

**\$396,492,404**



**Guaranteed REMIC Pass-Through Certificates  
Fannie Mae REMIC Trust 2013-63**

**The Certificates**

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

**Payments to Certificateholders**

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

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

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

**The Fannie Mae Guaranty**

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

**The Trust and its Assets**

The trust will own Fannie Mae MBS.

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
DC	1	\$ 36,666,667	SP/AD	2.5%	FIX	3136AENP8	September 2039
DA(2)	1	15,000,000	SPS/AD	1.5	FIX	3136AENQ6	April 2041
DB(2)	1	15,000,000	SPS/AD	1.5	FIX	3136AENR4	April 2041
DI	1	12,000,000(3)	NTL	2.5	FIX/IO	3136AENS2	April 2041
DZ	1	4,825,737	SEQ	2.5	FIX/Z	3136AENT0	June 2043
GB	2	100,000,000	PT	1.4	FIX	3136AENU7	June 2028
GI	2	53,333,333(3)	NTL	3.0	FIX/IO	3136AENV5	June 2028
WE	3	100,000,000	PT	1.9	FIX	3136AENW3	June 2033
WI	3	36,666,666(3)	NTL	3.0	FIX/IO	3136AENX1	June 2033
PC(2)	4	47,704,525	PAC	1.5	FIX	3136AENY9	May 2043
PI(2)	4	23,852,262(3)	NTL	3.0	FIX/IO	3136AENZ6	May 2043
PB	4	304,667	PAC	3.0	FIX	3136AEP A9	June 2043
PJ	4	12,157,000	PAC/AD	3.0	FIX	3136AEP B7	June 2043
Z	4	28,000	PAC	3.0	FIX/Z	3136AEP C5	June 2043
YF	4	8,883,485	SUP	(4)	FLT	3136AEP D3	June 2043
YS	4	5,922,323	SUP	(4)	INV	3136AEP E1	June 2043
HC(2)	5	26,468,750	SP/AD	2.0	FIX	3136AEP F8	June 2041
HA(2)	5	10,000,000	SPS/AD	1.5	FIX	3136AEP G6	April 2042
HB(2)	5	11,656,250	SPS/AD	1.5	FIX	3136AEP H4	April 2042
HI(2)	5	3,609,375(3)	NTL	3.0	FIX/IO	3136AEP J0	April 2042
IH	5	8,020,833(3)	NTL	3.0	FIX/IO	3136AEP K7	April 2042
HZ	5	1,875,000	SEQ	2.5	FIX/Z	3136AEP L5	June 2043
IO	5	8,333,333(3)	NTL	3.0	FIX/IO	3136AEP M3	June 2043
R		0	NPR	0	NPR	3136AEP N1	June 2043
RL		0	NPR	0	NPR	3136AEP P6	June 2043

- (1) See "Description of the Certificates—Class Definitions and Abbreviations" in the REMIC prospectus.
- (2) Exchangeable classes.
- (3) Notional principal balances. These classes are interest only classes. See page S-6 for a description of how their notional principal balances are calculated.
- (4) Based on LIBOR.

**Carefully consider the risk factors on page S-7 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.

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 DG, PA, PD and HD Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—Combination and Recombination—RCR Certificates" in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be May 30, 2013.

**Jefferies**

May 23, 2013

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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
  - March 1, 2013, for all MBS issued on or after March 1, 2013,
  - February 1, 2012, for all MBS issued on or after February 1, 2012 and prior to March 1, 2013,
  - July 1, 2011, for all MBS issued on or after July 1, 2011 and prior to February 1, 2012,
  - June 1, 2009, for all MBS issued on or after January 1, 2009 and prior to July 1, 2011,
  - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
  - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus dated March 1, 2013.

The MBS Prospectus is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

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

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

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at [www.fanniemae.com](http://www.fanniemae.com).

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

Jefferies LLC  
The Metro Center  
One Station Place, 3 North  
Stamford, CT 06902  
(telephone 203-708-6550).

## SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of May 1, 2013. 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	Group 4 MBS
5	Group 5 MBS

### Group 1, Group 2, Group 3, Group 4 and Group 5

#### Characteristics of the 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	\$ 53,619,303	2.50%	2.75% to 5.00%	241 to 360
	\$ 17,873,101	2.50%	2.75% to 5.00%	241 to 360
Group 2 MBS	\$100,000,000	3.00%	3.25% to 5.50%	121 to 180
Group 3 MBS	\$100,000,000	3.00%	3.25% to 5.50%	181 to 240
Group 4 MBS	\$ 75,000,000	3.00%	3.25% to 5.50%	241 to 360
Group 5 MBS	\$ 50,000,000	3.00%	3.25% to 5.50%	241 to 360

#### Assumed Characteristics of the Underlying Mortgage Loans

	Principal Balance	Original Term to Maturity (in months)	Remaining Term to Maturity (in months)	Loan Age (in months)	Interest Rate
Group 1 MBS	\$ 53,619,303	360	355	3	3.15%
	\$ 17,873,101	360	355	3	3.15%
Group 2 MBS	\$100,000,000	180	176	4	3.50%
Group 3 MBS	\$100,000,000	240	238	2	3.55%
Group 4 MBS	\$ 75,000,000	360	358	2	3.72%
Group 5 MBS	\$ 50,000,000	360	355	3	3.50%

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

**Settlement Date**

We expect to issue the certificates on May 30, 2013.

**Distribution Dates**

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

**Record Date**

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

**Book-Entry and Physical Certificates**

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

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

**Exchanging Certificates Through Combination and Recombination**

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

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

**Interest Rates**

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
YF .....	1.19900%	5.00%	1.00%	LIBOR + 100 basis points
YS .....	5.70150%	6.00%	0.00%	6.0% – (1.5 × LIBOR)

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

## Notional Classes

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

<u>Class</u>	
DI .....	40% of the <i>sum</i> of the DA and DB Classes
GI .....	53.333333% of the GB Class
WI .....	36.666666% of the WE Class
PI .....	49.999989519% of the PC Class
HI .....	16.666666667% of the <i>sum</i> of the HA and HB Classes
IH .....	16.666659740% of the <i>sum</i> of the HA, HB and HC Classes
IO .....	16.666666% of the Group 5 MBS

## Distributions of Principal

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

## Weighted Average Lives (years)\*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>
DC .....	11.8	5.4	5.3	5.4	4.7	4.1	3.2	2.4
DA, DB, DI and DG .....	23.2	12.5	6.2	3.0	2.0	1.7	1.3	1.0
DZ .....	28.9	24.8	19.7	15.4	12.3	10.1	7.3	5.0

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1200%</u>
GB and GI .....	8.5	6.3	5.1	4.2	3.6	2.7	2.2	1.6

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>700%</u>	<u>1100%</u>
WE and WI .....	11.8	8.0	6.1	4.8	4.0	2.7	1.9

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>										
	<u>0%</u>	<u>100%</u>	<u>115%</u>	<u>205%</u>	<u>240%</u>	<u>364%</u>	<u>365%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>	<u>1500%</u>
PC, PI, PA and PD ...	14.3	6.0	5.7	5.7	5.7	5.7	5.7	4.6	3.3	2.6	1.9
PB .....	24.3	22.8	22.8	22.8	22.8	22.8	22.8	17.6	11.6	8.2	4.3
PJ .....	25.3	13.7	12.0	3.0	3.0	3.0	3.0	2.3	1.7	1.4	1.1
Z .....	26.8	17.8	16.8	15.2	15.2	15.2	6.7	3.2	2.2	1.8	1.3
YF and YS .....	28.5	22.6	21.5	14.6	11.0	2.4	2.4	1.5	1.0	0.8	0.6

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
HC .....	12.8	6.0	6.0	6.2	5.2	3.8	3.1	2.4
HA, HB and HI .....	24.4	13.5	6.6	2.9	2.0	1.5	1.2	1.0
IH and HD .....	18.0	9.4	6.2	4.7	3.8	2.8	2.2	1.7
HZ .....	29.5	26.5	22.0	17.5	14.0	9.7	7.2	5.0
IO .....	19.0	10.4	7.1	5.3	4.3	3.1	2.4	1.9

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

## ADDITIONAL RISK FACTOR

*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.

