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

$411,801,659

FannieMae

Guaranteed Pass-Through Certificates
Fannie Mae Trust 2013-92

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 class), 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 assets will be divided into five groups.

- Group 1 will consist of underlying RCR certificates backed by Fannie Mae MBS.
- Group 2, Group 3, Group 4 and Group 5 will consist of Fannie Mae MBS.

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

The mortgage loans underlying the Group 4 MBS have loan-to-value ratios in excess of 125%.

Tax Treatment

- Group 1, Group 2, Group 3 and Group 5 will together be treated as a REMIC for tax purposes.
- Group 4 will be treated as a grantor trust for tax purposes.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
MT	1	$40,987,867	SC/PT	4.0%	FIX	3136AGFP2	July 2041
A	2	50,000,000	SEQ	3.5	FIX	3136AGFQ0	December 2038
DV	2	4,165,000	SEQ/AD	3.5	FIX	3136AGFR8	February 2023
VD	2	6,566,000	SEQ/AD	3.5	FIX	3136AGFS6	August 2033
DZ	2	10,698,000	SEQ	3.5	FIX/Z	3136AGFT4	September 2043
DA	3	58,000,000	PAC	4.0	FIX	3136AGFU1	May 2042
DE	3	6,384,000	PAC	4.0	FIX	3136AGFV9	September 2043
UF	3	13,624,727	SUP	(2)	FLT	3136AGFW7	September 2043
US	3	5,109,273	SUP	(2)	INV	3136AGFX5	September 2043
FA	4	59,830,716	PT	(2)	FLT	3136AGFY3	September 2043
SA	4	59,830,716(3)	NTL	(2)	INV/IO	3136AGFZ0	September 2043
PO	4	51,283,472	PT	0.0	PO	3136AGGA4	September 2043
KA(4)	5	80,554,000	SEQ	3.0	FIX	3136AGGB2	August 2030
KB(4)	5	11,942,000	SEQ	3.0	FIX	3136AGGC0	March 2032
KC(4)	5	12,656,604	SEQ	3.0	FIX	3136AGGD8	September 2033
R	1-3, 5	0	NPR	0	NPR	3136AGGE6	September 2043

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

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The KJ, KI, KL, KE and KD 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.

Because the mortgage loans underlying the Group 4 MBS have loan-to-value ratios in excess of 125%, the Group 4 Classes are not eligible assets for a REMIC. See "Certain Additional Federal Income Tax Consequences" in this prospectus supplement and "Material Federal Income Tax Consequences—Special Tax Attributes" in the MBS Prospectus.

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

Carefully consider the risk factors starting 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.

Barclays

The date of this Prospectus Supplement is August 26, 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");
- if you are purchasing the Group 1 Class or the R Class, the disclosure document relating to the underlying RCR certificates (the "Underlying REMIC Disclosure Document"); 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 and the Underlying REMIC Disclosure Document 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 Document by writing or calling the dealer at:

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

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of August 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	Class 2012-96-PD RCR Certificate Class 2012-96-PI RCR Certificate
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS

Group 1

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

Group 2, Group 3, Group 4 and Group 5

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 2 MBS	$ 71,429,000	3.50%	3.75% to 6.00%	241 to 360
Group 3 MBS	$ 83,118,000	4.00%	4.25% to 6.50%	241 to 360
Group 4 MBS	$111,114,188	3.50%	3.75% to 6.00%	241 to 360
Group 5 MBS	$105,152,604	3.00%	3.25% to 5.50%	181 to 240

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 2 MBS	$ 71,429,000	360	346	6	4.070%
Group 3 MBS	$ 83,118,000	360	330	22	4.430%
Group 4 MBS	$111,114,188	360	348	6	4.136%
Group 5 MBS	$105,152,604	240	229	9	3.550%

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.

Each of the mortgage loans backing the Group 4 MBS has a loan-to-value ratio greater than 125%.

Settlement Date

We expect to issue the certificates on August 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:

Fed Book-Entry	Physical
All classes of certificates other than the R Class	R Class

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 trust 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)
UF	1.19193%	5.50000%	1.00%	LIBOR + 100 basis points
US	11.48817%	11.99999%	0.00%	11.99999% − (2.66666647 × LIBOR)
FA	0.74193%	6.50000%	0.55%	LIBOR + 55 basis points
SA	5.75807%	5.95000%	0.00%	5.95% − 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:

Class	
SA	100% of the FA Class
KI	25% of the KA Class

Distributions of Principal

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

Weighted Average Lives (years)*

Group 1 Class	PSA Prepayment Assumption 0%	100%	160%	400%	800%
MT	17.7	8.3	6.1	2.8	1.4

Group 2 Classes	PSA Prepayment Assumption 0%	100%	150%	300%	600%
A	15.7	6.2	4.8	2.9	1.8
DV	5.0	5.0	5.0	4.4	3.0
VD	15.0	13.4	11.4	7.2	4.1
DZ	27.7	20.9	18.2	12.1	6.7

Group 3 Classes	PSA Prepayment Assumption 0%	100%	110%	145%	230%	400%	800%
DA	16.0	5.7	5.4	5.4	5.4	3.4	1.6
DE	26.1	18.3	18.3	18.3	18.3	11.8	5.4
UF and US	28.4	19.1	17.9	12.0	2.2	0.8	0.3

Group 4 Classes	PSA Prepayment Assumption 0%	100%	150%	300%	500%
FA, SA and PO	19.3	10.3	8.4	5.2	3.4

Group 5 Classes	PSA Prepayment Assumption 0%	100%	150%	300%	500%
KA, KJ, KL and KI	9.8	5.3	4.3	2.8	1.9
KB	17.7	13.2	11.4	7.5	5.0
KC	19.3	16.8	15.7	11.9	8.1
KE	18.5	15.1	13.6	9.8	6.6
KD	10.8	6.3	5.2	3.4	2.3

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

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. Finally, if we determine that the above methods for establishing LIBOR are no longer viable, we may in our discretion designate an alternative method or, if appropriate, an alternative index for the determination of monthly interest rates on the floating rate and inverse floating rate classes. We will designate any such alternative taking into account general comparability and other factors; however, in such case, we can provide no assurance that such alternative will yield the same or similar economic results over the lives of the related classes.

