	0	0	0	100	100	52	0	0	72	17	0	0	0	100	100	45	0	0
October 2025	69	13	0	0	0	100	100	0	0	0	69	12	0	0	0	100	100	0	0	0
October 2026	66	9	0	0	0	100	100	0	0	0	66	8	0	0	0	100	100	0	0	0
October 2027	62	5	0	0	0	100	100	0	0	0	62	4	0	0	0	100	100	0	0	0
October 2028	58	1	0	0	0	100	100	0	0	0	58	0	0	0	0	100	98	0	0	0
October 2029	54	0	0	0	0	100	44	0	0	0	54	0	0	0	0	100	38	0	0	0
October 2030	49	0	0	0	0	100	0	0	0	0	49	0	0	0	0	100	0	0	0	0
October 2031	45	0	0	0	0	100	0	0	0	0	44	0	0	0	0	100	0	0	0	0
October 2032	40	0	0	0	0	100	0	0	0	0	39	0	0	0	0	100	0	0	0	0
October 2033	34	0	0	0	0	100	0	0	0	0	34	0	0	0	0	100	0	0	0	0
October 2034	29	0	0	0	0	100	0	0	0	0	28	0	0	0	0	100	0	0	0	0
October 2035	23	0	0	0	0	100	0	0	0	0	22	0	0	0	0	100	0	0	0	0
October 2036	16	0	0	0	0	100	0	0	0	0	16	0	0	0	0	100	0	0	0	0
October 2037	10	0	0	0	0	100	0	0	0	0	9	0	0	0	0	100	0	0	0	0
October 2038	2	0	0	0	0	100	0	0	0	0	2	0	0	0	0	100	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	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)**	16.5	7.2	5.1	2.8	1.8	26.7	16.9	12.1	6.2	3.4	16.4	7.1	5.0	2.8	1.8	26.6	16.8	12.0	6.2	3.4

** 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	CV Class PSA Prepayment Assumption 0%	100%	175%	400%	800%
Initial Percent	100	100	100	100	100
October 2013	96	96	96	96	96
October 2014	92	92	92	92	92
October 2015	88	88	88	88	88
October 2016	84	84	84	84	30
October 2017	79	79	79	79	0
October 2018	75	75	75	75	0
October 2019	70	70	70	42	0
October 2020	65	65	65	0	0
October 2021	60	60	60	0	0
October 2022	55	55	55	0	0
October 2023	49	49	49	0	0
October 2024	44	44	44	0	0
October 2025	38	38	27	0	0
October 2026	32	32	0	0	0
October 2027	26	26	0	0	0
October 2028	19	19	0	0	0
October 2029	13	13	0	0	0
October 2030	6	0	0	0	0
October 2031	0	0	0	0	0
October 2032	0	0	0	0	0
October 2033	0	0	0	0	0
October 2034	0	0	0	0	0
October 2035	0	0	0	0	0
October 2036	0	0	0	0	0
October 2037	0	0	0	0	0
October 2038	0	0	0	0	0
October 2039	0	0	0	0	0
October 2040	0	0	0	0	0
October 2041	0	0	0	0	0
October 2042	0	0	0	0	0
Weighted Average Life (years)**	10.4	10.4	9.4	6.1	3.6

Date	BZ†† and ZB††† Classes PSA Prepayment Assumption 0%	100%	175%	400%	800%
Initial Percent	100	100	100	100	100
October 2013	104	104	104	104	104
October 2014	107	107	107	107	107
October 2015	111	111	111	111	111
October 2016	115	115	115	115	115
October 2017	119	119	119	119	73
October 2018	123	123	123	123	37
October 2019	128	128	128	128	19
October 2020	132	132	132	123	9
October 2021	137	137	137	91	5
October 2022	142	142	142	67	2
October 2023	147	147	147	49	1
October 2024	152	152	152	36	1
October 2025	158	158	158	26	*
October 2026	163	163	156	19	*
October 2027	169	169	134	14	*
October 2028	175	175	113	10	*
October 2029	181	181	96	7	*
October 2030	188	185	81	5	*
October 2031	193	162	67	4	*
October 2032	193	140	56	3	*
October 2033	193	121	45	2	*
October 2034	193	102	37	1	*
October 2035	193	85	29	1	*
October 2036	193	69	23	1	*
October 2037	193	55	17	*	*
October 2038	193	41	12	*	*
October 2039	192	29	8	*	*
October 2040	132	17	5	*	*
October 2041	68	7	2	*	0
October 2042	0	0	0	0	0
Weighted Average Life (years)**	28.6	23.0	19.0	11.0	5.8

Date	BD, BE, BG, BH, BK, BA, EF and ES† Classes PSA Prepayment Assumption 0%	100%	175%	400%	800%
Initial Percent	100	100	100	100	100
October 2013	98	96	94	89	81
October 2014	97	89	84	69	45
October 2015	95	80	70	45	11
October 2016	93	71	59	27	0
October 2017	91	64	48	14	0
October 2018	89	56	39	4	0
October 2019	87	50	31	0	0
October 2020	85	43	24	0	0
October 2021	82	37	17	0	0
October 2022	80	32	12	0	0
October 2023	77	27	7	0	0
October 2024	74	22	3	0	0
October 2025	71	17	0	0	0
October 2026	67	13	0	0	0
October 2027	64	9	0	0	0
October 2028	60	6	0	0	0
October 2029	56	2	0	0	0
October 2030	52	0	0	0	0
October 2031	47	0	0	0	0
October 2032	43	0	0	0	0
October 2033	38	0	0	0	0
October 2034	32	0	0	0	0
October 2035	27	0	0	0	0
October 2036	20	0	0	0	0
October 2037	14	0	0	0	0
October 2038	7	0	0	0	0
October 2039	0	0	0	0	0
October 2040	0	0	0	0	0
October 2041	0	0	0	0	0
October 2042	0	0	0	0	0
Weighted Average Life (years)**	17.0	7.7	5.4	3.0	1.9

Date	IC†, CD†† and CX††† Classes PSA Prepayment Assumption 0%	100%	200%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100
October 2013	100	100	100	100	100	100
October 2014	100	100	100	100	100	43
October 2015	100	100	100	100	100	4
October 2016	100	100	100	100	47	*
October 2017	100	100	100	100	18	*
October 2018	100	100	100	100	7	*
October 2019	100	100	100	100	3	*
October 2020	100	100	100	78	1	*
October 2021	100	100	100	53	*	0
October 2022	100	100	100	36	*	0
October 2023	100	100	100	24	*	0
October 2024	100	100	100	16	*	0
October 2025	100	100	100	11	*	0
October 2026	100	97	97	7	*	0
October 2027	100	84	84	5	*	0
October 2028	100	67	67	3	*	0
October 2029	100	54	54	2	*	0
October 2030	100	42	42	1	*	0
October 2031	100	33	33	1	*	0
October 2032	100	26	26	1	*	0
October 2033	100	20	20	*	0	0
October 2034	56	15	15	*	0	0
October 2035	23	11	11	*	0	0
October 2036	7	7	7	*	0	0
October 2037	5	5	5	*	0	0
October 2038	3	3	3	*	0	0
October 2039	1	1	1	*	0	0
October 2040	*	*	*	*	0	0
October 2041	0	0	0	0	0	0
October 2042	0	0	0	0	0	0
Weighted Average Life (years)**	22.5	18.2	18.2	9.9	4.3	2.1

Date	DC, DI†, DE, DG and DH Classes PSA Prepayment Assumption 0%	100%	175%	400%	800%	DB Class PSA Prepayment Assumption 0%	100%	175%	400%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100
October 2013	97	94	93	88	81	100	100	100	100	100
October 2014	93	86	81	68	46	100	100	100	100	100
October 2015	90	76	67	45	16	100	100	100	100	100
October 2016	86	66	55	29	0	100	100	100	100	99
October 2017	82	58	45	16	0	100	100	100	100	49
October 2018	77	50	36	7	0	100	100	100	100	24
October 2019	73	42	28	1	0	100	100	100	100	12
October 2020	68	35	21	0	0	100	100	100	75	6
October 2021	63	29	15	0	0	100	100	100	53	3
October 2022	58	23	9	0	0	100	100	100	37	1
October 2023	52	18	5	0	0	100	100	100	26	1
October 2024	46	12	1	0	0	100	100	100	18	*
October 2025	40	8	0	0	0	100	100	83	12	*
October 2026	33	3	0	0	0	100	100	65	8	*
October 2027	26	0	0	0	0	100	97	49	5	*
October 2028	18	0	0	0	0	100	73	35	3	*
October 2029	11	0	0	0	0	100	52	24	2	*
October 2030	2	0	0	0	0	100	32	14	1	*
October 2031	0	0	0	0	0	59	14	6	*	*
October 2032	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.7	6.5	5.1	3.1	2.0	19.2	17.2	15.3	9.9	5.4

* 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.