## DESCRIPTION OF THE CERTIFICATES

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

### General

*Structure.* We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the "Trust") pursuant to a trust agreement dated as of May 1, 2010 and a supplement thereto dated as of May 1, 2013 (the "Issue Date"). We will issue the Guaranteed REMIC Pass-Through Certificates (the "REMIC Certificates") pursuant to that trust agreement and supplement. We will issue the Combinable and Recombinable REMIC Certificates (the "RCR Certificates" and, together with the REMIC Certificates, the "Certificates") pursuant to a separate trust agreement dated as of May 1, 2010 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement relating to the REMIC Certificates, the "Trust Agreement"). We will execute the Trust Agreement in our corporate capacity and as trustee (the "Trustee"). In general, the term "Classes" includes the Classes of REMIC Certificates and RCR Certificates.

The assets of the Trust will include five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 1 MBS," "Group 2 MBS," "Group 3 MBS," "Group 4 MBS" and "Group 5 MBS," and together, the "MBS").

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

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



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

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

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

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

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

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

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

## **The MBS**

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS, Group 4 MBS and Group 5 MBS; up to 15 years in the case of the Group 2 MBS; and up to 20 years in the case of the Group 3 MBS.

In addition, approximately \$53,619,303 in original principal amount of the Mortgage Loans backing the Group 1 MBS (at the Issue Date), and all of the Mortgage Loans backing the Group 5 MBS, are relocation Mortgage Loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—Risks Relating to Yield and Prepayment—Yield—Prepayments—Pools Containing relocation mortgage loans have



*higher rates of prepayment than otherwise comparable pools containing non-relocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated March 1, 2013.

Furthermore, the pools of mortgage loans backing the Group 4 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 March 1, 2013. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at [www.fanniemae.com](http://www.fanniemae.com). For additional information about the particular pools underlying the Group 4 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 of Loans; Sale of Property—*“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 March 1, 2013.

For additional information, see “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—Characteristics of the MBS” in this prospectus supplement and “The Mortgage Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

### **Distributions of Interest**

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

The Floating Rate and Inverse Floating Rate Classes will bear interest at interest rates based on LIBOR. 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:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes	Floating Rate and Inverse Floating Rate Classes

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

*Accrual Classes.* The DZ, Z and HZ 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 REMIC Certificates as described below. Following any exchange of REMIC Certificates for RCR Certificates, we will apply principal payments from the exchanged REMIC Certificates to the corresponding RCR Certificates on a pro rata basis.

- *Group 1*

The Group 1 Principal Distribution Amount in the following priority:

1. Up to \$476 in each month to DA and DB, pro rata, until retired. } Specified Payment Support Classes
2. Beginning in May 2014, up to \$350,313 in each month to DC until retired. } Specified Payment Class
3. To DA and DB, pro rata, until retired. } Specified Payment Support Classes
4. To DC until retired. } Specified Payment Class
5. To DZ until retired. } Sequential Pay Class

The “Group 1 Principal Distribution Amount” is the *sum* of the principal then paid on the Group 1 MBS *plus* any interest then accrued and added to the principal balance of the DZ Class.

- *Group 2*

The Group 2 Principal Distribution Amount to GB until retired. } Pass-Through Class

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

- *Group 3*

The Group 3 Principal Distribution Amount to WE until retired. } Pass-Through Class

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

- *Group 4*

The Z Accrual Amount to PJ until retired, and thereafter to Z } Accretion Directed Class and Accrual Class

The Group 4 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance. } PAC Groups
2. To Aggregate Group II to its Planned Balance. } PAC Groups
3. To YF and YS, pro rata, until retired. } Support Classes
4. To Aggregate Group II to zero. } PAC Groups
5. To Aggregate Group I to zero. } PAC Groups

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

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

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

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

“Aggregate Group II” consists of the PJ and Z Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II to PJ and Z, 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.

- *Group 5*

The Group 5 Principal Distribution Amount in the following priority:

- |  |   |  |
|--|---|--|
| 1. Up to \$250 in each month to HA and HB, pro rata, until retired.          | } | Specified<br>Payment<br>Support<br>Classes |
| 2. Beginning in May 2014, up to \$221,250 in each month to HC until retired. | } | Specified<br>Payment<br>Class              |
| 3. To HA and HB, pro rata, until retired.                                    | } | Specified<br>Payment<br>Support<br>Classes |
| 4. To HC until retired.  | } | Specified<br>Payment<br>Class              |
| 5. To HZ until retired.  | } | Sequential<br>Pay Class                    |

The “Group 5 Principal Distribution Amount” is the *sum* of the principal then paid on the Group 5 MBS *plus* any interest then accrued and added to the principal balance of the HZ Class.

### Structuring Assumptions

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

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—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 May 30, 2013; and
- each Distribution Date occurs on the 25th day of a month.

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

*Prepayment Assumptions.* The prepayment model used in this prospectus supplement is PSA. For a description of PSA, see “Yield, Maturity and Prepayment Considerations—Prepayment Models” in the REMIC Prospectus. It is highly unlikely that prepayments will occur at any *constant* PSA rate or at any other *constant* rate.

*Principal Balance Schedules.* The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

<u>Groups</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 115% and 365% PSA	Between 115% and 365% PSA
Aggregate Group II Planned Balances	Between 205% and 364% PSA	Between 205% and 364% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I . . . . .	PC and PB
Aggregate Group II . . . . .	PJ and Z

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

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

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

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

**Yield Tables**

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

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

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

We cannot assure you that

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

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

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

*The 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:**

<u>Class</u>	<u>% PSA</u>
DI .....	248%
GI .....	319%
WI .....	348%
PI .....	434%
HI .....	253%
IH .....	405%
IO .....	383%

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

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

<u>Class</u>	<u>Price*</u>
DI .....	11.00%
GI .....	12.00%
WI .....	13.00%
PI .....	15.00%
HI .....	13.00%
IH .....	11.00%
IO .....	13.00%

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

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

**Sensitivity of the DI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>500%</u>	<u>700%</u>	<u>1000%</u>
Pre-Tax Yields to Maturity . . . .	21.2%	18.5%	7.4%	(12.9)%	(45.7)%	(64.2)%	(90.6)%	*

**Sensitivity of the GI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1200%</u>
Pre-Tax Yields to Maturity . . . .	14.0%	11.4%	6.3%	1.0%	(4.4)%	(15.6)%	(27.5)%	(53.4)%

**Sensitivity of the WI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>						
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>700%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity . . . .	15.5%	13.0%	7.8%	2.6%	(2.8)%	(19.7)%	(44.1)%

**Sensitivity of the PI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>										
	<u>50%</u>	<u>100%</u>	<u>115%</u>	<u>205%</u>	<u>240%</u>	<u>364%</u>	<u>365%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>	<u>1500%</u>
Pre-Tax Yields to Maturity . . . .	10.0%	4.1%	2.9%	2.9%	2.9%	2.9%	2.9%	(3.3)%	(17.2)%	(32.2)%	(62.7)%

**Sensitivity of the HI Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity . . . .	21.9%	18.8%	8.2%	(15.5)%	(44.1)%	(76.1)%	(98.1)%	*

**Sensitivity of the IH Class to Prepayments**

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity . . . .	22.5%	19.6%	13.6%	7.2%	0.4%	(13.8)%	(28.1)%	(48.8)%



### Sensitivity of the IO Class to Prepayments

	PSA Prepayment Assumption							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity . . . .	18.3%	15.7%	10.2%	4.7%	(1.0)%	(12.7)%	(25.0)%	(44.5)%

*The Inverse Floating Rate Class.* **The yield on the Inverse Floating Rate Class will be sensitive 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.**

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 table has been prepared on the basis of the Pricing Assumptions and the assumptions that

- the interest rate for the Inverse Floating Rate Class for the initial Interest Accrual Period is the rate 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 price of that Class (expressed as a percentage of original principal balance) is as follows:

<u>Class</u>	<u>Price*</u>
YS . . . . .	95.00%

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

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

<u>LIBOR</u>	PSA Prepayment Assumption										
	<u>50%</u>	<u>100%</u>	<u>115%</u>	<u>205%</u>	<u>240%</u>	<u>364%</u>	<u>365%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>	<u>1500%</u>
0.100% . . . . .	6.3%	6.3%	6.4%	6.5%	6.6%	8.4%	8.4%	9.7%	11.4%	12.8%	15.3%
0.199% . . . . .	6.2%	6.2%	6.2%	6.3%	6.5%	8.2%	8.2%	9.6%	11.2%	12.6%	15.1%
2.199% . . . . .	3.0%	3.0%	3.1%	3.2%	3.3%	5.1%	5.1%	6.5%	8.2%	9.7%	12.2%
4.000% . . . . .	0.2%	0.2%	0.3%	0.4%	0.5%	2.4%	2.4%	3.8%	5.6%	7.1%	9.7%

### Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions, and



- the priority sequences of distributions of principal of the Group 1, Group 4 and Group 5 Classes.