Payments on the MT Class in Group 1 will be affected by the payment priority governing the underlying RCR certificates. If you invest in the MT Class, the rate at which you receive payments will be affected by the applicable priority sequence governing payments (or notional balance reductions) on the underlying RCR certificates.

In particular, as described in the Underlying REMIC Disclosure Document, principal payments on the Class 2012-96-PD RCR Certificate and notional balance reductions on the Class 2012-96-PI RCR Certificate in Group 1 are governed by a principal balance schedule. As a result, those underlying RCR certificates may receive principal payments (or notional balance reductions) faster or slower than would otherwise have been the case. In some cases, those underlying RCR certificates 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 (or notional balance reductions) over time may be eliminated. In such a case, the applicable underlying RCR certificates would receive principal payments (or notional balance reductions) at rates that may vary widely from period to period. This prospectus supplement contains no information as to whether

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

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

Mortgage loans with loan-to-value ratios greater than 125% may have different prepayment and default characteristics than conforming mortgage loans generally. The Group 4 MBS are backed by mortgage loans with loan-to-value ratios greater than 125% (a "very high LTV loan"). Although information is limited regarding the default and prepayment rates for very high LTV loans, it is possible that loans of this type may experience rates of default and voluntary prepayment that differ from otherwise comparable loans with lower loan-to-value ratios.

Very high LTV loans may be eligible for refinancing under the federal Home Affordable Refinancing Program ("HARP") and our Refi Plus program. Moreover, our mortgage seller/servicers are permitted to solicit refinancings of very high LTV loans even if the related seller/servicers are not soliciting refinancings from borrowers more generally, so long as they are also soliciting eligible borrowers whose mortgage loans are owned or guaranteed by Freddie Mac. If very high LTV loans are refinanced, the weighted average life of your certificates may be reduced and, in the case of interest only certificates, as well as certain other classes of certificates purchased at a premium, your yield may be adversely affected.

In addition, very high LTV loans may already have been refinanced. A refinanced very high LTV loan is likely to have a lower interest rate than the predecessor loan, which may enable the related borrower to continue to make monthly principal and interest payments. In that case, the weighted average life of your certificates may be extended and, in the case of principal only certificates, as well as certain other classes of certificates purchased at a discount, your yield may be adversely affected.

In general, very high LTV loans may be viewed as posing a greater risk of default than loans with lower loan-to-value ratios because borrowers may decide that it is not in their economic interest to continue making monthly payments. To the extent the very high LTV loans go into default, the weighted average life of your certificates may be reduced and, in the case of interest only certificates, as well as certain other classes of certificates purchased at a premium, your yield may be adversely affected. See "Description of the Certificates—The Trust MBS" in this prospectus supplement.

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 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 August 1, 2013 (the "Issue Date"). We will issue the Guaranteed Pass-Through Certificates (the "Trust Certificates") pursuant to that trust agreement and supplement. We will issue the Combinable and Recombinable Trust Certificates (the "RCR Certificates" and, together with the Trust 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 Trust 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 Trust Certificates and RCR Certificates.

The assets of the Trust will include:

- one group of previously issued RCR certificates (the "Group 1 Underlying RCR Certificates") issued from the related Fannie Mae trust (the "Underlying Trust") as further described in Exhibit A, and
- four groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the "Group 2 MBS," "Group 3 MBS," "Group 4 MBS" and "Group 5 MBS," and together, the "Trust MBS").

The Group 1 Underlying RCR Certificates evidence direct or indirect beneficial ownership interests in certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates (together with the Trust MBS, the "MBS").

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

The portion of the Trust other than the Group 4 MBS will constitute a "real estate mortgage investment conduit" ("REMIC") under the Internal Revenue Code of 1986, as amended (the "Code"). The portion of the Trust that consists of the Group 4 MBS will be treated as a grantor trust for tax purposes (the "Grantor Trust").

The following chart contains information about the assets, the "regular interests" and the "residual interest" of the REMIC. The Trust Certificates, other than the Group 4 Classes and the R Class, are collectively referred to as the "Regular Classes" or "Regular Certificates," and the R Class is referred to as the "Residual Class" or "Residual Certificate."

REMIC Designation	Assets	Regular Interests	Residual Interest
REMIC	Group 1 Underlying RCR Certificates and Group 2, Group 3 and Group 5 MBS	Group 1, Group 2, Group 3 and Group 5 Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS and the Group 1 Underlying RCR Certificates, see the applicable discussions appearing under the heading "Fannie Mae Guaranty" in the REMIC Prospectus, the MBS Prospectus and the Underlying REMIC Disclosure Document. 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 Certificate in fully registered, certificated form. The "Holder" or "Certificateholder" of the Residual Certificate is its registered owner. The 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 the Residual Certificate and may require payment to cover any tax or other governmental charge. See also "—Characteristics of the Residual Class" below.

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

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

Trust Agreement Amendments. The Trust Agreement provides that any amendment to the Trust Agreement that requires the consent of holders of the Group 4 Classes will require the consent of all holders of the Group 4 Classes. For a description of the required level of Certificateholder consent for amendments to the Trust Agreement affecting Classes other than the Group 4 Classes, see "The Trust Documents—Amendment" in the REMIC Prospectus.

The Group 1 Underlying RCR Certificates

The Group 1 Underlying RCR Certificates represent beneficial ownership interests in the related Underlying Trust. The assets of that trust 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 Group 1 Underlying RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 1 Underlying RCR Certificates are described in the Underlying REMIC Disclosure Document. See Exhibit A for certain additional information about the Group 1 Underlying RCR Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Group 1 Underlying RCR Certificates.

For further information about the Group 1 Underlying RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 1 Underlying RCR Certificates is also available at https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html. There may have been material changes in facts and circumstances since the date we prepared the Underlying REMIC Disclosure Document. 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 that document may be limited.