†† Assumes that this Class is not redeemed as described under "Description of the Certificates—Redemption of the Redeemable Classes" in this Prospectus Supplement.

††† For so long as a Redeemable Class remains outstanding, all principal and interest amounts allocable to the related Retained REMIC Class will be paid to that Redeemable Class.

Date	KF, KS†, KB and KD Classes							QF and QS Classes							GF and GS† Classes				
	PSA Prepayment Assumption							PSA Prepayment Assumption							PSA Prepayment Assumption				
	0%	100%	150%	250%	400%	1000%	1500%	0%	100%	150%	250%	400%	1000%	1500%	0%	100%	175%	400%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	98	95	94	94	94	94	94	100	100	100	95	87	55	28	99	97	95	92	85
October 2014	96	86	82	82	82	69	39	100	100	100	83	59	0	0	97	91	87	75	56
October 2015	94	76	68	68	68	28	4	100	100	100	70	30	0	0	96	84	76	56	29
October 2016	91	66	55	55	55	11	*	100	100	100	61	12	0	0	95	77	67	42	15
October 2017	89	56	44	44	44	4	*	100	100	100	55	3	0	0	93	71	58	31	7
October 2018	86	48	34	34	34	2	*	100	100	100	51	*	0	0	91	65	51	23	4
October 2019	84	40	25	25	25	1	*	100	100	99	49	0	0	0	90	60	45	17	2
October 2020	81	32	18	18	18	*	*	100	100	95	45	0	0	0	88	54	39	13	1
October 2021	78	25	14	14	14	*	*	100	100	90	40	0	0	0	86	50	34	9	*
October 2022	74	18	10	10	10	*	0	100	100	83	36	0	0	0	84	45	29	7	*
October 2023	71	12	7	7	7	*	0	100	100	76	31	0	0	0	81	41	25	5	*
October 2024	67	7	5	5	5	*	0	100	100	69	27	0	0	0	79	37	22	4	*
October 2025	63	4	4	4	4	*	0	100	95	62	23	0	0	0	77	34	19	3	*
October 2026	59	3	3	3	3	*	0	100	86	55	19	0	0	0	74	30	16	2	*
October 2027	55	2	2	2	2	*	0	100	78	48	16	0	0	0	71	27	14	1	*
October 2028	50	1	1	1	1	*	0	100	71	42	13	0	0	0	68	24	12	1	*
October 2029	46	1	1	1	1	*	0	100	63	37	11	0	0	0	65	21	10	1	*
October 2030	41	1	1	1	1	*	0	100	56	32	9	0	0	0	61	19	8	1	*
October 2031	35	1	1	1	1	*	0	100	49	27	7	0	0	0	58	17	7	*	*
October 2032	30	*	*	*	*	*	0	100	43	23	6	0	0	0	54	14	6	*	*
October 2033	24	*	*	*	*	0	0	100	37	19	5	0	0	0	50	12	5	*	*
October 2034	17	*	*	*	*	0	0	100	32	16	4	0	0	0	46	10	4	*	*
October 2035	11	*	*	*	*	0	0	100	26	13	3	0	0	0	41	9	3	*	*
October 2036	4	*	*	*	*	0	0	100	22	10	2	0	0	0	36	7	2	*	*
October 2037	*	*	*	*	*	0	0	92	17	8	1	0	0	0	31	6	2	*	*
October 2038	*	*	*	*	*	0	0	76	13	6	1	0	0	0	26	4	1	*	*
October 2039	*	*	*	*	*	0	0	58	9	4	1	0	0	0	20	3	1	*	0
October 2040	*	*	*	*	*	0	0	40	6	2	*	0	0	0	14	2	*	*	0
October 2041	*	*	*	*	*	0	0	21	2	1	*	0	0	0	7	1	*	*	0
October 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	15.0	6.3	5.2	5.2	5.2	2.6	1.9	27.4	19.6	15.7	8.2	2.4	1.0	0.8	19.3	10.6	7.9	4.4	2.5

Date	FG, SG†, GA, GE, GB, GC and GD Classes					GY Class					VA Class					VC Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%	0%	100%	175%	400%	800%
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	95	94	89	80	100	100	100	100	100	94	94	94	94	94	100	100	100	100	100
October 2014	97	88	83	67	41	100	100	100	100	100	87	87	87	87	87	100	100	100	100	100
October 2015	95	79	69	42	6	100	100	100	100	100	80	80	80	80	80	100	100	100	100	100
October 2016	93	70	56	23	0	100	100	100	100	0	73	73	73	73	0	100	100	100	100	63
October 2017	91	62	45	9	0	100	100	100	100	0	66	66	66	66	0	100	100	100	100	0
October 2018	89	54	35	0	0	100	100	100	72	0	59	59	59	59	0	100	100	100	100	0
October 2019	86	47	27	0	0	100	100	100	0	0	51	51	51	1	0	100	100	100	100	0
October 2020	84	40	19	0	0	100	100	100	0	0	44	44	44	0	0	100	100	100	0	0
October 2021	81	34	12	0	0	100	100	100	0	0	35	35	35	0	0	100	100	100	0	0
October 2022	78	28	7	0	0	100	100	100	0	0	27	27	27	0	0	100	100	100	0	0
October 2023	76	22	1	0	0	100	100	100	0	0	19	19	19	0	0	100	100	100	0	0
October 2024	72	17	0	0	0	100	100	45	0	0	10	10	10	0	0	100	100	100	0	0
October 2025	69	12	0	0	0	100	100	0	0	0	1	1	0	0	0	100	100	67	0	0
October 2026	66	8	0	0	0	100	100	0	0	0	0	0	0	0	0	85	85	0	0	0
October 2027	62	4	0	0	0	100	100	0	0	0	0	0	0	0	0	68	68	0	0	0
October 2028	58	0	0	0	0	100	98	0	0	0	0	0	0	0	0	50	50	0	0	0
October 2029	54	0	0	0	0	100	38	0	0	0	0	0	0	0	0	32	32	0	0	0
October 2030	49	0	0	0	0	100	0	0	0	0	0	0	0	0	0	13	0	0	0	0
October 2031	44	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2032	39	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2033	34	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2034	28	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2035	22	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2036	16	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2037	9	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2038	2	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	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)**	16.4	7.1	5.0	2.8	1.8	26.6	16.8	12.0	6.2	3.4	7.0	7.0	7.0	5.3	3.3	16.0	15.9	13.2	7.3	4.1