See “—Distributions of Principal” above.

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

### **Decrement Tables**

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	5.00%
Group 2 MBS	180 months	5.50%
Group 3 MBS	240 months	5.50%
Group 4 MBS	360 months	5.50%
Group 5 MBS	360 months	5.50%

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

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

## Percent of Original Principal Balances Outstanding

Date	DC Class								DA, DB, DI† and DG Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	500%	700%	1000%	0%	100%	200%	300%	400%	500%	700%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2014	100	99	99	99	99	99	99	99	96	91	87	82	78	73	64	51
May 2015	96	88	88	88	88	88	88	71	96	90	77	63	50	38	14	0
May 2016	93	76	76	76	76	76	50	20	96	86	62	40	19	1	0	0
May 2017	89	65	65	65	64	48	22	0	96	83	51	23	0	0	0	0
May 2018	85	53	53	53	43	27	6	0	96	82	44	13	0	0	0	0
May 2019	81	42	42	42	28	14	0	0	96	81	39	7	0	0	0	0
May 2020	77	31	30	30	16	4	0	0	96	81	37	5	0	0	0	0
May 2021	73	20	19	20	7	0	0	0	96	81	36	5	0	0	0	0
May 2022	68	11	9	11	1	0	0	0	96	81	36	5	0	0	0	0
May 2023	63	2	*	4	0	0	0	0	96	81	36	5	0	0	0	0
May 2024	58	0	0	0	0	0	0	0	96	73	27	3	0	0	0	0
May 2025	52	0	0	0	0	0	0	0	96	63	19	0	0	0	0	0
May 2026	47	0	0	0	0	0	0	0	96	54	12	0	0	0	0	0
May 2027	41	0	0	0	0	0	0	0	96	45	6	0	0	0	0	0
May 2028	35	0	0	0	0	0	0	0	96	37	1	0	0	0	0	0
May 2029	28	0	0	0	0	0	0	0	96	30	0	0	0	0	0	0
May 2030	21	0	0	0	0	0	0	0	96	23	0	0	0	0	0	0
May 2031	14	0	0	0	0	0	0	0	96	17	0	0	0	0	0	0
May 2032	6	0	0	0	0	0	0	0	96	11	0	0	0	0	0	0
May 2033	0	0	0	0	0	0	0	0	94	5	0	0	0	0	0	0
May 2034	0	0	0	0	0	0	0	0	84	0	0	0	0	0	0	0
May 2035	0	0	0	0	0	0	0	0	73	0	0	0	0	0	0	0
May 2036	0	0	0	0	0	0	0	0	62	0	0	0	0	0	0	0
May 2037	0	0	0	0	0	0	0	0	50	0	0	0	0	0	0	0
May 2038	0	0	0	0	0	0	0	0	38	0	0	0	0	0	0	0
May 2039	0	0	0	0	0	0	0	0	25	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	11	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.8	5.4	5.3	5.4	4.7	4.1	3.2	2.4	23.2	12.5	6.2	3.0	2.0	1.7	1.3	1.0

Date	DZ Class							
	PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	500%	700%	1000%
Initial Percent	100	100	100	100	100	100	100	100
May 2014	103	103	103	103	103	103	103	103
May 2015	105	105	105	105	105	105	105	105
May 2016	108	108	108	108	108	108	108	108
May 2017	111	111	111	111	111	111	111	100
May 2018	113	113	113	113	113	113	113	39
May 2019	116	116	116	116	116	116	88	15
May 2020	119	119	119	119	119	119	50	6
May 2021	122	122	122	122	122	101	28	2
May 2022	125	125	125	125	125	68	16	1
May 2023	128	128	128	128	96	46	9	*
May 2024	132	132	132	132	70	31	5	*
May 2025	135	135	135	117	51	21	3	*
May 2026	138	138	138	92	37	14	2	*
May 2027	142	142	142	72	27	9	1	*
May 2028	145	145	145	56	19	6	*	*
May 2029	149	149	125	43	14	4	*	*
May 2030	153	153	103	34	10	3	*	*
May 2031	157	157	85	26	7	2	*	*
May 2032	161	161	69	20	5	1	*	*
May 2033	165	165	56	15	3	1	*	*
May 2034	169	168	45	11	2	*	*	*
May 2035	173	141	35	8	2	*	*	*
May 2036	178	117	27	6	1	*	*	0
May 2037	182	95	21	4	1	*	*	0
May 2038	187	74	15	3	*	*	*	0
May 2039	191	55	11	2	*	*	*	0
May 2040	196	38	7	1	*	*	*	0
May 2041	181	22	4	1	*	*	*	0
May 2042	93	8	1	*	*	*	*	0
May 2043	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.9	24.8	19.7	15.4	12.3	10.1	7.3	5.0

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

GB and GI† Classes								
Date	PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100
May 2014	96	93	91	89	87	83	79	70
May 2015	91	83	78	72	67	57	47	30
May 2016	86	73	64	55	48	34	23	8
May 2017	81	64	52	42	34	20	11	2
May 2018	75	56	42	32	24	12	5	1
May 2019	69	48	34	24	16	7	3	*
May 2020	63	40	27	18	11	4	1	*
May 2021	57	33	21	13	7	2	1	*
May 2022	50	27	16	9	5	1	*	*
May 2023	43	21	12	6	3	1	*	*
May 2024	35	16	8	4	2	*	*	*
May 2025	27	11	5	2	1	*	*	*
May 2026	19	7	3	1	1	*	*	*
May 2027	10	3	1	*	*	*	*	0
May 2028	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.5	6.3	5.1	4.2	3.6	2.7	2.2	1.6

WE and WI† Classes								
Date	PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	700%	1100%	
Initial Percent	100	100	100	100	100	100	100	100
May 2014	97	95	93	92	90	85	78	
May 2015	94	87	82	77	72	58	41	
May 2016	91	79	70	61	53	33	14	
May 2017	88	71	59	48	38	18	4	
May 2018	84	63	49	37	28	10	1	
May 2019	80	57	41	29	20	6	*	
May 2020	77	50	34	22	14	3	*	
May 2021	72	44	28	17	10	2	*	
May 2022	68	39	23	13	7	1	*	
May 2023	63	34	19	10	5	*	*	
May 2024	58	29	15	7	4	*	*	
May 2025	53	24	12	6	2	*	*	
May 2026	48	20	9	4	2	*	*	
May 2027	42	17	7	3	1	*	*	
May 2028	36	13	5	2	1	*	*	
May 2029	30	10	4	1	*	*	*	
May 2030	23	7	2	1	*	*	0	
May 2031	16	4	1	*	*	*	0	
May 2032	8	2	1	*	*	*	0	
May 2033	0	0	0	0	0	0	0	
Weighted Average Life (years)**	11.8	8.0	6.1	4.8	4.0	2.7	1.9	