The Trust MBS

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

In addition, the Mortgage Loans underlying the Group 2 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 March 1, 2013 and on our Web site at www.fanniemae.com. See also "Risk Factors—Risks Relating to Yield and Prepayment—Refinancing of Loans; Sale of Property—*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 March 1, 2013.

Finally, each Mortgage Loan underlying the Group 4 MBS is a very high LTV loan with a loan-to-value ratio greater than 125%. Borrowers may be eligible to refinance very high LTV loans if we purchased those loans on or before May 31, 2009. For a description of very high LTV loans, see "The Mortgage Loans—High Loan-to-Value Mortgage Loans" in the MBS Prospectus dated March 1, 2013. See also "Additional Risk Factors—*Mortgage loans with loan-to-value ratios greater than 125% may have different prepayment and default characteristics than conforming mortgage loans generally*" in this prospectus supplement.

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

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual

Class) 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 Class, see "*—Accrual Class*" 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:

Delay Classes	No-Delay Classes
Fixed Rate Classes	Floating Rate and Inverse Floating Rate Classes

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

The Dealer will treat the Principal Only Class as a Delay Class solely for the purpose of facilitating trading.

Accrual Class. The DZ Class is an Accrual Class. Interest will accrue on the 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 Class. Instead, interest accrued on the Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Class 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 Trust Certificates as described below. Following any exchange of Trust Certificates for RCR Certificates, we will apply principal payments from the exchanged Trust Certificates to the corresponding RCR Certificates on a pro rata basis.

- *Group 1*

The Group 1 Principal Distribution Amount to MT until retired. — **Structured Collateral/ Pass-Through Class**

The "Group 1 Principal Distribution Amount" is the principal then paid on the Group 1 Underlying RCR Certificates.

- *Group 2*

The DZ Accrual Amount to DV and VD, in that order, until retired, and thereafter to DZ. — **Accretion Directed Classes and Accrual Class**

The Group 2 Cash Flow Distribution Amount to A, DV, VD and DZ, in that order, until retired. — **Sequential Pay Classes**

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

The "Group 2 Cash Flow Distribution Amount" is the principal then paid on the Group 2 MBS.

• *Group 3*

The Group 3 Principal Distribution Amount in the following priority:

1. To the Aggregate Group to its Planned Balance. } PAC Group
2. To UF and US, pro rata, until retired. } Support Classes
3. To the Aggregate Group to zero. } PAC Group

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

The "Aggregate Group" consists of the DA and DE Classes. On each Distribution Date, we will apply payments of principal on the Aggregate Group to DA and DE, in that order, until retired.

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

• *Group 4*

The Group 4 Principal Distribution Amount to FA and PO, pro rata, until retired. } Pass-Through Classes

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

• *Group 5*

The Group 5 Principal Distribution Amount to KA, KB and KC, in that order, until retired. } Sequential Pay Classes

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

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 Group 1 Underlying RCR Certificates, the applicable priority sequence governing principal payments on the Group 1 Underlying RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the "Pricing Assumptions"):

• the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under "Summary—Group 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 August 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 Trust MBS will differ from the assumed characteristics shown in the Summary, and may differ significantly. See "Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets*" in the REMIC Prospectus.

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

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

Group	Structuring Range	Initial Effective Range
Aggregate Group Planned Balances	Between 110% and 230% PSA	Between 110% and 230% PSA

The Aggregate Group consists of the DA and DE Classes.

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

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

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

- We will distribute any excess of principal distributions over the amount necessary to reduce the Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.

- Even if the related Mortgage Loans prepay at rates falling within the Structuring Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Group to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.

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

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

- The principal payment stability of the Aggregate Group will be supported by other Classes. When the related supporting Classes are retired, the Aggregate Group, if still outstanding, may no longer have an Effective Range, and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables

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 table below, it is possible that investors in the SA 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*
US	96.000000%
SA	23.109375%

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

	PSA Prepayment Assumption						
LIBOR	50%	100%	110%	145%	230%	400%	800%
0.10000%	12.6%	12.6%	12.6%	12.8%	14.4%	18.2%	26.7%
0.19193%	12.3%	12.3%	12.4%	12.6%	14.1%	17.9%	26.5%
2.19193%	6.6%	6.7%	6.7%	6.9%	8.6%	12.7%	21.9%
4.50000%	0.2%	0.3%	0.3%	0.4%	2.2%	6.7%	16.6%

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

	PSA Prepayment Assumption				
LIBOR	50%	100%	150%	300%	500%
0.10000%	21.3%	18.5%	15.7%	7.0%	(5.1)%
0.19193%	20.8%	18.0%	15.2%	6.5%	(5.6)%
2.19193%	11.0%	8.2%	5.3%	(3.5)%	(16.0)%
4.19193%	0.2%	(2.7)%	(5.6)%	(14.5)%	(27.1)%
5.95000%	*	*	*	*	*

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

The information shown in the following yield table has been prepared on the basis of the Pricing Assumptions and the assumption that the aggregate purchase price of the Principal Only Class (expressed as a percentage of original principal balance) is as follows:

Class	Price
PO	72.875%

Sensitivity of the PO Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	150%	300%	500%
Pre-Tax Yields to Maturity	2.6%	3.4%	4.2%	7.0%	10.6%

The Fixed Rate Interest Only Class. **The yield to investors in the Fixed Rate Interest Only Class 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 the Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rate:**

Class	% PSA
KI	190%

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 KI Class would lose money on their initial investments.

The information shown in the following yield table has been prepared on the basis of the Pricing Assumptions and the assumption that the aggregate purchase price of the Fixed Rate Interest Only Class (expressed as a percentage of the original principal balance) is as follows:

Class	Price*
KI	11.125%

* 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 KI Class to Prepayments

	PSA Prepayment Assumption				
	50%	100%	150%	300%	500%
Pre-Tax Yields to Maturity	15.3%	10.2%	4.7%	(13.8)%	(39.6)%

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 Group 2, Group 3 and Group 5 Classes, and
- in the case of the Group 1 Class, the applicable priority sequence affecting payments on the Group 1 Underlying RCR Certificates.