* 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	VZ Class PSA Prepayment Assumption 0%	100%	175%	400%	800%	HD††, HI† and HX††† Classes PSA Prepayment Assumption 0%	100%	200%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
October 2013	103	103	103	103	103	100	100	100	100	100	100
October 2014	106	106	106	106	106	100	100	100	100	100	41
October 2015	109	109	109	109	109	100	100	100	100	100	4
October 2016	113	113	113	113	113	100	100	100	100	46	*
October 2017	116	116	116	116	66	100	100	100	100	18	*
October 2018	120	120	120	120	33	100	100	100	100	7	*
October 2019	123	123	123	123	17	100	100	100	100	3	*
October 2020	127	127	127	112	9	100	100	100	78	1	*
October 2021	131	131	131	82	4	100	100	100	53	*	0
October 2022	135	135	135	61	2	100	100	100	36	*	0
October 2023	139	139	139	45	1	100	100	100	24	*	0
October 2024	143	143	143	33	1	100	100	100	16	*	0
October 2025	148	148	148	24	*	100	100	100	11	*	0
October 2026	152	152	142	17	*	100	99	99	7	*	0
October 2027	157	157	121	13	*	100	89	88	5	*	0
October 2028	162	162	103	9	*	100	74	71	3	*	0
October 2029	166	166	87	7	*	100	57	57	2	*	0
October 2030	171	168	73	5	*	100	45	45	1	*	0
October 2031	175	147	61	3	*	100	35	35	1	*	0
October 2032	175	128	50	2	*	100	28	28	1	*	0
October 2033	175	110	41	2	*	100	21	21	*	0	0
October 2034	175	93	33	1	*	68	16	16	*	0	0
October 2035	175	77	26	1	*	51	12	12	*	0	0
October 2036	175	63	21	*	*	49	8	8	*	0	0
October 2037	175	50	15	*	*	31	6	6	*	0	0
October 2038	175	38	11	*	*	3	3	3	*	0	0
October 2039	175	26	7	*	*	2	2	2	*	0	0
October 2040	120	16	4	*	*	*	*	*	*	0	0
October 2041	62	6	2	*	0	0	0	0	0	0	0
October 2042	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.6	22.9	18.9	10.9	5.7	23.6	18.5	18.4	9.9	4.3	2.1

Date	WI† and WE 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

* 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.

†† Assumes that this Class is not redeemed as described under "Description of the Certificates—Redemption of the Redeemable Classes" in this Prospectus Supplement.

††† For so long as a Redeemable Class remains outstanding, all principal and interest amounts allocable to the related Retained REMIC Class will be paid to that Redeemable Class.

Date	PA Class								PB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	130%	200%	250%	500%	1000%	1500%	0%	100%	130%	200%	250%	500%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2013	98	96	95	95	95	95	95	94	100	100	100	100	100	100	100	100
October 2014	97	89	87	87	87	87	62	37	100	100	100	100	100	100	100	100
October 2015	95	80	76	76	76	62	24	3	100	100	100	100	100	100	100	100
October 2016	93	71	66	66	66	42	9	0	100	100	100	100	100	100	100	43
October 2017	91	63	57	57	57	28	3	0	100	100	100	100	100	100	100	4
October 2018	89	56	48	48	48	19	1	0	100	100	100	100	100	100	100	*
October 2019	87	49	41	41	41	13	0	0	100	100	100	100	100	100	58	*
October 2020	85	42	34	34	34	8	0	0	100	100	100	100	100	100	23	*
October 2021	82	36	27	27	27	5	0	0	100	100	100	100	100	100	9	*
October 2022	79	30	22	22	22	3	0	0	100	100	100	100	100	100	3	*
October 2023	77	25	18	18	18	2	0	0	100	100	100	100	100	100	1	*
October 2024	74	20	15	15	15	1	0	0	100	100	100	100	100	100	1	0
October 2025	70	15	12	12	12	*	0	0	100	100	100	100	100	100	*	0
October 2026	67	11	9	9	9	0	0	0	100	100	100	100	100	86	*	0
October 2027	63	7	7	7	7	0	0	0	100	100	100	100	100	57	*	0
October 2028	60	6	6	6	6	0	0	0	100	100	100	100	100	38	*	0
October 2029	55	4	4	4	4	0	0	0	100	100	100	100	100	25	*	0
October 2030	51	3	3	3	3	0	0	0	100	100	100	100	100	16	*	0
October 2031	47	2	2	2	2	0	0	0	100	100	100	100	100	11	*	0
October 2032	42	2	2	2	2	0	0	0	100	100	100	100	100	7	*	0
October 2033	37	1	1	1	1	0	0	0	100	100	100	100	100	4	*	0
October 2034	31	1	1	1	1	0	0	0	100	100	100	100	100	3	*	0
October 2035	25	*	*	*	*	0	0	0	100	100	100	100	100	2	*	0
October 2036	19	0	0	0	0	0	0	0	100	81	81	81	81	1	*	0
October 2037	13	0	0	0	0	0	0	0	100	56	56	56	56	1	*	0
October 2038	6	0	0	0	0	0	0	0	100	37	37	37	37	*	0	0
October 2039	0	0	0	0	0	0	0	0	21	21	21	21	21	*	0	0
October 2040	0	0	0	0	0	0	0	0	9	9	9	9	9	*	0	0
October 2041	0	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
Weighted Average Life (years)**	16.9	7.6	6.9	6.9	6.9	4.2	2.5	1.8	27.1	25.6	25.6	25.6	25.6	16.0	7.5	4.1

Date	UI† Class								QA Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	130%	200%	250%	500%	1000%	1500%	0%	100%	130%	200%	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	95	91	73	35	0	100	100	100	94	89	66	19	0
October 2014	100	100	100	83	70	11	0	0	100	100	100	78	63	0	0	0
October 2015	100	100	100	67	45	0	0	0	100	100	100	59	31	0	0	0
October 2016	100	100	100	55	26	0	0	0	100	100	100	44	8	0	0	0
October 2017	100	100	100	47	13	0	0	0	100	100	100	34	0	0	0	0
October 2018	100	100	100	41	5	0	0	0	100	100	100	27	0	0	0	0
October 2019	100	100	100	38	1	0	0	0	100	100	100	22	0	0	0	0
October 2020	100	100	100	36	*	0	0	0	100	100	100	20	0	0	0	0
October 2021	100	100	99	35	*	0	0	0	100	100	98	18	0	0	0	0
October 2022	100	100	96	33	*	0	0	0	100	100	95	16	0	0	0	0
October 2023	100	100	91	30	*	0	0	0	100	100	89	13	0	0	0	0
October 2024	100	100	86	28	*	0	0	0	100	100	83	10	0	0	0	0
October 2025	100	100	80	25	*	0	0	0	100	100	76	7	0	0	0	0
October 2026	100	100	74	23	*	0	0	0	100	100	68	4	0	0	0	0
October 2027	100	99	68	20	*	0	0	0	100	98	60	*	0	0	0	0
October 2028	100	90	61	18	*	0	0	0	100	88	52	0	0	0	0	0
October 2029	100	82	55	15	*	0	0	0	100	78	44	0	0	0	0	0
October 2030	100	74	49	13	*	0	0	0	100	68	36	0	0	0	0	0
October 2031	100	66	43	11	*	0	0	0	100	57	29	0	0	0	0	0
October 2032	100	58	37	9	*	0	0	0	100	47	21	0	0	0	0	0
October 2033	100	50	32	8	*	0	0	0	100	38	15	0	0	0	0	0
October 2034	100	43	26	6	*	0	0	0	100	28	8	0	0	0	0	0
October 2035	100	35	22	5	*	0	0	0	100	20	2	0	0	0	0	0
October 2036	100	29	17	4	*	0	0	0	100	11	0	0	0	0	0	0
October 2037	100	22	13	3	*	0	0	0	100	3	0	0	0	0	0	0
October 2038	100	16	9	2	*	0	0	0	100	0	0	0	0	0	0	0
October 2039	97	10	6	1	*	0	0	0	96	0	0	0	0	0	0	0
October 2040	67	5	3	1	*	0	0	0	58	0	0	0	0	0	0	0
October 2041	34	0	0	0	0	0	0	0	18	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
Weighted Average Life (years)**	28.5	21.3	18.2	8.0	3.0	1.4	0.8	0.6	28.2	19.9	16.3	5.0	2.4	1.2	0.7	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.