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

**PC, Pf, PA and PD Classes**

Date	PSA Prepayment Assumption										
	0%	100%	115%	205%	240%	364%	365%	500%	750%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
May 2014	98	94	94	94	94	94	94	94	94	94	94
May 2015	96	85	84	84	84	84	84	84	84	73	41
May 2016	93	74	72	72	72	72	72	72	49	29	4
May 2017	91	64	60	60	60	60	60	51	26	11	0
May 2018	88	54	50	50	50	50	50	35	14	4	0
May 2019	85	44	40	40	40	40	40	24	7	1	0
May 2020	82	36	31	31	31	31	31	16	3	*	0
May 2021	79	28	23	23	23	23	23	11	2	0	0
May 2022	76	20	17	17	17	17	17	7	1	0	0
May 2023	73	13	13	13	13	13	13	5	0	0	0
May 2024	69	10	10	10	10	10	10	3	0	0	0
May 2025	65	7	7	7	7	7	7	2	0	0	0
May 2026	61	5	5	5	5	5	5	1	0	0	0
May 2027	57	4	4	4	4	4	4	*	0	0	0
May 2028	52	3	3	3	3	3	3	*	0	0	0
May 2029	47	2	2	2	2	2	2	0	0	0	0
May 2030	42	1	1	1	1	1	1	0	0	0	0
May 2031	37	1	1	1	1	1	1	0	0	0	0
May 2032	31	*	*	*	*	*	*	0	0	0	0
May 2033	25	*	*	*	*	*	*	0	0	0	0
May 2034	19	0	0	0	0	0	0	0	0	0	0
May 2035	12	0	0	0	0	0	0	0	0	0	0
May 2036	5	0	0	0	0	0	0	0	0	0	0
May 2037	0	0	0	0	0	0	0	0	0	0	0
May 2038	0	0	0	0	0	0	0	0	0	0	0
May 2039	0	0	0	0	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	14.3	6.0	5.7	5.7	5.7	5.7	5.7	4.6	3.3	2.6	1.9

**PB Class**

Date	PSA Prepayment Assumption										
	0%	100%	115%	205%	240%	364%	365%	500%	750%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
May 2014	100	100	100	100	100	100	100	100	100	100	100
May 2015	100	100	100	100	100	100	100	100	100	100	100
May 2016	100	100	100	100	100	100	100	100	100	100	100
May 2017	100	100	100	100	100	100	100	100	100	100	69
May 2018	100	100	100	100	100	100	100	100	100	100	7
May 2019	100	100	100	100	100	100	100	100	100	100	1
May 2020	100	100	100	100	100	100	100	100	100	100	*
May 2021	100	100	100	100	100	100	100	100	100	42	*
May 2022	100	100	100	100	100	100	100	100	100	16	*
May 2023	100	100	100	100	100	100	100	100	98	6	*
May 2024	100	100	100	100	100	100	100	100	52	2	*
May 2025	100	100	100	100	100	100	100	100	27	1	0
May 2026	100	100	100	100	100	100	100	100	15	*	0
May 2027	100	100	100	100	100	100	100	100	8	*	0
May 2028	100	100	100	100	100	100	100	100	4	*	0
May 2029	100	100	100	100	100	100	100	73	2	*	0
May 2030	100	100	100	100	100	100	100	48	1	*	0
May 2031	100	100	100	100	100	100	100	32	1	*	0
May 2032	100	100	100	100	100	100	100	21	*	*	0
May 2033	100	100	100	100	100	100	100	13	*	*	0
May 2034	100	75	75	75	75	75	75	9	*	*	0
May 2035	100	53	53	53	53	53	53	5	*	*	0
May 2036	100	37	37	37	37	37	37	3	*	*	0
May 2037	25	25	25	25	25	25	25	2	*	*	0
May 2038	16	16	16	16	16	16	16	1	*	*	0
May 2039	10	10	10	10	10	10	10	1	*	*	0
May 2040	6	6	6	6	6	6	6	*	*	0	0
May 2041	3	3	3	3	3	3	3	*	*	0	0
May 2042	1	1	1	1	1	1	1	*	*	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.3	22.8	22.8	22.8	22.8	22.8	22.8	17.6	11.6	8.2	4.3

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

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

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

Date	PJ Class										
	PSA Prepayment Assumption										
	0%	100%	115%	205%	240%	364%	365%	500%	750%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
May 2014	100	100	100	91	91	91	91	91	91	91	75
May 2015	100	100	100	70	70	70	70	70	24	0	0
May 2016	100	100	100	45	45	45	45	13	0	0	0
May 2017	100	100	100	26	26	26	26	0	0	0	0
May 2018	100	100	100	13	13	13	13	0	0	0	0
May 2019	100	100	100	3	3	3	3	0	0	0	0
May 2020	100	100	100	*	*	*	0	0	0	0	0
May 2021	100	100	97	*	*	*	0	0	0	0	0
May 2022	100	100	89	*	*	*	0	0	0	0	0
May 2023	100	100	78	*	*	*	0	0	0	0	0
May 2024	100	88	66	0	0	0	0	0	0	0	0
May 2025	100	74	52	0	0	0	0	0	0	0	0
May 2026	100	60	38	0	0	0	0	0	0	0	0
May 2027	100	45	23	0	0	0	0	0	0	0	0
May 2028	100	30	9	0	0	0	0	0	0	0	0
May 2029	100	15	0	0	0	0	0	0	0	0	0
May 2030	100	1	0	0	0	0	0	0	0	0	0
May 2031	100	0	0	0	0	0	0	0	0	0	0
May 2032	100	0	0	0	0	0	0	0	0	0	0
May 2033	100	0	0	0	0	0	0	0	0	0	0
May 2034	100	0	0	0	0	0	0	0	0	0	0
May 2035	100	0	0	0	0	0	0	0	0	0	0
May 2036	100	0	0	0	0	0	0	0	0	0	0
May 2037	92	0	0	0	0	0	0	0	0	0	0
May 2038	61	0	0	0	0	0	0	0	0	0	0
May 2039	28	0	0	0	0	0	0	0	0	0	0
May 2040	0	0	0	0	0	0	0	0	0	0	0
May 2041	0	0	0	0	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	25.3	13.7	12.0	3.0	3.0	3.0	3.0	2.3	1.7	1.4	1.1

Date	Z Class										
	PSA Prepayment Assumption										
	0%	100%	115%	205%	240%	364%	365%	500%	750%	1000%	1500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100
May 2014	103	103	103	103	103	103	103	103	103	103	103
May 2015	106	106	106	106	106	106	106	106	106	0	0
May 2016	109	109	109	109	109	109	109	109	0	0	0
May 2017	113	113	113	113	113	113	113	0	0	0	0
May 2018	116	116	116	116	116	116	116	0	0	0	0
May 2019	120	120	120	120	120	120	120	0	0	0	0
May 2020	123	123	123	123	123	123	*	0	0	0	0
May 2021	127	127	127	127	127	127	*	0	0	0	0
May 2022	131	131	131	131	131	131	*	0	0	0	0
May 2023	135	135	135	135	135	135	*	0	0	0	0
May 2024	139	139	139	131	131	131	*	0	0	0	0
May 2025	143	143	143	109	109	109	*	0	0	0	0
May 2026	148	148	148	89	89	89	*	0	0	0	0
May 2027	152	152	152	72	72	72	*	0	0	0	0
May 2028	157	157	157	57	57	57	*	0	0	0	0
May 2029	162	162	45	45	45	45	*	0	0	0	0
May 2030	166	166	36	36	36	36	*	0	0	0	0
May 2031	171	28	28	28	28	28	*	0	0	0	0
May 2032	177	21	21	21	21	21	*	0	0	0	0
May 2033	182	16	16	16	16	16	*	0	0	0	0
May 2034	188	12	12	12	12	12	*	0	0	0	0
May 2035	193	8	8	8	8	8	*	0	0	0	0
May 2036	199	6	6	6	6	6	*	0	0	0	0
May 2037	205	4	4	4	4	4	*	0	0	0	0
May 2038	212	2	2	2	2	2	*	0	0	0	0
May 2039	218	1	1	1	1	1	*	0	0	0	0
May 2040	*	*	*	*	*	*	*	0	0	0	0
May 2041	0	0	0	0	0	0	*	0	0	0	0
May 2042	0	0	0	0	0	0	*	0	0	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.8	17.8	16.8	15.2	15.2	15.2	6.7	3.2	2.2	1.8	1.3