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

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

Decrement Tables

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

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

Mortgage Loans Backing Trust Assets Specified Below	Original Terms to Maturity	Remaining Terms to Maturity	Interest Rates
Group 1 Underlying RCR Certificates	360 months	348 months	6.50%
Group 2 MBS	360 months	360 months	6.00%
Group 3 MBS	360 months	360 months	6.50%
Group 4 MBS	360 months	360 months	6.00%
Group 5 MBS	240 months	240 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	MT Class PSA Prepayment Assumption					A Class PSA Prepayment Assumption					DV Class PSA Prepayment Assumption					VD Class PSA Prepayment Assumption				
	0%	100%	160%	400%	800%	0%	100%	150%	300%	600%	0%	100%	150%	300%	600%	0%	100%	150%	300%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	99	93	90	79	59	98	94	92	87	76	91	91	91	91	91	100	100	100	100	100
August 2015	97	85	79	56	25	96	85	80	66	39	81	81	81	81	81	100	100	100	100	100
August 2016	96	77	68	39	7	94	74	66	44	9	72	72	72	72	72	100	100	100	100	100
August 2017	94	70	59	26	0	92	65	54	27	0	61	61	61	61	0	100	100	100	100	58
August 2018	92	64	51	16	0	90	56	43	13	0	51	51	51	51	0	100	100	100	100	0
August 2019	90	57	44	9	0	88	48	34	2	0	40	40	40	40	0	100	100	100	100	0
August 2020	88	51	37	4	0	85	40	25	0	0	29	29	29	0	0	100	100	100	63	0
August 2021	86	46	31	0	0	83	33	17	0	0	17	17	17	0	0	100	100	100	*	0
August 2022	84	41	26	0	0	80	26	10	0	0	5	5	5	0	0	100	100	100	0	0
August 2023	82	36	21	0	0	77	20	4	0	0	0	0	0	0	0	95	95	95	0	0
August 2024	79	32	17	0	0	74	14	0	0	0	0	0	0	0	0	87	87	71	0	0
August 2025	76	27	13	0	0	70	8	0	0	0	0	0	0	0	0	79	79	23	0	0
August 2026	73	24	10	0	0	67	3	0	0	0	0	0	0	0	0	70	70	0	0	0
August 2027	70	20	7	0	0	63	0	0	0	0	0	0	0	0	0	61	49	0	0	0
August 2028	67	17	4	0	0	59	0	0	0	0	0	0	0	0	0	51	6	0	0	0
August 2029	63	13	2	0	0	54	0	0	0	0	0	0	0	0	0	41	0	0	0	0
August 2030	60	10	0	0	0	50	0	0	0	0	0	0	0	0	0	31	0	0	0	0
August 2031	56	8	0	0	0	45	0	0	0	0	0	0	0	0	0	21	0	0	0	0
August 2032	51	5	0	0	0	40	0	0	0	0	0	0	0	0	0	10	0	0	0	0
August 2033	47	3	0	0	0	34	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2034	42	1	0	0	0	28	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2035	37	0	0	0	0	22	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	31	0	0	0	0	16	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	25	0	0	0	0	9	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	19	0	0	0	0	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2039	12	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2040	5	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.7	8.3	6.1	2.8	1.4	15.7	6.2	4.8	2.9	1.8	5.0	5.0	5.0	4.4	3.0	15.0	13.4	11.4	7.2	4.1

Date	DZ Class PSA Prepayment Assumption					DA Class PSA Prepayment Assumption							DE Class PSA Prepayment Assumption						
	0%	100%	150%	300%	600%	0%	100%	110%	145%	230%	400%	800%	0%	100%	110%	145%	230%	400%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	104	104	104	104	104	98	89	89	89	89	89	67	100	100	100	100	100	100	100
August 2015	107	107	107	107	107	97	79	77	77	77	70	29	100	100	100	100	100	100	100
August 2016	111	111	111	111	111	95	69	67	67	67	50	9	100	100	100	100	100	100	100
August 2017	115	115	115	115	115	93	60	57	57	57	34	0	100	100	100	100	100	100	93
August 2018	119	119	119	119	94	91	51	48	48	48	22	0	100	100	100	100	100	100	47
August 2019	123	123	123	123	59	89	43	40	40	40	14	0	100	100	100	100	100	100	24
August 2020	128	128	128	128	37	86	36	32	32	32	7	0	100	100	100	100	100	100	12
August 2021	132	132	132	132	23	84	29	25	25	25	2	0	100	100	100	100	100	100	6
August 2022	137	137	137	105	14	81	22	19	19	19	0	0	100	100	100	100	100	90	3
August 2023	142	142	142	83	9	78	16	14	14	14	0	0	100	100	100	100	100	66	2
August 2024	147	147	147	66	5	75	10	10	10	10	0	0	100	100	100	100	100	48	1
August 2025	152	152	152	52	3	72	6	6	6	6	0	0	100	100	100	100	100	35	*
August 2026	158	158	145	41	2	68	3	3	3	3	0	0	100	100	100	100	100	25	*
August 2027	163	163	126	32	1	65	1	1	1	1	0	0	100	100	100	100	100	18	*
August 2028	169	169	109	25	1	61	0	0	0	0	0	0	100	86	86	86	86	13	*
August 2029	175	153	94	19	*	56	0	0	0	0	0	0	100	69	69	69	69	9	*
August 2030	181	135	80	15	*	52	0	0	0	0	0	0	100	56	56	56	56	7	*
August 2031	188	119	68	11	*	47	0	0	0	0	0	0	100	44	44	44	44	5	*
August 2032	194	103	57	9	*	42	0	0	0	0	0	0	100	35	35	35	35	3	*
August 2033	200	89	48	6	*	36	0	0	0	0	0	0	100	27	27	27	27	2	*
August 2034	200	75	39	5	*	31	0	0	0	0	0	0	100	21	21	21	21	1	*
August 2035	200	63	32	3	*	24	0	0	0	0	0	0	100	15	15	15	15	1	*
August 2036	200	52	25	2	*	18	0	0	0	0	0	0	100	11	11	11	11	1	*
August 2037	200	41	19	2	*	11	0	0	0	0	0	0	100	8	8	8	8	*	*
August 2038	200	31	14	1	*	3	0	0	0	0	0	0	100	5	5	5	5	*	*
August 2039	170	22	10	1	*	0	0	0	0	0	0	0	54	3	3	3	3	*	*
August 2040	132	14	6	*	*	0	0	0	0	0	0	0	1	1	1	1	1	*	0
August 2041	90	6	2	*	*	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2042	47	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	27.7	20.9	18.2	12.1	6.7	16.0	5.7	5.4	5.4	5.4	3.4	1.6	26.1	18.3	18.3	18.3	18.3	11.8	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.