	QB Class								QC Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
Date	0%	100%	130%	200%	250%	500%	1000%	1500%	0%	100%	130%	200%	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	0	100	100	100	100	100	100	100	0
October 2014	100	100	100	100	100	0	0	0	100	100	100	100	100	96	0	0
October 2015	100	100	100	100	100	0	0	0	100	100	100	100	100	0	0	0
October 2016	100	100	100	100	100	0	0	0	100	100	100	100	100	0	0	0
October 2017	100	100	100	100	22	0	0	0	100	100	100	100	100	0	0	0
October 2018	100	100	100	100	0	0	0	0	100	100	100	100	46	0	0	0
October 2019	100	100	100	100	0	0	0	0	100	100	100	100	10	0	0	0
October 2020	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2021	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2022	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2023	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2024	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2025	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2026	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2027	100	100	100	100	0	0	0	0	100	100	100	100	*	0	0	0
October 2028	100	100	100	75	0	0	0	0	100	100	100	100	*	0	0	0
October 2029	100	100	100	48	0	0	0	0	100	100	100	100	*	0	0	0
October 2030	100	100	100	22	0	0	0	0	100	100	100	100	*	0	0	0
October 2031	100	100	100	0	0	0	0	0	100	100	100	99	*	0	0	0
October 2032	100	100	100	0	0	0	0	0	100	100	100	83	*	0	0	0
October 2033	100	100	100	0	0	0	0	0	100	100	100	69	*	0	0	0
October 2034	100	100	100	0	0	0	0	0	100	100	100	56	*	0	0	0
October 2035	100	100	100	0	0	0	0	0	100	100	100	44	*	0	0	0
October 2036	100	100	71	0	0	0	0	0	100	100	100	34	*	0	0	0
October 2037	100	100	22	0	0	0	0	0	100	100	100	25	*	0	0	0
October 2038	100	57	0	0	0	0	0	0	100	100	83	17	*	0	0	0
October 2039	100	0	0	0	0	0	0	0	100	92	53	11	*	0	0	0
October 2040	100	0	0	0	0	0	0	0	100	45	25	5	*	0	0	0
October 2041	100	0	0	0	0	0	0	0	100	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
Weighted Average Life (years)**	29.6	26.1	24.5	17.0	4.8	2.0	1.2	0.9	29.9	27.9	27.2	23.0	6.1	2.1	1.3	1.0

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
** Determined as specified under "Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates" in the REMIC Prospectus.

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See "Description of the Certificates—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 Regular and Residual 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 3 MBS, Group 5 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" in this prospectus supplement. A portion of the Group 1 Classes, Group 3 Classes, Group 5 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, Group 3, Group 5 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 Notional Classes, the Accrual Classes and the XN Class will be issued with original issue discount ("OID"), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*" in the REMIC Prospectus. In addition, the PA, ET and TE Classes will be treated as having been issued at a premium, and certain other Classes of REMIC Certificates may be treated as having been issued at a premium. We intend to furnish tax information to Holders of the ET and TE Classes in accordance with the rules described under the caption "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*" in the REMIC Prospectus. It is possible, however, that the IRS could take the position that these Classes have OID equal to the excess of the total payments to be received thereon over their issue price.

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

Group	Prepayment Assumption
1	185% PSA
2	200% PSA
3	175% PSA
4	200% PSA
5	175% PSA
6	250% PSA
7	175% PSA
8	200% PSA
9	200% PSA
10	200% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of the Redemption Trust

Dechert LLP, special tax counsel to Fannie Mae, will deliver its opinion that, assuming compliance with the related trust agreement, the Redemption Trust will be classified as a grantor trust under subpart E, part I of subchapter J of the Code and not as an association taxable as a corporation.

Taxation of Beneficial Owners of the Redeemable Classes

Status. A beneficial owner of an interest in a Redeemable Class will be treated as (i) having purchased an undivided interest in the related Retained REMIC Certificates and (ii) as having written a call option on that undivided interest at the time the beneficial owner purchases that Redeemable Class. The beneficial owner will be treated as having written the call option in exchange for an option premium in an amount equal to the fair market value of the call option.

Allocations. A beneficial owner of an interest in a Redeemable Class should be considered to have purchased its interest in a Redeemable Class for an amount equal to the sum of the cost of that interest plus the option premium it is deemed to have received. Accordingly, the beneficial owner's basis in its interest in the related Retained REMIC Certificates will be greater than the amount the owner paid directly for its interest in a Redeemable Class.

When a beneficial owner sells an interest in a Redeemable Class, the owner will be deemed to have sold its interest in the related Retained REMIC Certificates for a price equal to the sum of the sales price for its interest in that Redeemable Class plus an amount equal to the fair market value, at the time of the sale, of the call option. The owner will, at the same time, be deemed to have made a payment to the purchaser in an amount equal to the fair market value of the call option because the purchaser will have assumed the owner's obligation under the call option. Accordingly, the amount realized by the owner upon the sale of its interest in the Retained REMIC Certificates will be greater than the amount received directly for its interest in a Redeemable Class.

Taxation of an Interest in the Retained REMIC Certificates. The anticipated federal income tax consequences to a beneficial owner of the purchase, ownership and disposition of an interest in the Retained REMIC Certificates are as described under "Material Federal Income Tax Consequences" in the REMIC Prospectus.

Taxation of Redemption Option Premium. A beneficial owner of an interest in a Redeemable Class will not be required to include immediately in income the option premium that it is deemed to receive when it purchases the Redeemable Class. Instead, the beneficial owner must account for the premium when the right to redeem a Redeemable Class lapses, is exercised or is otherwise terminated with respect to the owner. As discussed under "*Allocations*," a beneficial owner's basis in the Retained REMIC Certificates includes an amount equal to the option premium the owner is deemed to have received. A beneficial owner's recovery of basis in the Retained REMIC Certificates may not occur at the same rate as its inclusion in income of the option premium.

A beneficial owner of an interest in a Redeemable Class will include the option premium in income as short-term capital gain when the right to redeem that Redeemable Class lapses. The principal balance of the Retained REMIC Certificates to which that Redeemable Class relates will be reduced over time through principal payments. Under existing authorities, it is not entirely clear whether the right to redeem a Redeemable Class would thus be deemed to lapse as the Retained REMIC Certificates pay down, and if so, at what rate. Fannie Mae intends to assume that the right to redeem a Redeemable Class lapses, and the related premium is recognized by the beneficial owner proportionately as principal (including both scheduled and unscheduled payments) is paid on the Retained REMIC Certificates after the first date on which the right to redeem that Redeemable Class may be exercised. Thus, the owner of the Redeemable Class will be treated as recognizing option premium income over time in proportion to principal payments made on the related Retained REMIC Certificate. There is no assurance that the Internal Revenue Service ("IRS") would agree with this method of determining income from the lapse of the right to redeem the Redeemable Class. You should consult your own tax advisors regarding these matters.

If the right to redeem a Redeemable Class is exercised, a beneficial owner of an interest in that Redeemable Class will include in its amount realized from the sale of the related Retained REMIC Certificates an amount equal to the unamortized portion of the option premium. If a beneficial owner transfers its interest in a Redeemable Class, such transfer will be treated as a "closing transaction" with respect to the call option the owner is deemed to have written. Accordingly, the owner will recognize a short-term capital gain or loss equal to the difference between the unamortized amount of option premium and the amount the owner is deemed to pay to be relieved from the obligation under the call option.

Application of the Straddle Rules. The IRS might take the position that a beneficial owner's interest in the Retained REMIC Certificates and the call option constitute positions in a straddle. If this position were sustained, the straddle rules of section 1092 of the Code would apply. Under those rules, a beneficial owner selling its interest in the Redeemable Class would be treated as selling its interest in the Retained REMIC Certificates at a gain or loss. Such gain or loss would be short-term because the beneficial owner's holding period would be tolled. In addition, the straddle rules might require a beneficial owner to capitalize, rather than deduct, a portion of any interest and carrying charges allocable to the owner's interest in the Redeemable Class. Further, if the IRS were to take the position that a beneficial owner's interest in the Retained REMIC Certificates and the call option constituted a "conversion transaction" as well as a straddle, then a portion of the gain with respect to the Retained REMIC Certificates or the call option might be characterized as ordinary income. You should consult your own tax advisors regarding these issues.