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

Date	YF and YS Classes											HC Class							
	PSA Prepayment Assumption											PSA Prepayment Assumption							
	0%	100%	115%	205%	240%	364%	365%	500%	750%	1000%	1500%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
May 2014	100	100	100	100	97	86	86	75	53	31	0	100	99	99	99	99	99	99	
May 2015	100	100	100	100	91	58	58	23	0	0	0	97	89	89	89	89	89	89	
May 2016	100	100	100	100	83	28	28	0	0	0	0	94	79	79	79	79	67	44	
May 2017	100	100	100	100	78	10	10	0	0	0	0	91	69	69	69	69	39	18	
May 2018	100	100	100	100	75	2	2	0	0	0	0	87	59	59	59	49	21	5	
May 2019	100	100	100	100	74	*	0	0	0	0	0	84	49	49	49	34	10	0	
May 2020	100	100	100	98	71	*	0	0	0	0	0	80	39	39	39	23	3	0	
May 2021	100	100	100	93	67	*	0	0	0	0	0	76	29	29	29	14	0	0	
May 2022	100	100	100	86	61	*	0	0	0	0	0	72	20	19	21	8	0	0	
May 2023	100	100	100	78	55	*	0	0	0	0	0	68	11	11	14	3	0	0	
May 2024	100	100	100	70	48	*	0	0	0	0	0	63	3	4	9	0	0	0	
May 2025	100	100	100	62	42	*	0	0	0	0	0	58	0	0	5	0	0	0	
May 2026	100	100	100	55	36	*	0	0	0	0	0	53	0	0	1	0	0	0	
May 2027	100	100	100	48	31	*	0	0	0	0	0	48	0	0	0	0	0	0	
May 2028	100	100	100	41	26	*	0	0	0	0	0	42	0	0	0	0	0	0	
May 2029	100	100	97	35	22	*	0	0	0	0	0	36	0	0	0	0	0	0	
May 2030	100	100	86	30	18	*	0	0	0	0	0	29	0	0	0	0	0	0	
May 2031	100	90	76	25	15	*	0	0	0	0	0	23	0	0	0	0	0	0	
May 2032	100	80	66	21	12	*	0	0	0	0	0	16	0	0	0	0	0	0	
May 2033	100	69	58	17	10	*	0	0	0	0	0	8	0	0	0	0	0	0	
May 2034	100	60	49	14	8	*	0	0	0	0	0	*	0	0	0	0	0	0	
May 2035	100	51	42	11	6	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2036	100	43	35	9	5	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2037	100	35	28	7	4	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2038	100	28	22	5	3	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2039	100	21	17	4	2	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2040	95	15	12	2	1	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2041	65	9	7	1	1	*	0	0	0	0	0	0	0	0	0	0	0	0	
May 2042	33	4	3	1	*	0	0	0	0	0	0	0	0	0	0	0	0	0	
May 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average																			
Life (years)**	28.5	22.6	21.5	14.6	11.0	2.4	2.4	1.5	1.0	0.8	0.6	12.8	6.0	6.0	6.2	5.2	3.8	3.1	2.4

Date	HA, HB and HI† Classes								IH† and HD Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2014	97	92	88	83	79	70	61	48	99	96	94	92	90	86	82	76
May 2015	97	90	77	64	51	27	5	0	97	90	84	78	72	61	51	37
May 2016	97	85	62	40	20	0	0	0	95	82	71	62	53	37	24	10
May 2017	97	82	50	23	0	0	0	0	94	75	61	48	38	21	10	*
May 2018	97	79	42	12	0	0	0	0	92	68	51	38	27	12	3	0
May 2019	97	77	36	5	0	0	0	0	90	62	43	29	19	5	0	0
May 2020	97	77	33	2	0	0	0	0	88	56	36	22	12	2	0	0
May 2021	97	77	32	1	0	0	0	0	85	51	30	17	8	0	0	0
May 2022	97	77	32	1	0	0	0	0	83	45	25	12	4	0	0	0
May 2023	97	77	32	1	0	0	0	0	81	41	20	8	2	0	0	0
May 2024	97	77	32	1	0	0	0	0	78	36	16	5	0	0	0	0
May 2025	97	72	29	1	0	0	0	0	76	32	13	3	0	0	0	0
May 2026	97	63	22	1	0	0	0	0	73	28	10	1	0	0	0	0
May 2027	97	55	16	0	0	0	0	0	70	25	7	0	0	0	0	0
May 2028	97	48	11	0	0	0	0	0	67	21	5	0	0	0	0	0
May 2029	97	41	7	0	0	0	0	0	63	18	3	0	0	0	0	0
May 2030	97	34	3	0	0	0	0	0	60	15	1	0	0	0	0	0
May 2031	97	28	*	0	0	0	0	0	56	13	*	0	0	0	0	0
May 2032	97	22	0	0	0	0	0	0	52	10	0	0	0	0	0	0
May 2033	97	17	0	0	0	0	0	0	48	8	0	0	0	0	0	0
May 2034	97	12	0	0	0	0	0	0	44	6	0	0	0	0	0	0
May 2035	87	8	0	0	0	0	0	0	39	3	0	0	0	0	0	0
May 2036	76	3	0	0	0	0	0	0	34	2	0	0	0	0	0	0
May 2037	64	0	0	0	0	0	0	0	29	0	0	0	0	0	0	0
May 2038	52	0	0	0	0	0	0	0	24	0	0	0	0	0	0	0
May 2039	40	0	0	0	0	0	0	0	18	0	0	0	0	0	0	0
May 2040	26	0	0	0	0	0	0	0	12	0	0	0	0	0	0	0
May 2041	12	0	0	0	0	0	0	0	6	0	0	0	0	0	0	0
May 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	24.4	13.5	6.6	2.9	2.0	1.5	1.2	1.0	18.0	9.4	6.2	4.7	3.8	2.8	2.2	1.7

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

Date	HZ Class								IO† Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
May 2014	103	103	103	103	103	103	103	103	99	96	94	92	91	87	83	77
May 2015	105	105	105	105	105	105	105	105	97	90	84	79	73	63	53	39
May 2016	108	108	108	108	108	108	108	108	96	83	73	63	55	40	27	13
May 2017	111	111	111	111	111	111	111	111	94	76	63	51	41	25	14	4
May 2018	113	113	113	113	113	113	113	39	92	70	54	41	30	15	7	1
May 2019	116	116	116	116	116	116	95	13	91	64	46	32	22	10	4	*
May 2020	119	119	119	119	119	119	48	4	89	58	39	26	16	6	2	*
May 2021	122	122	122	122	122	99	24	1	87	53	34	21	12	4	1	*
May 2022	125	125	125	125	125	61	12	*	85	48	29	16	9	2	*	*
May 2023	128	128	128	128	128	38	6	*	83	44	24	13	7	1	*	*
May 2024	132	132	132	132	128	23	3	*	80	40	21	10	5	1	*	*
May 2025	135	135	135	135	94	14	2	*	78	36	17	8	4	1	*	*
May 2026	138	138	138	138	68	9	1	*	75	32	15	6	3	*	*	*
May 2027	142	142	142	132	49	5	*	*	72	29	12	5	2	*	*	*
May 2028	145	145	145	103	36	3	*	*	69	26	10	4	1	*	*	*
May 2029	149	149	149	80	26	2	*	*	66	23	9	3	1	*	*	*
May 2030	153	153	153	62	18	1	*	*	63	21	7	2	1	*	*	*
May 2031	157	157	157	47	13	1	*	*	60	18	6	2	*	*	*	0
May 2032	161	161	128	36	9	*	*	*	56	16	5	1	*	*	*	0
May 2033	165	165	104	27	6	*	*	*	52	14	4	1	*	*	*	0
May 2034	169	169	83	20	4	*	*	0	48	12	3	1	*	*	*	0
May 2035	173	173	66	15	3	*	*	0	44	10	2	1	*	*	*	0
May 2036	178	178	51	11	2	*	*	0	40	8	2	*	*	*	*	0
May 2037	182	177	39	8	1	*	*	0	35	7	1	*	*	*	*	0
May 2038	187	139	28	5	1	*	*	0	30	5	1	*	*	*	*	0
May 2039	191	104	20	3	1	*	*	0	24	4	1	*	*	*	*	0
May 2040	196	71	13	2	*	*	*	0	19	3	*	*	*	*	0	0
May 2041	201	42	7	1	*	*	*	0	13	2	*	*	*	*	0	0
May 2042	176	15	2	*	*	*	0	0	7	1	*	*	*	*	0	0
May 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.5	26.5	22.0	17.5	14.0	9.7	7.2	5.0	19.0	10.4	7.1	5.3	4.3	3.1	2.4	1.9