Date	UF and US Classes — PSA Prepayment Assumption							FA, SA† and PO Classes — PSA Prepayment Assumption				
	0%	100%	110%	145%	230%	400%	800%	0%	100%	150%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	100	100	100	92	71	30	0	99	96	94	91	86
August 2015	100	100	100	84	47	0	0	97	89	86	76	63
August 2016	100	100	100	78	29	0	0	96	82	77	61	44
August 2017	100	100	100	73	16	0	0	95	76	68	49	30
August 2018	100	100	100	70	7	0	0	93	69	61	39	20
August 2019	100	100	100	67	2	0	0	91	64	54	31	14
August 2020	100	100	100	66	*	0	0	90	58	48	25	9
August 2021	100	100	100	65	*	0	0	88	53	42	20	6
August 2022	100	100	98	63	*	0	0	86	48	37	16	4
August 2023	100	100	95	60	*	0	0	84	44	33	13	3
August 2024	100	100	90	56	*	0	0	81	40	29	10	2
August 2025	100	96	85	52	*	0	0	79	36	25	8	1
August 2026	100	90	80	48	*	0	0	77	33	22	6	1
August 2027	100	84	74	44	*	0	0	74	29	19	5	1
August 2028	100	77	67	40	*	0	0	71	26	16	4	*
August 2029	100	70	61	35	*	0	0	68	23	14	3	*
August 2030	100	63	55	31	*	0	0	65	21	12	2	*
August 2031	100	56	49	27	*	0	0	61	18	10	2	*
August 2032	100	49	42	23	*	0	0	58	16	9	1	*
August 2033	100	43	36	20	*	0	0	54	14	7	1	*
August 2034	100	36	31	16	*	0	0	50	12	6	1	*
August 2035	100	30	25	13	*	0	0	46	10	5	1	*
August 2036	100	24	20	10	*	0	0	41	8	4	*	*
August 2037	100	18	15	8	*	0	0	36	6	3	*	*
August 2038	100	12	10	5	*	0	0	31	5	2	*	*
August 2039	100	7	6	3	*	0	0	26	4	2	*	*
August 2040	91	2	2	1	*	0	0	20	2	1	*	*
August 2041	63	0	0	0	0	0	0	14	1	*	*	*
August 2042	32	0	0	0	0	0	0	7	0	0	0	0
August 2043	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.4	19.1	17.9	12.0	2.2	0.8	0.3	19.3	10.3	8.4	5.2	3.4

Date	KA, KJ, KL and KI† Classes — PSA Prepayment Assumption					KB Class — PSA Prepayment Assumption					KC Class — PSA Prepayment Assumption				
	0%	100%	150%	300%	500%	0%	100%	150%	300%	500%	0%	100%	150%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	96	91	89	83	76	100	100	100	100	100	100	100	100	100	100
August 2015	92	80	75	61	44	100	100	100	100	100	100	100	100	100	100
August 2016	88	69	61	41	19	100	100	100	100	100	100	100	100	100	100
August 2017	84	59	49	26	3	100	100	100	100	100	100	100	100	100	100
August 2018	79	49	38	13	0	100	100	100	100	43	100	100	100	100	100
August 2019	75	40	29	3	0	100	100	100	100	0	100	100	100	100	93
August 2020	69	32	20	0	0	100	100	100	70	0	100	100	100	100	61
August 2021	64	24	12	0	0	100	100	100	28	0	100	100	100	100	40
August 2022	58	17	6	0	0	100	100	100	0	0	100	100	100	96	26
August 2023	52	10	0	0	0	100	100	97	0	0	100	100	100	72	17
August 2024	46	4	0	0	0	100	100	61	0	0	100	100	100	54	10
August 2025	39	0	0	0	0	100	90	30	0	0	100	100	100	39	7
August 2026	32	0	0	0	0	100	55	2	0	0	100	100	100	28	4
August 2027	24	0	0	0	0	100	23	0	0	0	100	100	79	20	2
August 2028	16	0	0	0	0	100	0	0	0	0	100	93	59	13	1
August 2029	8	0	0	0	0	100	0	0	0	0	100	67	41	8	1
August 2030	0	0	0	0	0	95	0	0	0	0	100	44	26	5	*
August 2031	0	0	0	0	0	31	0	0	0	0	100	22	12	2	*
August 2032	0	0	0	0	0	0	0	0	0	0	67	2	1	*	*
August 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	9.8	5.3	4.3	2.8	1.9	17.7	13.2	11.4	7.5	5.0	19.3	16.8	15.7	11.9	8.1

* 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.