Taxation of Beneficial Owners of the Redemption Right Classes

Status. The beneficial owner of a Redemption Right Class will be treated as having purchased a call option on the corresponding Retained REMIC Certificate for an option premium in an amount equal to the price paid for the Redemption Right Class. It would appear that if the beneficial owner of a Redemption Right Class acquired an interest in the related Redeemable Class, the call option would be treated as having been proportionately extinguished for at least as long as the owner of such Redemption Right Class held such interest, and the owner of both a Redemption Right Class and the related Redeemable Class would be treated as holding solely its proportionate share of the corresponding Retained REMIC Certificates.

Taxation of Redemption Option Premium. Because the price paid by the beneficial owner of a Redemption Right Class to purchase the corresponding Retained REMIC Class will be treated as an option premium for the right to acquire the related Retained REMIC Certificates, it will be added to the purchase price of the Retained REMIC Certificates (in addition to the Exchange Fee, as discussed under "Description of the Certificates—Redemption of the Redeemable Classes") if the Retained REMIC Certificates are purchased upon exercise of the right to redeem the related Redeemable Class, and will be treated as a loss when the right to redeem the related Redeemable Class lapses. For a discussion of when the right to redeem a Redeemable Class may be deemed to lapse, see "Taxation of Beneficial Owners of the Redeemable Classes—*Taxation of Redemption Option Premium*" above. If the Retained REMIC Certificates, if acquired, would be a capital asset in the hands of the beneficial owner of the related Redemption Right Class, then loss recognized with respect to the lapse of the right to redeem the related Redeemable Classes will be a capital loss.

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 RCR 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 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. 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. The FE, SE, EF and ES Classes of RCR Certificates are Strip RCR Certificates. The remaining Classes of RCR Certificates are Combination RCR Certificates. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates" in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

ADDITIONAL ERISA CONSIDERATIONS RELATING TO THE REDEEMABLE CLASSES

The Certificates of the Redeemable Classes would appear to qualify as "guaranteed governmental mortgage pool certificates" as defined in the Department of Labor regulation discussed under the heading "ERISA Considerations" in the REMIC Prospectus. However, the acquisition or exercise of the right to cause redemption of a Redeemable Class (a "Redemption Right") might be characterized under ERISA as a principal transaction between the owners of the Certificates of the related Redeemable Class and the beneficial owner of the related Redemption Right. Thus, in theory, the acquisition or exercise of a Redemption Right could be characterized under certain circumstances as a prohibited transaction under ERISA between a plan and a "party in interest" (assuming that the plan holds a Certificate of the related Redeemable Class and the "party in interest" holds the related Redemption Right, or vice versa), unless a prohibited transaction exemption under ERISA (such as PTE 84-14 for Transactions by Independent Qualified Professional Asset Managers) is available. Plan fiduciaries should consult their counsel concerning these issues before purchasing any of the Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Goldman, Sachs & Co. (the "Dealer") in exchange for the Trust MBS and the Underlying REMIC Certificates. The Dealer proposes to offer the Certificates (other than the ZB, CX and HX Classes) 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.

Each of the ZB, CX and HX Classes will be issued on the Settlement Date and will be retained by Fannie Mae in its capacity as Trustee of the Redemption Trust until the redemption, if any, of the related Redeemable Class. Upon a redemption, we will deliver the ZB, CX or HX Class Certificates, as applicable, to the Holder of the related Redemption Right Class.

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 4 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	October 2012 Class Factor	Principal Balance in the Trust	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2011-117	PB	October 2011	3136A16P5	4.5%	FIX	November 2041	PAC/AD	$13,820,699	1.00000000	$13,820,699.00	4.944%	339	15
2011-124	PB	November 2011	3136A2H22	4.5	FIX	December 2041	PAC/AD	11,136,346	1.00000000	11,136,346.00	4.941	334	19

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

Group 8 Underlying REMIC Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	October 2012 Class Factor	Principal Balance in the Trust	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2011-124	CE	November 2011	3136A2K69	4.5%	FIX	December 2041	PAC/AD	$12,930,899	1.00000000	$12,930,899.00	5.376%	339	17
2011-144	LB	December 2011	3136A24A8	4.5	FIX	January 2042	PAC/AD	10,627,392	1.00000000	10,627,392.00	5.376	335	18

(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						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 1								
AC	$ 44,171,239	AH	$ 55,214,048	SEQ	2.50%	FIX	3136A9P85	February 2032
AF	11,042,809							
AS	11,042,809(3)							
Recombination 2								
AC	44,171,239	AE	46,496,041	SEQ	1.75	FIX	3136A9P69	February 2032
AF	2,324,802							
AS	2,324,802(3)							
Recombination 3								
AC	44,171,239	AG	49,079,154	SEQ	2.00	FIX	3136A9P77	February 2032
AF	4,907,915							
AS	4,907,915(3)							
Recombination 4								
CI	4,575,173(3)	CG	64,052,421	SEQ	1.75	FIX	3136A9P93	December 2031
CE	64,052,421							
Recombination 5								
CI	9,150,346(3)	CH	64,052,421	SEQ	2.00	FIX	3136A9Q27	December 2031
CE	64,052,421							
Recombination 6								
CI	18,300,692(3)	CK	64,052,421	SEQ	2.50	FIX	3136A9Q35	December 2031
CE	64,052,421							
Recombination 7								
EC	208,019,575	BD	220,411,736	SEQ	1.50	FIX	3136A9Q92	November 2039
XN	12,392,161							
Recombination 8								
ET	10,948,399	ED	218,967,974	SEQ	1.75	FIX	3136A9Q50	February 2039
EC	208,019,575							
Recombination 9								
ET	23,113,287	EG	231,132,862	SEQ	2.00	FIX	3136A9Q68	February 2039
EC	208,019,575							

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								
ET	$ 52,004,894	EH	$260,024,469	SEQ	2.50%	FIX	3136A9Q76	February 2039
EC	208,019,575							
Recombination 11								
ET	89,151,247	EJ	297,170,822	SEQ	3.00	FIX	3136A9Q84	February 2039
EC	208,019,575							
Recombination 12								
ET	138,679,716	BA	367,352,892	SEQ	3.50	FIX	3136A9R67	November 2039
EC	208,019,575							
TE	8,261,440							
XN	12,392,161							
Recombination 13								
ET	10,948,398	BE	232,012,353	SEQ	1.75	FIX	3136A9R26	November 2039
EC	208,019,575							
TE	652,219							
XN	12,392,161							
Recombination 14								
ET	23,113,285	BG	244,901,928	SEQ	2.00	FIX	3136A9R34	November 2039
EC	208,019,575							
TE	1,376,907							
XN	12,392,161							
Recombination 15								
ET	52,004,893	BH	275,514,669	SEQ	2.50	FIX	3136A9R42	November 2039
EC	208,019,575							
TE	3,098,040							
XN	12,392,161							
Recombination 16								
ET	89,151,246	BK	314,873,908	SEQ	3.00	FIX	3136A9R59	November 2039
EC	208,019,575							
TE	5,310,926							
XN	12,392,161							
Recombination 17								
ET	138,679,716	FE	138,679,716	SEQ	(4)	FLT	3136A9R75	February 2039
		SE	138,679,716(3)	NTL	(4)	INV/IO	3136A9R83	February 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 18								
ET	$138,679,716	EF	$146,941,156	SEQ	(4)	FLT	3136A9R91	November 2039
TE	8,261,440	ES	146,941,156(3)	NTL	(4)	INV/IO	3136A9S25	November 2039
Recombination 19								
TE	8,261,440	EN	20,653,601	SEQ	3.50%	FIX	3136A9S33	November 2039
XN	12,392,161							
Recombination 20								
DC	40,569,544	DE	40,569,544	SEQ	1.75	FIX	3136A9S58	March 2031
DI	3,380,795(3)							
Recombination 21								
DC	40,569,544	DG	40,569,544	SEQ	2.00	FIX	3136A9S66	March 2031
DI	6,761,591(3)							
Recombination 22								
DC	40,569,544	DH	40,569,544	SEQ	2.50	FIX	3136A9S74	March 2031
DI	13,523,181(3)							
Recombination 23								
KB	62,477,941	KD	65,948,938	PAC	2.00	FIX	3136A9S82	November 2042
KF	3,470,997							
KS	3,470,997(3)							
Recombination 24								
GA	56,786,615	GB	63,096,238	SEQ	2.00	FIX	3136A9T24	February 2039
FG	6,309,623							
SG	6,309,623(3)							
Recombination 25								
GA	56,786,615	GC	70,983,268	SEQ	2.50	FIX	3136A9T32	February 2039
FG	14,196,653							
SG	14,196,653(3)							
Recombination 26								
GA	56,786,615	GD	81,123,735	SEQ	3.00	FIX	3136A9T40	February 2039
FG	24,337,120							
SG	24,337,120(3)							