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

### Characteristics of the Residual Classes

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

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

### CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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



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

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

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

**REMIC Elections and Special Tax Attributes**

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

**Taxation of Beneficial Owners of Regular Certificates**

The Notional Classes, the Accrual Classes and the YS Class will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	200% PSA
2	200% PSA
3	200% PSA
4	240% PSA
5	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 at any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

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

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

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

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

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. All of the RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

### **PLAN OF DISTRIBUTION**

We are obligated to deliver the Certificates to Jefferies LLC (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

### **LEGAL MATTERS**

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

## 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
<b>Recombination 1</b>								
DA	\$15,000,000	DG	\$30,000,000	SPS/AD	1.50%	FIX	3136AEPQ4	April 2041
DB	15,000,000							
<b>Recombination 2</b>								
PC	47,704,525	PA	47,704,525	PAC	1.75	FIX	3136AEPR2	May 2043
PI	3,975,377(3)							
<b>Recombination 3</b>								
PC	47,704,525	PD	47,704,525	PAC	2.00	FIX	3136AEPS0	May 2043
PI	7,950,754(3)							
<b>Recombination 4</b>								
HC	26,468,750	HD	48,125,000	SEQ/AD	2.00	FIX	3136AEPT8	April 2042
HI	3,609,375(3)							
HA	10,000,000							
HB	11,656,250							

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

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

(3) Notional principal balances. These Classes are Interest Only Classes. See page S-6 for a description of how their notional principal balances are calculated.

## Principal Balance Schedules

### *Aggregate Group I Planned Balances*

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance .....	\$48,009,192.00	January 2018 .....	\$25,572,221.88	September 2022 .....	\$ 7,799,150.85
June 2013 .....	47,851,382.14	February 2018 .....	25,155,249.86	October 2022 .....	7,619,392.62
July 2013 .....	47,678,945.23	March 2018 .....	24,741,054.17	November 2022 .....	7,443,659.30
August 2013 .....	47,491,947.28	April 2018 .....	24,329,617.47	December 2022 .....	7,271,862.59
September 2013 .....	47,290,462.93	May 2018 .....	23,920,922.50	January 2023 .....	7,103,916.09
October 2013 .....	47,074,575.50	June 2018 .....	23,514,952.15	February 2023 .....	6,939,735.26
November 2013 .....	46,844,376.90	July 2018 .....	23,111,689.36	March 2023 .....	6,779,237.41
December 2013 .....	46,599,967.60	August 2018 .....	22,711,117.21	April 2023 .....	6,622,341.62
January 2014 .....	46,341,456.51	September 2018 .....	22,313,218.88	May 2023 .....	6,468,968.74
February 2014 .....	46,068,960.98	October 2018 .....	21,917,977.64	June 2023 .....	6,319,041.31
March 2014 .....	45,782,606.68	November 2018 .....	21,525,376.86	July 2023 .....	6,172,483.57
April 2014 .....	45,482,527.51	December 2018 .....	21,135,400.03	August 2023 .....	6,029,221.38
May 2014 .....	45,168,865.52	January 2019 .....	20,748,030.72	September 2023 .....	5,889,182.21
June 2014 .....	44,841,770.78	February 2019 .....	20,363,252.61	October 2023 .....	5,752,295.12
July 2014 .....	44,501,401.29	March 2019 .....	19,981,049.49	November 2023 .....	5,618,490.68
August 2014 .....	44,147,922.84	April 2019 .....	19,601,405.22	December 2023 .....	5,487,700.99
September 2014 .....	43,781,508.89	May 2019 .....	19,224,303.78	January 2024 .....	5,359,859.60
October 2014 .....	43,402,340.42	June 2019 .....	18,849,729.25	February 2024 .....	5,234,901.52
November 2014 .....	43,010,605.81	July 2019 .....	18,477,665.79	March 2024 .....	5,112,763.16
December 2014 .....	42,606,500.65	August 2019 .....	18,108,097.68	April 2024 .....	4,993,382.30
January 2015 .....	42,190,227.62	September 2019 .....	17,741,009.26	May 2024 .....	4,876,698.09
February 2015 .....	41,761,996.29	October 2019 .....	17,376,385.01	June 2024 .....	4,762,651.00
March 2015 .....	41,322,022.94	November 2019 .....	17,014,209.46	July 2024 .....	4,651,182.77
April 2015 .....	40,870,530.44	December 2019 .....	16,654,467.28	August 2024 .....	4,542,236.44
May 2015 .....	40,407,747.98	January 2020 .....	16,297,143.19	September 2024 .....	4,435,756.25
June 2015 .....	39,933,910.93	February 2020 .....	15,942,222.02	October 2024 .....	4,331,687.67
July 2015 .....	39,449,260.62	March 2020 .....	15,589,688.71	November 2024 .....	4,229,977.37
August 2015 .....	38,954,044.14	April 2020 .....	15,239,528.27	December 2024 .....	4,130,573.17
September 2015 .....	38,448,514.12	May 2020 .....	14,894,355.35	January 2025 .....	4,033,424.00
October 2015 .....	37,946,312.41	June 2020 .....	14,556,817.87	February 2025 .....	3,938,479.93
November 2015 .....	37,447,418.31	July 2020 .....	14,226,749.77	March 2025 .....	3,845,692.12
December 2015 .....	36,951,811.24	August 2020 .....	13,903,988.57	April 2025 .....	3,755,012.76
January 2016 .....	36,459,470.76	September 2020 .....	13,588,375.28	May 2025 .....	3,666,395.13
February 2016 .....	35,970,376.53	October 2020 .....	13,279,754.32	June 2025 .....	3,579,793.48
March 2016 .....	35,484,508.35	November 2020 .....	12,977,973.46	July 2025 .....	3,495,163.08
April 2016 .....	35,001,846.15	December 2020 .....	12,682,883.73	August 2025 .....	3,412,460.18
May 2016 .....	34,522,369.96	January 2021 .....	12,394,339.39	September 2025 .....	3,331,641.98
June 2016 .....	34,046,059.94	February 2021 .....	12,112,197.78	October 2025 .....	3,252,666.59
July 2016 .....	33,572,896.39	March 2021 .....	11,836,319.37	November 2025 .....	3,175,493.08
August 2016 .....	33,102,859.70	April 2021 .....	11,566,567.59	December 2025 .....	3,100,081.37
September 2016 .....	32,635,930.39	May 2021 .....	11,302,808.82	January 2026 .....	3,026,392.27
October 2016 .....	32,172,089.11	June 2021 .....	11,044,912.32	February 2026 .....	2,954,387.46
November 2016 .....	31,711,316.61	July 2021 .....	10,792,750.16	March 2026 .....	2,884,029.44
December 2016 .....	31,253,593.76	August 2021 .....	10,546,197.15	April 2026 .....	2,815,281.53
January 2017 .....	30,798,901.57	September 2021 .....	10,305,130.83	May 2026 .....	2,748,107.86
February 2017 .....	30,347,221.12	October 2021 .....	10,069,431.34	June 2026 .....	2,682,473.33
March 2017 .....	29,898,533.65	November 2021 .....	9,838,981.43	July 2026 .....	2,618,343.63
April 2017 .....	29,452,820.49	December 2021 .....	9,613,666.36	August 2026 .....	2,555,685.18
May 2017 .....	29,010,063.09	January 2022 .....	9,393,373.87	September 2026 .....	2,494,465.14
June 2017 .....	28,570,243.01	February 2022 .....	9,177,994.13	October 2026 .....	2,434,651.41
July 2017 .....	28,133,341.92	March 2022 .....	8,967,419.65	November 2026 .....	2,376,212.55
August 2017 .....	27,699,341.61	April 2022 .....	8,761,545.28	December 2026 .....	2,319,117.84
September 2017 .....	27,268,223.97	May 2022 .....	8,560,268.14	January 2027 .....	2,263,337.24
October 2017 .....	26,839,971.00	June 2022 .....	8,363,487.56	February 2027 .....	2,208,841.34
November 2017 .....	26,414,564.84	July 2022 .....	8,171,105.05	March 2027 .....	2,155,601.39
December 2017 .....	25,991,987.68	August 2022 .....	7,983,024.24	April 2027 .....	2,103,589.28