	KE Class					KD Class				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
Date	0%	100%	150%	300%	500%	0%	100%	150%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
August 2014	100	100	100	100	100	97	92	91	86	79
August 2015	100	100	100	100	100	93	83	78	66	51
August 2016	100	100	100	100	100	90	73	66	49	30
August 2017	100	100	100	100	100	86	64	56	35	15
August 2018	100	100	100	100	72	82	56	46	24	6
August 2019	100	100	100	100	48	78	48	38	16	0
August 2020	100	100	100	85	31	73	41	30	9	0
August 2021	100	100	100	65	20	69	34	24	4	0
August 2022	100	100	100	49	13	64	28	18	0	0
August 2023	100	100	99	37	8	58	22	13	0	0
August 2024	100	100	81	28	5	53	17	8	0	0
August 2025	100	95	66	20	3	47	12	4	0	0
August 2026	100	78	52	14	2	41	7	*	0	0
August 2027	100	63	41	10	1	34	3	0	0	0
August 2028	100	48	30	7	1	27	0	0	0	0
August 2029	100	35	21	4	*	20	0	0	0	0
August 2030	97	22	13	2	*	12	0	0	0	0
August 2031	67	11	6	1	*	4	0	0	0	0
August 2032	34	1	*	*	*	0	0	0	0	0
August 2033	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.5	15.1	13.6	9.8	6.6	10.8	6.3	5.2	3.4	2.3

* 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.

Characteristics of the Residual Class

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 tax discussions below 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 and the MBS 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.

The discussions under the captions "—REMIC Elections and Special Tax Attributes," "—Taxation of Beneficial Owners of Regular Certificates" and "—Taxation of Beneficial Owners of Residual Certificates" supplement the discussion under the caption "Material Federal Income Tax Consequences" in the REMIC Prospectus. When read together, these discussions describe the current federal income tax treatment of beneficial owners of Certificates of the Group 1, 2, 3 and 5 Classes and the Residual Class. For a discussion of the current federal income tax treatment of beneficial owners of Certificates of the Group 4 Classes, see "—Taxation of Beneficial Owners of Grantor Trust Certificates" below.

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 Election and Special Tax Attributes

We will make a REMIC election with respect to the 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 Class will be designated as the "residual interest" in the REMIC as set forth in that table. Thus, the Trust Certificates (other than the Group 4 Classes) 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 Class, 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 2 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 2 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 March 1, 2013. Accordingly, special tax considerations may apply to a real estate investment trust that holds a REMIC Certificate of a Group 2 Class, and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Classes. See "Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes" in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Accrual Class and the KC Class will be issued with original issue discount ("OID"), and certain other Classes of Regular 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 Regular Certificates may be treated as having been issued at a premium. See "Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*" in the REMIC Prospectus.

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

Group	Prepayment Assumption
1	160% PSA
2	150% PSA
3	145% PSA
5	150% 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 Grantor Trust

Dechert LLP, special tax counsel to Fannie Mae, will deliver its opinion that, assuming compliance with the Trust Agreement, the Grantor 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. A beneficial owner of a Certificate of a Group 4 Class will be treated as owning an undivided interest in the related MBS and those Classes will not be treated as regular or residual interests in a REMIC.

Taxation of Beneficial Owners of Grantor Trust Certificates

General. A beneficial owner of a Certificate of a Group 4 Class (each, a "Grantor Trust Certificate") will be treated as owning, pursuant to section 1286 of the Code, "stripped bonds" to the extent of its share of principal payments and "stripped coupons" to the extent of its share of interest payments, as applicable. See "—Stripped Bonds and Stripped Coupons" below for a discussion of the application of section 1286 to a beneficial owner's share of principal and interest payments. Fannie Mae intends to treat each Grantor Trust Certificate as a single debt instrument representing rights to future cashflows from the related MBS for purposes of information reporting. You should consult your own tax advisor as to the proper treatment of a Grantor Trust Certificate in this regard.

Stripped Bonds and Stripped Coupons. Under section 1286 of the Code, a beneficial owner of a Grantor Trust Certificate must treat the stripped bonds and stripped coupons represented by the Certificate as a debt instrument originally issued on the date the owner acquires it and as having OID equal to the excess, if any, of the "stated redemption price at maturity" of the stripped bonds and stripped coupons over the price paid by the owner to acquire such stripped bonds and stripped coupons. The stated redemption price at maturity of stripped bonds and stripped coupons represented by a Grantor Trust Certificate generally is equal to the sum of all distributions to be made on the stripped bonds and stripped coupons represented by the Certificate. For information reporting purposes, we intend to treat all principal and interest to be distributed on each Grantor Trust Certificate as included in the stated redemption price at maturity and, as a result, each Grantor Trust Certificate will be treated as if issued with OID.

The beneficial owner of a Grantor Trust Certificate must include in its ordinary income for federal income tax purposes, generally in advance of receipt of the cash attributable to that income, the sum of the "daily portions" of OID on its Certificate for each day during its taxable year on which it held that Certificate. The daily portions of OID are determined as follows:

- First, the portion of OID that accrued during each "accrual period" is calculated;
- then, the OID accruing during an accrual period is allocated ratably to each day during the period to determine the daily portion of OID.

Final regulations issued by the Treasury Department relating to the tax treatment of debt instruments with OID (the "OID Regulations") provide that a holder of a debt instrument may use an accrual period of any length, up to one year, as long as each distribution of principal or interest occurs on either the final day or the first day of an accrual period. We intend to report OID based on accrual periods of one month. Each of these accrual periods will begin on a Distribution Date and end on the day before the next Distribution Date.

Although the matter is not entirely clear, a beneficial owner of a Grantor Trust Certificate should determine the amount of OID accruing during any accrual period with respect to that Certificate using the method described in section 1272(a)(6) of the Code. Under section 1272(a)(6), the portion of OID treated as accruing with respect to a Grantor Trust Certificate for any accrual period equals the excess, if any, of

- the sum of (A) the present values of all the distributions of principal and interest remaining to be made on that Certificate, if any, as of the end of the accrual period; and (B) the distributions made on that Certificate during the accrual period of amounts included in the stated redemption price at maturity;

over

- the sum of the present values of all the distributions of principal and interest remaining to be made on that Certificate as of the beginning of the accrual period.

The present values of the remaining distributions of principal and interest with respect to a Grantor Trust Certificate are calculated based on the following:

- an assumption that the Mortgage Loans underlying the related MBS prepay at a specified rate (the "Prepayment Assumption"),
- the yield to maturity of the stripped bonds and stripped coupons backing the Certificate giving effect to the Prepayment Assumption,
- events (including actual prepayments) that have occurred prior to the end of the accrual period, and
- in the case of a Certificate bearing a variable rate of interest, an assumption that the value of the index upon which the variable rate is based remains the same as its value on the settlement date.