REMIC Certificates		RCR Certificates						
Classes	Original Balances	RCR Classes	Original Balances	Principal Type(2)	Interest Rate	Interest Type(2)	CUSIP Number	Final Distribution Date
Recombination 27								
GA	$ 56,786,615	GE	$ 59,775,384	SEQ	1.75%	FIX	3136A9S90	February 2039
FG	2,988,769							
SG	2,988,769(3)							

(1) REMIC Certificates and RCR Certificates in any 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-7 for a description of how their notional balances are calculated.

(4) For a description of these interest rates, see "Summary—Interest Rates" in this prospectus supplement.

Principal Balance Schedules

Aggregate Group I Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$84,791,491.00	June 2017	$40,431,982.66	February 2022	$10,377,975.83
November 2012	84,504,120.35	July 2017	39,638,696.79	March 2022	10,115,555.00
December 2012	84,185,091.96	August 2017	38,852,400.40	April 2022	9,859,612.94
January 2013	83,834,551.56	September 2017	38,073,035.01	May 2022	9,609,992.46
February 2013	83,452,669.30	October 2017	37,300,542.65	June 2022	9,366,540.11
March 2013	83,039,639.63	November 2017	36,534,865.80	July 2022	9,129,106.15
April 2013	82,595,681.17	December 2017	35,775,947.40	August 2022	8,897,544.41
May 2013	82,121,036.58	January 2018	35,023,730.87	September 2022	8,671,712.22
June 2013	81,615,972.36	February 2018	34,278,160.09	October 2022	8,451,470.34
July 2013	81,080,778.63	March 2018	33,539,179.39	November 2022	8,236,682.86
August 2013	80,515,768.90	April 2018	32,806,733.55	December 2022	8,027,217.13
September 2013	79,921,279.76	May 2018	32,080,767.81	January 2023	7,822,943.69
October 2013	79,297,670.63	June 2018	31,361,227.84	February 2023	7,623,736.19
November 2013	78,645,323.36	July 2018	30,648,059.79	March 2023	7,429,471.29
December 2013	77,964,641.88	August 2018	29,941,210.19	April 2023	7,240,028.63
January 2014	77,256,051.82	September 2018	29,240,626.07	May 2023	7,055,290.74
February 2014	76,520,000.08	October 2018	28,546,254.84	June 2023	6,875,142.97
March 2014	75,756,954.35	November 2018	27,858,044.36	July 2023	6,699,473.43
April 2014	74,967,402.65	December 2018	27,175,942.93	August 2023	6,528,172.89
May 2014	74,151,852.81	January 2019	26,502,480.02	September 2023	6,361,134.79
June 2014	73,310,831.94	February 2019	25,845,403.03	October 2023	6,198,255.10
July 2014	72,444,885.88	March 2019	25,204,318.72	November 2023	6,039,432.30
August 2014	71,554,578.58	April 2019	24,578,843.17	December 2023	5,884,567.33
September 2014	70,640,491.52	May 2019	23,968,601.60	January 2024	5,733,563.49
October 2014	69,703,223.05	June 2019	23,373,228.13	February 2024	5,586,326.41
November 2014	68,743,387.76	July 2019	22,792,365.56	March 2024	5,442,764.01
December 2014	67,761,615.80	August 2019	22,225,665.19	April 2024	5,302,786.42
January 2015	66,758,552.18	September 2019	21,672,786.62	May 2024	5,166,305.93
February 2015	65,734,856.01	October 2019	21,133,397.51	June 2024	5,033,236.94
March 2015	64,720,070.05	November 2019	20,607,173.46	July 2024	4,903,495.93
April 2015	63,714,120.21	December 2019	20,093,797.76	August 2024	4,777,001.37
May 2015	62,716,933.04	January 2020	19,592,961.26	September 2024	4,653,673.73
June 2015	61,728,435.67	February 2020	19,104,362.13	October 2024	4,533,435.37
July 2015	60,748,555.82	March 2020	18,627,705.75	November 2024	4,416,210.53
August 2015	59,777,221.81	April 2020	18,162,704.52	December 2024	4,301,925.29
September 2015	58,814,362.51	May 2020	17,709,077.66	January 2025	4,190,507.50
October 2015	57,859,907.40	June 2020	17,266,551.11	February 2025	4,081,886.77
November 2015	56,913,786.53	July 2020	16,834,857.31	March 2025	3,975,994.39
December 2015	55,975,930.49	August 2020	16,413,735.09	April 2025	3,872,763.33
January 2016	55,046,270.45	September 2020	16,002,929.50	May 2025	3,772,128.17
February 2016	54,124,738.16	October 2020	15,602,191.66	June 2025	3,674,025.08
March 2016	53,211,265.89	November 2020	15,211,278.65	July 2025	3,578,391.75
April 2016	52,305,786.47	December 2020	14,829,953.31	August 2025	3,485,167.42
May 2016	51,408,233.29	January 2021	14,457,984.16	September 2025	3,394,292.77
June 2016	50,518,540.26	February 2021	14,095,145.22	October 2025	3,305,709.91
July 2016	49,636,641.84	March 2021	13,741,215.93	November 2025	3,219,362.39
August 2016	48,762,473.02	April 2021	13,395,980.98	December 2025	3,135,195.08
September 2016	47,895,969.32	May 2021	13,059,230.20	January 2026	3,053,154.23
October 2016	47,037,066.77	June 2021	12,730,758.44	February 2026	2,973,187.36
November 2016	46,185,701.95	July 2021	12,410,365.45	March 2026	2,895,243.28
December 2016	45,341,811.92	August 2021	12,097,855.77	April 2026	2,819,272.03
January 2017	44,505,334.28	September 2021	11,793,038.59	May 2026	2,745,224.89
February 2017	43,676,207.11	October 2021	11,495,727.70	June 2026	2,673,054.29
March 2017	42,854,369.02	November 2021	11,205,741.29	July 2026	2,602,713.82
April 2017	42,039,759.11	December 2021	10,922,901.95	August 2026	2,534,158.22
May 2017	41,232,316.96	January 2022	10,647,036.48	September 2026	2,467,343.31