**Aggregate Group I (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
May 2027	\$ 2,052,777.50	April 2032	\$ 456,505.13	March 2037	\$ 81,150.02
June 2027	2,003,139.14	May 2032	444,425.48	April 2037	78,508.39
July 2027	1,954,647.91	June 2032	432,640.22	May 2037	75,937.73
August 2027	1,907,278.07	July 2032	421,142.50	June 2037	73,436.32
September 2027	1,861,004.45	August 2032	409,925.65	July 2037	71,002.45
October 2027	1,815,802.44	September 2032	398,983.12	August 2037	68,634.45
November 2027	1,771,647.97	October 2032	388,308.55	September 2037	66,330.69
December 2027	1,728,517.50	November 2032	377,895.67	October 2037	64,089.60
January 2028	1,686,388.00	December 2032	367,738.41	November 2037	61,909.62
February 2028	1,645,236.95	January 2033	357,830.78	December 2037	59,789.23
March 2028	1,605,042.33	February 2033	348,166.97	January 2038	57,726.97
April 2028	1,565,782.60	March 2033	338,741.27	February 2038	55,721.38
May 2028	1,527,436.71	April 2033	329,548.13	March 2038	53,771.06
June 2028	1,489,984.04	May 2033	320,582.09	April 2038	51,874.63
July 2028	1,453,404.47	June 2033	311,837.84	May 2038	50,030.75
August 2028	1,417,678.28	July 2033	303,310.19	June 2038	48,238.11
September 2028	1,382,786.21	August 2033	294,994.04	July 2038	46,495.41
October 2028	1,348,709.42	September 2033	286,884.44	August 2038	44,801.42
November 2028	1,315,429.49	October 2033	278,976.53	September 2038	43,154.91
December 2028	1,282,928.39	November 2033	271,265.57	October 2038	41,554.69
January 2029	1,251,188.51	December 2033	263,746.92	November 2038	39,999.60
February 2029	1,220,192.63	January 2034	256,416.06	December 2038	38,488.49
March 2029	1,189,923.88	February 2034	249,268.56	January 2039	37,020.25
April 2029	1,160,365.79	March 2034	242,300.08	February 2039	35,593.82
May 2029	1,131,502.25	April 2034	235,506.41	March 2039	34,208.11
June 2029	1,103,317.51	May 2034	228,883.41	April 2039	32,862.11
July 2029	1,075,796.16	June 2034	222,427.04	May 2039	31,554.81
August 2029	1,048,923.13	July 2034	216,133.36	June 2039	30,285.22
September 2029	1,022,683.69	August 2034	209,998.51	July 2039	29,052.37
October 2029	997,063.44	September 2034	204,018.73	August 2039	27,855.34
November 2029	972,048.30	October 2034	198,190.33	September 2039	26,693.21
December 2029	947,624.48	November 2034	192,509.71	October 2039	25,565.08
January 2030	923,778.53	December 2034	186,973.36	November 2039	24,470.08
February 2030	900,497.27	January 2035	181,577.85	December 2039	23,407.36
March 2030	877,767.83	February 2035	176,319.82	January 2040	22,376.09
April 2030	855,577.62	March 2035	171,195.98	February 2040	21,375.46
May 2030	833,914.33	April 2035	166,203.14	March 2040	20,404.67
June 2030	812,765.92	May 2035	161,338.16	April 2040	19,462.96
July 2030	792,120.64	June 2035	156,597.98	May 2040	18,549.57
August 2030	771,966.96	July 2035	151,979.62	June 2040	17,663.77
September 2030	752,293.65	August 2035	147,480.15	July 2040	16,804.83
October 2030	733,089.70	September 2035	143,096.73	August 2040	15,972.06
November 2030	714,344.36	October 2035	138,826.55	September 2040	15,164.77
December 2030	696,047.12	November 2035	134,666.91	October 2040	14,382.30
January 2031	678,187.69	December 2035	130,615.14	November 2040	13,623.99
February 2031	660,756.03	January 2036	126,668.64	December 2040	12,889.21
March 2031	643,742.30	February 2036	122,824.87	January 2041	12,177.34
April 2031	627,136.92	March 2036	119,081.35	February 2041	11,487.78
May 2031	610,930.47	April 2036	115,435.65	March 2041	10,819.93
June 2031	595,113.79	May 2036	111,885.41	April 2041	10,173.22
July 2031	579,677.89	June 2036	108,428.32	May 2041	9,547.10
August 2031	564,614.00	July 2036	105,062.12	June 2041	8,941.00
September 2031	549,913.55	August 2036	101,784.60	July 2041	8,354.39
October 2031	535,568.14	September 2036	98,593.60	August 2041	7,786.76
November 2031	521,569.57	October 2036	95,487.01	September 2041	7,237.60
December 2031	507,909.84	November 2036	92,462.79	October 2041	6,706.41
January 2032	494,581.10	December 2036	89,518.92	November 2041	6,192.70
February 2032	481,575.70	January 2037	86,653.44	December 2041	5,696.01
March 2032	468,886.15	February 2037	83,864.43	January 2042	5,215.87

**Aggregate Group I (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
February 2042 .....	\$ 4,751.84	July 2042 .....	\$ 2,658.28	December 2042 .....	\$ 906.07
March 2042 .....	4,303.47	August 2042 .....	2,282.05	January 2043 .....	592.55
April 2042 .....	3,870.34	September 2042 .....	1,919.08	February 2043 .....	290.54
May 2042 .....	3,452.04	October 2042 .....	1,568.99	March 2043 and	
June 2042 .....	3,048.15	November 2042 .....	1,231.44	thereafter .....	0.00