Each beneficial owner of a Grantor Trust Certificate must determine its yield to maturity based on its purchase price for the Certificate. For a particular beneficial owner of a Grantor Trust Certificate, it is not clear whether the Prepayment Assumption used for calculating OID would be one determined at the time that Certificate is acquired or would be the original Prepayment Assumption for that Certificate. For information reporting purposes, we will use the original yield to maturity of that Certificate, calculated based on the original Prepayment Assumption. You should consult your own tax advisor regarding the proper method for accruing OID on a Grantor Trust Certificate.

The Code requires that the Prepayment Assumption be determined in the manner prescribed in Treasury Regulations. To date, no such regulations have been promulgated. For information reporting purposes, we will assume a Prepayment Assumption equal to 150% PSA for the Mortgage Loans underlying the Group 4 MBS. We make no representation, however, that the related Mortgage Loans will prepay at that rate or at any other rate. You must make your own decision as to the appropriate prepayment assumption to be used in deciding whether or not to purchase a Grantor Trust Certificate.

If a Grantor Trust Certificate entitles the holder to payments of principal and interest, the IRS could contend that the interest payments on that Certificate should be treated as payments of "qualified stated interest" within the meaning of the OID Regulations. In that case, a beneficial owner would be required to include such payments in income, in accordance with its method of accounting, rather than to accrue OID with respect to such payments. If the beneficial owner in that case had acquired the Certificate for less than its principal amount, such beneficial owner generally would have market discount with respect to the Certificate. For a discussion of the market discount rules, see "Material Federal Income Tax Consequences—Application of Revenue Ruling 84-10—*Market Discount*" in the MBS Prospectus. Further, if the beneficial owner had purchased the Certificate for an amount (net of accrued interest) greater than the outstanding principal amount of the Certificate, the beneficial owner generally would have premium with respect to the Certificate in the amount of the excess. Such a purchaser may elect, under section 171(c)(2) of the Code, to treat the premium as "amortizable bond premium."

If a beneficial owner makes this election, the beneficial owner must reduce the amount of any payment of qualified stated interest that must be included in the beneficial owner's income for a period by the portion of the premium allocable to the period based on the Certificate's yield to maturity. Correspondingly, the beneficial owner must reduce its basis in the Certificate by the amount of premium applied to reduce any interest income. The election will also apply to all bonds the interest on which is not excludible from gross income ("fully taxable bonds") held by the beneficial owner at the beginning of the first taxable year to which the election applies and to all fully taxable bonds that it acquires after the beginning of that taxable year. A beneficial owner may revoke the election only with the consent of the IRS.

If a beneficial owner does not elect to amortize premium, (i) the beneficial owner must include the full amount of each payment of qualified stated interest in income, and (ii) the premium must be allocated to the principal distributions on the Certificate and, when each principal distribution is received, a loss equal to the premium allocated to that distribution will be recognized. Any tax benefit from the premium not previously recognized will be taken into account in computing gain or loss upon the sale or disposition of the Certificate.

Because we will treat all Grantor Trust Certificates as being issued with OID (and as not paying qualified stated interest) for information reporting purposes, you should consult your own tax advisors as to the proper treatment of a Grantor Trust Certificate in this regard.

Expenses of the Grantor Trust. Each beneficial owner of a Grantor Trust Certificate will be required to include in income its allocable share of the expenses paid by the Grantor Trust. Each beneficial owner of a Grantor Trust Certificate can deduct its allocable share of such expenses as provided in section 162 or section 212 of the Code, consistent with its method of accounting. Fannie Mae intends to allocate expenses to beneficial owners in each monthly period in proportion to the respective amounts of income (including any OID) accrued for each Grantor Trust Certificate. A beneficial owner's ability to deduct its share of these expenses is limited under section 67 of the Code in the case of (i) estates and trusts, and (ii) individuals owning an interest in a Grantor Trust Certificate directly or through an investment in a "pass-through entity" (other than in connection with such individual's trade or business). Pass-through entities include partnerships, S corporations, grantor trusts, certain limited liability companies and non-publicly offered regulated investment companies, but do not include estates, non-grantor trusts, cooperatives, real estate investment trusts and publicly offered regulated investment companies. Generally, such a beneficial owner can deduct its share of these costs only to the extent that these costs, when aggregated with certain of the beneficial owner's other miscellaneous itemized deductions, exceed 2% of the beneficial owner's adjusted gross income. For this purpose, an estate or nongrantor trust computes adjusted gross income in the same manner as in the case of an individual, except that deductions for administrative expenses of the estate or trust that would not have been incurred if the property were not held in the trust or estate are treated as allowable in arriving at adjusted gross income. In addition, section 68 of the Code may provide for certain limitations on certain itemized deductions otherwise allowable for a beneficial owner who is an individual. Further, a beneficial owner may not be able to deduct any portion of these costs in computing its alternative minimum tax liability.

Sales and Other Dispositions of Grantor Trust Certificates. Upon the sale, exchange or other disposition of a Grantor Trust Certificate, a beneficial owner generally will recognize gain or loss equal to the difference between the amount realized upon the disposition and the beneficial owner's adjusted basis in that Certificate. The adjusted basis of a Grantor Trust Certificate generally will equal the cost of that Certificate to the beneficial owner, increased by any amounts of OID and market discount included in the beneficial owner's gross income with respect to that Certificate, and reduced (but not below zero) by distributions on that Certificate previously received by the beneficial owner as principal (or as amounts constituting stated redemption price at maturity) and by any premium that has reduced the beneficial owner's interest income with respect to that Certificate. Any such gain or loss generally will be capital gain or loss, except (i) as provided in section 582(c) of the Code (which generally applies to banks) or (ii) to the extent any gain represents OID or accrued market discount not previously included in income (to which extent such gain would be treated as ordinary income). Any capital gain (or loss) recognized upon the sale, exchange or other disposition of a Grantor Trust Certificate will be long-term capital gain (or loss) if at the time of disposition the beneficial owner held that Certificate for more than one year. The ability to deduct capital losses is subject to limitations.