Aggregate Group I (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2026	$ 2,402,225.99	September 2031	$ 466,544.44	August 2036	$ 72,421.40
November 2026	2,338,764.20	October 2031	453,157.22	September 2036	69,903.05
December 2026	2,276,916.92	November 2031	440,128.43	October 2036	67,458.94
January 2027	2,216,644.11	December 2031	427,448.86	November 2036	65,087.05
February 2027	2,157,906.72	January 2032	415,109.57	December 2036	62,785.42
March 2027	2,100,666.64	February 2032	403,101.78	January 2037	60,552.12
April 2027	2,044,886.69	March 2032	391,416.99	February 2037	58,385.30
May 2027	1,990,530.61	April 2032	380,046.87	March 2037	56,283.14
June 2027	1,937,562.99	May 2032	368,983.32	April 2037	54,243.86
July 2027	1,885,949.32	June 2032	358,218.43	May 2037	52,265.75
August 2027	1,835,655.92	July 2032	347,744.50	June 2037	50,347.12
September 2027	1,786,649.92	August 2032	337,554.02	July 2037	48,486.35
October 2027	1,738,899.27	September 2032	327,639.67	August 2037	46,681.83
November 2027	1,692,372.68	October 2032	317,994.29	September 2037	44,932.02
December 2027	1,647,039.64	November 2032	308,610.93	October 2037	43,235.41
January 2028	1,602,870.40	December 2032	299,482.81	November 2037	41,590.53
February 2028	1,559,835.90	January 2033	290,603.30	December 2037	39,995.94
March 2028	1,517,907.83	February 2033	281,965.96	January 2038	38,450.25
April 2028	1,477,058.53	March 2033	273,564.50	February 2038	36,952.11
May 2028	1,437,261.07	April 2033	265,392.78	March 2038	35,500.19
June 2028	1,398,489.13	May 2033	257,444.84	April 2038	34,093.20
July 2028	1,360,717.05	June 2033	249,714.83	May 2038	32,729.89
August 2028	1,323,919.82	July 2033	242,197.10	June 2038	31,409.03
September 2028	1,288,073.02	August 2033	234,886.10	July 2038	30,129.45
October 2028	1,253,152.83	September 2033	227,776.43	August 2038	28,889.99
November 2028	1,219,136.02	October 2033	220,862.84	September 2038	27,689.50
December 2028	1,185,999.93	November 2033	214,140.19	October 2038	26,526.91
January 2029	1,153,722.46	December 2033	207,603.50	November 2038	25,401.14
February 2029	1,122,282.04	January 2034	201,247.89	December 2038	24,311.16
March 2029	1,091,657.65	February 2034	195,068.61	January 2039	23,255.94
April 2029	1,061,828.76	March 2034	189,061.03	February 2039	22,234.51
May 2029	1,032,775.37	April 2034	183,220.65	March 2039	21,245.91
June 2029	1,004,477.96	May 2034	177,543.06	April 2039	20,289.20
July 2029	976,917.49	June 2034	172,023.99	May 2039	19,363.48
August 2029	950,075.38	July 2034	166,659.26	June 2039	18,467.85
September 2029	923,933.54	August 2034	161,444.79	July 2039	17,601.47
October 2029	898,474.28	September 2034	156,376.62	August 2039	16,763.49
November 2029	873,680.39	October 2034	151,450.89	September 2039	15,953.10
December 2029	849,535.05	November 2034	146,663.83	October 2039	15,169.50
January 2030	826,021.87	December 2034	142,011.76	November 2039	14,411.92
February 2030	803,124.87	January 2035	137,491.11	December 2039	13,679.62
March 2030	780,828.45	February 2035	133,098.40	January 2040	12,971.85
April 2030	759,117.41	March 2035	128,830.22	February 2040	12,287.91
May 2030	737,976.92	April 2035	124,683.26	March 2040	11,627.10
June 2030	717,392.51	May 2035	120,654.30	April 2040	10,988.76
July 2030	697,350.08	June 2035	116,740.19	May 2040	10,372.22
August 2030	677,835.86	July 2035	112,937.88	June 2040	9,776.85
September 2030	658,836.45	August 2035	109,244.37	July 2040	9,202.03
October 2030	640,338.75	September 2035	105,656.75	August 2040	8,647.15
November 2030	622,330.01	October 2035	102,172.20	September 2040	8,111.63
December 2030	604,797.78	November 2035	98,787.95	October 2040	7,594.89
January 2031	587,729.92	December 2035	95,501.31	November 2040	7,096.38
February 2031	571,114.61	January 2036	92,309.66	December 2040	6,615.56
March 2031	554,940.30	February 2036	89,210.45	January 2041	6,151.90
April 2031	539,195.74	March 2036	86,201.19	February 2041	5,704.90
May 2031	523,869.94	April 2036	83,279.45	March 2041	5,274.05
June 2031	508,952.23	May 2036	80,442.87	April 2041	4,858.86
July 2031	494,432.14	June 2036	77,689.15	May 2041	4,458.88
August 2031	480,299.52	July 2036	75,016.06	June 2041	4,073.63

Aggregate Group I (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
July 2041	$ 3,702.68	December 2041	$ 2,047.64	May 2042	$ 689.89
August 2041	3,345.60	January 2042	1,753.78	June 2042	450.11
September 2041	3,001.95	February 2042	1,471.43	July 2042	220.14
October 2041	2,671.34	March 2042	1,200.22	August 2042 and thereafter	0.00
November 2041	2,353.37	April 2042	939.82		

Aggregate Group II Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$31,313,131.00	October 2016	$20,739,593.29	October 2020	$10,705,124.74
November 2012	31,236,707.87	November 2016	20,491,177.55	November 2020	10,534,469.75
December 2012	31,151,617.87	December 2016	20,244,623.88	December 2020	10,366,380.17
January 2013	31,057,893.98	January 2017	19,999,919.08	January 2021	10,200,818.76
February 2013	30,955,574.98	February 2017	19,757,050.06	February 2021	10,037,748.79
March 2013	30,844,705.45	March 2017	19,516,003.80	March 2021	9,877,134.09
April 2013	30,725,335.74	April 2017	19,276,767.38	April 2021	9,718,938.97
May 2013	30,597,521.93	May 2017	19,039,327.98	May 2021	9,563,128.27
June 2013	30,461,325.80	June 2017	18,803,672.85	June 2021	9,409,667.32
July 2013	30,316,814.80	July 2017	18,569,789.33	July 2021	9,258,521.93
August 2013	30,164,061.96	August 2017	18,337,664.86	August 2021	9,109,658.42
September 2013	30,003,145.91	September 2017	18,107,286.96	September 2021	8,963,043.57
October 2013	29,834,150.74	October 2017	17,878,643.24	October 2021	8,818,644.64
November 2013	29,657,165.97	November 2017	17,651,721.38	November 2021	8,676,429.36
December 2013	29,472,286.48	December 2017	17,426,509.16	December 2021	8,536,365.91
January 2014	29,279,612.40	January 2018	17,202,994.44	January 2022	8,398,422.93
February 2014	29,079,249.07	February 2018	16,981,165.18	February 2022	8,262,569.51
March 2014	28,871,306.91	March 2018	16,761,009.39	March 2022	8,128,775.15
April 2014	28,655,901.32	April 2018	16,542,515.20	April 2022	7,997,009.83
May 2014	28,433,152.60	May 2018	16,325,670.78	May 2022	7,867,243.93
June 2014	28,203,185.83	June 2018	16,110,464.43	June 2022	7,739,448.25
July 2014	27,966,130.75	July 2018	15,896,884.49	July 2022	7,613,594.02
August 2014	27,722,121.64	August 2018	15,684,919.40	August 2022	7,489,652.87
September 2014	27,471,297.21	September 2018	15,474,557.68	September 2022	7,367,596.84
October 2014	27,213,800.43	October 2018	15,265,787.92	October 2022	7,247,398.36
November 2014	26,949,778.46	November 2018	15,058,598.81	November 2022	7,129,030.26
December 2014	26,679,382.42	December 2018	14,852,979.09	December 2022	7,012,465.77
January 2015	26,402,767.35	January 2019	14,648,917.59	January 2023	6,897,678.47
February 2015	26,120,091.95	February 2019	14,446,403.24	February 2023	6,784,642.35
March 2015	25,831,518.53	March 2019	14,245,425.00	March 2023	6,673,331.75
April 2015	25,545,091.14	April 2019	14,045,971.94	April 2023	6,563,721.39
May 2015	25,260,794.65	May 2019	13,848,033.20	May 2023	6,455,786.34
June 2015	24,978,613.99	June 2019	13,651,598.00	June 2023	6,349,502.03
July 2015	24,698,534.23	July 2019	13,456,655.62	July 2023	6,244,844.24
August 2015	24,420,540.53	August 2019	13,263,195.42	August 2023	6,141,789.11
September 2015	24,144,618.14	September 2019	13,071,206.83	September 2023	6,040,313.10
October 2015	23,870,752.44	October 2019	12,880,679.38	October 2023	5,940,393.01
November 2015	23,598,928.88	November 2019	12,691,602.63	November 2023	5,842,005.99
December 2015	23,329,133.03	December 2019	12,503,966.24	December 2023	5,745,129.49
January 2016	23,061,350.56	January 2020	12,317,759.93	January 2024	5,649,741.32
February 2016	22,795,567.23	February 2020	12,132,973.51	February 2024	5,555,819.56
March 2016	22,531,768.90	March 2020	11,949,596.84	March 2024	5,463,342.65
April 2016	22,269,941.53	April 2020	11,767,619.86	April 2024	5,372,289.30
May 2016	22,010,071.17	May 2020	11,587,032.57	May 2024	5,282,638.56
June 2016	21,752,143.98	June 2020	11,407,825.05	June 2024	5,194,369.75
July 2016	21,496,146.21	July 2020	11,229,987.44	July 2024	5,107,462.50
August 2016	21,242,064.19	August 2020	11,053,509.97	August 2024	5,021,896.73
September 2016	20,989,884.38	September 2020	10,878,382.90	September 2024	4,937,652.66