**Aggregate Group II Planned Balances**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance .....	\$12,185,000.00	May 2017 .....	\$ 3,251,150.43	May 2021 .....	\$ 59,361.74
June 2013 .....	12,151,002.20	June 2017 .....	3,089,370.25	June 2021 .....	58,712.24
July 2013 .....	12,105,731.98	July 2017 .....	2,931,915.19	July 2021 .....	58,060.58
August 2013 .....	12,049,241.57	August 2017 .....	2,778,719.18	August 2021 .....	57,407.19
September 2013 .....	11,981,601.72	September 2017 .....	2,629,717.02	September 2021 .....	56,752.44
October 2013 .....	11,902,901.61	October 2017 .....	2,484,844.35	October 2021 .....	56,096.76
November 2013 .....	11,813,248.79	November 2017 .....	2,344,037.62	November 2021 .....	55,440.48
December 2013 .....	11,712,769.14	December 2017 .....	2,207,234.14	December 2021 .....	54,783.98
January 2014 .....	11,601,606.67	January 2018 .....	2,074,371.97	January 2022 .....	54,127.59
February 2014 .....	11,479,923.36	February 2018 .....	1,945,390.02	February 2022 .....	53,471.62
March 2014 .....	11,347,898.93	March 2018 .....	1,820,227.96	March 2022 .....	52,816.41
April 2014 .....	11,205,730.61	April 2018 .....	1,698,826.25	April 2022 .....	52,162.23
May 2014 .....	11,053,632.80	May 2018 .....	1,581,126.14	May 2022 .....	51,509.38
June 2014 .....	10,891,836.78	June 2018 .....	1,467,069.59	June 2022 .....	50,858.12
July 2014 .....	10,720,590.32	July 2018 .....	1,356,599.37	July 2022 .....	50,208.71
August 2014 .....	10,540,157.28	August 2018 .....	1,249,658.96	August 2022 .....	49,561.41
September 2014 .....	10,350,817.13	September 2018 .....	1,146,192.58	September 2022 .....	48,916.42
October 2014 .....	10,152,864.54	October 2018 .....	1,046,145.19	October 2022 .....	48,274.00
November 2014 .....	9,946,608.81	November 2018 .....	949,462.46	November 2022 .....	47,634.35
December 2014 .....	9,732,373.34	December 2018 .....	856,090.75	December 2022 .....	46,997.66
January 2015 .....	9,510,495.05	January 2019 .....	765,977.14	January 2023 .....	46,364.13
February 2015 .....	9,281,323.80	February 2019 .....	679,069.42	February 2023 .....	45,733.95
March 2015 .....	9,045,221.70	March 2019 .....	595,316.01	March 2023 .....	45,107.28
April 2015 .....	8,802,562.49	April 2019 .....	514,666.05	April 2023 .....	44,484.29
May 2015 .....	8,553,730.80	May 2019 .....	440,213.19	May 2023 .....	43,865.13
June 2015 .....	8,299,121.48	June 2019 .....	373,149.27	June 2023 .....	43,249.95
July 2015 .....	8,039,138.84	July 2019 .....	313,275.85	July 2023 .....	42,638.88
August 2015 .....	7,774,195.86	August 2019 .....	260,398.92	August 2023 .....	42,032.06
September 2015 .....	7,504,713.45	September 2019 .....	214,328.90	September 2023 .....	41,429.62
October 2015 .....	7,241,158.50	October 2019 .....	174,880.45	October 2023 .....	40,831.65
November 2015 .....	6,983,444.56	November 2019 .....	141,872.47	November 2023 .....	40,238.28
December 2015 .....	6,731,486.32	December 2019 .....	115,127.93	December 2023 .....	39,649.59
January 2016 .....	6,485,199.48	January 2020 .....	94,473.85	January 2024 .....	39,065.69
February 2016 .....	6,244,500.88	February 2020 .....	79,741.17	February 2024 .....	38,486.67
March 2016 .....	6,009,308.37	March 2020 .....	70,764.67	March 2024 .....	37,912.59
April 2016 .....	5,779,540.82	April 2020 .....	67,382.90	April 2024 .....	37,343.55
May 2016 .....	5,555,118.18	May 2020 .....	66,808.56	May 2024 .....	36,779.61
June 2016 .....	5,335,961.38	June 2020 .....	66,224.75	June 2024 .....	36,220.83
July 2016 .....	5,121,992.34	July 2020 .....	65,632.19	July 2024 .....	35,667.28
August 2016 .....	4,913,134.02	August 2020 .....	65,031.56	August 2024 .....	35,119.00
September 2016 .....	4,709,310.32	September 2020 .....	64,423.50	September 2024 .....	34,576.04
October 2016 .....	4,510,446.11	October 2020 .....	63,808.63	October 2024 .....	34,038.47
November 2016 .....	4,316,467.24	November 2020 .....	63,187.56	November 2024 .....	33,506.30
December 2016 .....	4,127,300.48	December 2020 .....	62,560.87	December 2024 .....	32,979.57
January 2017 .....	3,942,873.54	January 2021 .....	61,929.10	January 2025 .....	32,458.32
February 2017 .....	3,763,115.08	February 2021 .....	61,292.81	February 2025 .....	31,942.58
March 2017 .....	3,587,954.62	March 2021 .....	60,652.49	March 2025 .....	31,432.36
April 2017 .....	3,417,322.63	April 2021 .....	60,008.64	April 2025 .....	30,927.69



**Aggregate Group II (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
May 2025	\$ 30,428.57	April 2030	\$ 10,175.55	March 2035	\$ 2,494.59
June 2025	29,935.04	May 2030	9,965.69	April 2035	2,425.46
July 2025	29,447.09	June 2030	9,759.37	May 2035	2,357.75
August 2025	28,964.73	July 2030	9,556.53	June 2035	2,291.43
September 2025	28,487.96	August 2030	9,357.14	July 2035	2,226.47
October 2025	28,016.79	September 2030	9,161.14	August 2035	2,162.86
November 2025	27,551.20	October 2030	8,968.50	September 2035	2,100.55
December 2025	27,091.20	November 2030	8,779.17	October 2035	2,039.56
January 2026	26,636.78	December 2030	8,593.10	November 2035	1,979.83
February 2026	26,187.93	January 2031	8,410.25	December 2035	1,921.35
March 2026	25,744.63	February 2031	8,230.57	January 2036	1,864.09
April 2026	25,306.86	March 2031	8,054.04	February 2036	1,808.05
May 2026	24,874.62	April 2031	7,880.58	March 2036	1,753.18
June 2026	24,447.89	May 2031	7,710.17	April 2036	1,699.48
July 2026	24,026.64	June 2031	7,542.77	May 2036	1,646.93
August 2026	23,610.85	July 2031	7,378.32	June 2036	1,595.49
September 2026	23,200.51	August 2031	7,216.80	July 2036	1,545.14
October 2026	22,795.55	September 2031	7,058.14	August 2036	1,495.88
November 2026	22,396.00	October 2031	6,902.32	September 2036	1,447.68
December 2026	22,001.80	November 2031	6,749.30	October 2036	1,400.53
January 2027	21,612.91	December 2031	6,599.03	November 2036	1,354.39
February 2027	21,229.32	January 2032	6,451.47	December 2036	1,309.26
March 2027	20,850.99	February 2032	6,306.59	January 2037	1,265.11
April 2027	20,477.88	March 2032	6,164.33	February 2037	1,221.93
May 2027	20,109.96	April 2032	6,024.67	March 2037	1,179.69
June 2027	19,747.20	May 2032	5,887.58	April 2037	1,138.38
July 2027	19,389.54	June 2032	5,752.99	May 2037	1,097.99
August 2027	19,036.96	July 2032	5,620.88	June 2037	1,058.49
September 2027	18,689.43	August 2032	5,491.21	July 2037	1,019.87
October 2027	18,346.89	September 2032	5,363.95	August 2037	982.11
November 2027	18,009.31	October 2032	5,239.05	September 2037	945.21
December 2027	17,676.64	November 2032	5,116.49	October 2037	909.13
January 2028	17,348.84	December 2032	4,996.20	November 2037	873.86
February 2028	17,025.88	January 2033	4,878.19	December 2037	839.40
March 2028	16,707.70	February 2033	4,762.40	January 2038	805.71
April 2028	16,394.27	March 2033	4,648.80	February 2038	772.80
May 2028	16,085.53	April 2033	4,537.34	March 2038	740.63
June 2028	15,781.46	May 2033	4,428.01	April 2038	709.21
July 2028	15,481.99	June 2033	4,320.76	May 2038	678.51
August 2028	15,187.08	July 2033	4,215.56	June 2038	648.51
September 2028	14,896.69	August 2033	4,112.39	July 2038	619.22
October 2028	14,610.78	September 2033	4,011.20	August 2038	590.61
November 2028	14,329.28	October 2033	3,911.96	September 2038	562.67
December 2028	14,052.18	November 2033	3,814.65	October 2038	535.38
January 2029	13,779.40	December 2033	3,719.23	November 2038	508.73
February 2029	13,510.90	January 2034	3,625.66	December 2038	482.72
March 2029	13,246.64	February 2034	3,533.92	January 2039	457.33
April 2029	12,986.58	March 2034	3,443.99	February 2039	432.53
May 2029	12,730.66	April 2034	3,355.82	March 2039	408.35
June 2029	12,478.84	May 2034	3,269.39	April 2039	384.73
July 2029	12,231.06	June 2034	3,184.68	May 2039	361.69
August 2029	11,987.29	July 2034	3,101.64	June 2039	339.20
September 2029	11,747.48	August 2034	3,020.27	July 2039	317.27
October 2029	11,511.57	September 2034	2,940.51	August 2039	295.87
November 2029	11,279.51	October 2034	2,862.35	September 2039	274.99
December 2029	11,051.28	November 2034	2,785.76	October 2039	254.62
January 2030	10,826.81	December 2034	2,710.72	November 2039	234.77
February 2030	10,606.07	January 2035	2,637.19	December 2039	215.41
March 2030	10,389.00	February 2035	2,565.16	January 2040	196.53



**Aggregate Group II (Continued)**

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
February 2040 .....	\$ 178.12	July 2040 .....	\$ 92.86	December 2040 .....	\$ 18.06
March 2040 .....	160.18	August 2040 .....	77.10	January 2041 .....	4.26
April 2040 .....	142.69	September 2040 .....	61.75	February 2041 and	
May 2040 .....	125.65	October 2040 .....	46.79	thereafter .....	0.00
June 2040 .....	109.04	November 2040 .....	32.23		

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

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

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**\$396,492,404**



**Guaranteed REMIC  
Pass-Through Certificates  
Fannie Mae REMIC Trust 2013-63**

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**PROSPECTUS SUPPLEMENT**

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**Jefferies**

**May 23, 2013**

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