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
October 2024	$ 4,854,710.78	September 2029	$ 1,697,614.40	August 2034	$ 496,958.32
November 2024	4,773,051.85	October 2029	1,665,805.47	September 2034	485,350.22
December 2024	4,692,656.94	November 2029	1,634,515.26	October 2034	473,948.11
January 2025	4,613,507.35	December 2029	1,603,735.87	November 2034	462,748.70
February 2025	4,535,584.68	January 2030	1,573,459.52	December 2034	451,748.78
March 2025	4,458,870.78	February 2030	1,543,678.54	January 2035	440,945.16
April 2025	4,383,347.77	March 2030	1,514,385.37	February 2035	430,334.72
May 2025	4,308,998.02	April 2030	1,485,572.57	March 2035	419,914.37
June 2025	4,235,804.15	May 2030	1,457,232.81	April 2035	409,681.08
July 2025	4,163,749.04	June 2030	1,429,358.86	May 2035	399,631.85
August 2025	4,092,815.81	July 2030	1,401,943.59	June 2035	389,763.74
September 2025	4,022,987.82	August 2030	1,374,979.98	July 2035	380,073.84
October 2025	3,954,248.68	September 2030	1,348,461.13	August 2035	370,559.31
November 2025	3,886,582.22	October 2030	1,322,380.21	September 2035	361,217.32
December 2025	3,819,972.52	November 2030	1,296,730.52	October 2035	352,045.11
January 2026	3,754,403.88	December 2030	1,271,505.45	November 2035	343,039.94
February 2026	3,689,860.83	January 2031	1,246,698.46	December 2035	334,199.12
March 2026	3,626,328.11	February 2031	1,222,303.15	January 2036	325,520.01
April 2026	3,563,790.70	March 2031	1,198,313.18	February 2036	317,000.00
May 2026	3,502,233.79	April 2031	1,174,722.33	March 2036	308,636.52
June 2026	3,441,642.77	May 2031	1,151,524.44	April 2036	300,427.03
July 2026	3,382,003.26	June 2031	1,128,713.47	May 2036	292,369.05
August 2026	3,323,301.08	July 2031	1,106,283.46	June 2036	284,460.13
September 2026	3,265,522.25	August 2031	1,084,228.53	July 2036	276,697.84
October 2026	3,208,653.00	September 2031	1,062,542.88	August 2036	269,079.81
November 2026	3,152,679.74	October 2031	1,041,220.83	September 2036	261,603.69
December 2026	3,097,589.11	November 2031	1,020,256.75	October 2036	254,267.17
January 2027	3,043,367.92	December 2031	999,645.10	November 2036	247,067.99
February 2027	2,990,003.17	January 2032	979,380.44	December 2036	240,003.90
March 2027	2,937,482.05	February 2032	959,457.38	January 2037	233,072.70
April 2027	2,885,791.95	March 2032	939,870.64	February 2037	226,272.22
May 2027	2,834,920.43	April 2032	920,614.99	March 2037	219,600.32
June 2027	2,784,855.21	May 2032	901,685.31	April 2037	213,054.89
July 2027	2,735,584.24	June 2032	883,076.52	May 2037	206,633.87
August 2027	2,687,095.59	July 2032	864,783.65	June 2037	200,335.20
September 2027	2,639,377.53	August 2032	846,801.77	July 2037	194,156.89
October 2027	2,592,418.51	September 2032	829,126.05	August 2037	188,096.94
November 2027	2,546,207.12	October 2032	811,751.72	September 2037	182,153.42
December 2027	2,500,732.13	November 2032	794,674.07	October 2037	176,324.40
January 2028	2,455,982.48	December 2032	777,888.49	November 2037	170,607.99
February 2028	2,411,947.25	January 2033	761,390.41	December 2037	165,002.34
March 2028	2,368,615.71	February 2033	745,175.33	January 2038	159,505.60
April 2028	2,325,977.25	March 2033	729,238.85	February 2038	154,115.97
May 2028	2,284,021.44	April 2033	713,576.58	March 2038	148,831.68
June 2028	2,242,738.00	May 2033	698,184.25	April 2038	143,650.98
July 2028	2,202,116.77	June 2033	683,057.61	May 2038	138,572.15
August 2028	2,162,147.78	July 2033	668,192.51	June 2038	133,593.49
September 2028	2,122,821.18	August 2033	653,584.83	July 2038	128,713.32
October 2028	2,084,127.27	September 2033	639,230.53	August 2038	123,930.01
November 2028	2,046,056.48	October 2033	625,125.63	September 2038	119,241.94
December 2028	2,008,599.40	November 2033	611,266.20	October 2038	114,647.51
January 2029	1,971,746.74	December 2033	597,648.38	November 2038	110,145.15
February 2029	1,935,489.36	January 2034	584,268.35	December 2038	105,733.33
March 2029	1,899,818.23	February 2034	571,122.37	January 2039	101,410.51
April 2029	1,864,724.48	March 2034	558,206.74	February 2039	97,175.20
May 2029	1,830,199.35	April 2034	545,517.82	March 2039	93,025.93
June 2029	1,796,234.22	May 2034	533,052.02	April 2039	88,961.24
July 2029	1,762,820.58	June 2034	520,805.82	May 2039	84,979.70
August 2029	1,729,950.06	July 2034	508,775.72	June 2039	81,079.92

Aggregate Group II (Continued)

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
July 2039	$ 77,260.50	May 2040	$ 43,196.54	March 2041	$ 15,795.71
August 2039	73,520.07	June 2040	40,175.63	April 2041	13,379.42
September 2039	69,857.31	July 2040	37,220.06	May 2041	11,017.94
October 2039	66,270.88	August 2040	34,328.70	June 2041	8,710.30
November 2039	62,759.49	September 2040	31,500.43	July 2041	6,455.57
December 2039	59,321.85	October 2040	28,734.16	August 2041	4,252.80
January 2040	55,956.70	November 2040	26,028.81	September 2041	2,101.09
February 2040	52,662.81	December 2040	23,383.33	October 2041 and thereafter	0.00
March 2040	49,438.95	January 2041	20,796.66		
April 2040	46,283.92	February 2041	18,267.79		

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Goldman, Sachs & Co.

October 24, 2012