Special Tax Attributes. Several sections of the Code provide beneficial treatment to certain taxpayers that invest in mortgage loans of the type that back or comprise the Grantor Trust Certificates. With respect to these Code sections, no specific legal authority exists regarding whether the character of the Grantor Trust Certificates will be the same as that of the mortgage loans that back or comprise the related MBS. Although the characterization of the Grantor Trust Certificates for these purposes is not entirely clear, to the extent that a Mortgage Loan underlying the related MBS has a loan-to-value ratio in excess of 100% (that is, the principal balance of the mortgage loan exceeds the fair market value of the real property securing the loan), the interest income on the portion of the Mortgage Loan in excess of the value of the real property will not be interest on obligations secured by mortgages on real property within the meaning of section 856(c)(3)(B) of the Code and such excess portion will not be a real estate asset within the meaning of section 856(c)(5)(B) of the Code. The excess portion should represent a "Government security" within the meaning of section 856(c)(4)(A) of the Code. A holder of a Grantor Trust Certificate that is a real estate investment trust should consult its tax advisor concerning the treatment of such excess portion.

It is not certain whether or to what extent a mortgage loan with a loan-to-value ratio in excess of 100% qualifies as a loan secured by an interest in real property for purposes of section 7701(a)(19)(C)(v) of the Code. Even if the property securing the mortgage loan does not meet this test, the certificates will be treated as "obligations of a corporation which is an instrumentality of the United States" within the meaning of section 7701(a)(19)(C)(ii) of the Code. Thus, a Grantor Trust Certificate will be a qualifying asset for a domestic building and loan association.

A mortgage loan with a loan-to-value ratio in excess of 125% is not a "qualified mortgage" within the meaning of section 860G(a)(3) of the Code. Accordingly, a Grantor Trust Certificate will not be an eligible asset for a REMIC. For a discussion of the special tax characteristics of certain types of mortgage loans, see "Material Federal Income Tax Consequences—Special Tax Attributes" in the MBS Prospectus.

Information Reporting and Backup Withholding for Grantor Trust Certificates. For each distribution, we will post on our Corporate Web site information that will allow beneficial owners to determine (i) the portion of such distribution allocable to principal and to interest, (ii) the amount, if any, of OID and market discount and (iii) the administrative expenses allocable to such distribution.

Payments of interest and principal, as well as payments of proceeds from the sale of the Grantor Trust Certificates, may be subject to the backup withholding tax under section 3406 of the Code if the recipient of the payment is not an exempt recipient and fails to furnish certain information, including its taxpayer identification number, to us or our agent, or otherwise fails to establish an exemption from such tax. Any amounts deducted and withheld from such a payment would be allowed as a credit against the beneficial owner's federal income tax. Furthermore, certain penalties may be imposed by the IRS on a holder or owner who is required to supply information but who does not do so in the proper manner.

Foreign Investors in Grantor Trust Certificates. Additional rules apply to a beneficial owner of a Grantor Trust Certificate that is not a U.S. Person and that is not a partnership (a "Non-U.S. Person"). "U.S. Person" means a citizen or resident of the United States, a corporation (or other entity taxable as a corporation) created or organized in or under the laws of the United States or any state thereof or the District of Columbia, an estate the income of which is subject to U.S. federal income tax regardless of the source of its income, or a trust if a court within the United States can exercise primary supervision over its administration and at least one U.S. Person has the authority to control all substantial decisions of the trust.

Payments on a Grantor Trust Certificate made to, or on behalf of, a beneficial owner that is a Non-U.S. Person generally will be exempt from U.S. federal income and withholding taxes, provided the following conditions are satisfied:

- the beneficial owner does not hold the Certificate in connection with its conduct of a trade or business in the United States;
- the beneficial owner is not, with respect to the United States, a personal holding company or a corporation that accumulates earnings in order to avoid U.S. federal income tax;
- the beneficial owner is not a U.S. expatriate or former U.S. resident who is taxable in the manner provided in section 877(b) of the Code;
- the beneficial owner is not an excluded person (i.e., a 10-percent shareholder of Fannie Mae within the meaning of section 871(h)(3)(B) of the Code or a controlled foreign corporation related to Fannie Mae within the meaning of section 881(c)(3)(C) of the Code);
- the beneficial owner signs a statement under penalties of perjury certifying that it is a Non-U.S. Person and provides its name, address and taxpayer identification number (a "Non-U.S. Beneficial Owner Statement");
- the last U.S. Person in the chain of payment to the beneficial owner (the withholding agent) receives such Non-U.S. Beneficial Ownership Statement from the beneficial owner or a financial institution holding on behalf of the beneficial owner and does not have actual knowledge that such statement is false; and
- the Certificate represents an undivided interest in a pool of mortgage loans all of which were originated after July 18, 1984.

That portion of interest income of a beneficial owner who is a Non-U.S. Person on a Certificate that represents an interest in one or more mortgage loans originated before July 19, 1984 will be subject to a U.S. withholding tax at the rate of 30 percent or lower treaty rate, if applicable. Regardless of the date of origination of the mortgage loans, backup withholding will not apply to payments made to a beneficial owner that is a Non-U.S. Person if the beneficial owner or a financial institution holding on behalf of the beneficial owner provides a Non-U.S. Beneficial Ownership Statement to the withholding agent. A Non-U.S. Beneficial Ownership Statement may be made on an IRS Form W-8BEN or a substantially similar substitute form. The beneficial owner or financial institution holding on behalf of the beneficial owner must inform the withholding agent of any change in the information on the statement within 30 days of such change.

Taxation of Beneficial Owners of RCR Certificates

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

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

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Barclays Capital Inc. (the "Dealer") in exchange for the Trust MBS and the Group 1 Underlying RCR Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Exhibit A

Group 1 Underlying RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	August 2013 Class Factor	Principal or Notional Principal Balance in the Trust	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2012-96	PD	August 2012	3136A75E8	2.0%	FIX	July 2041	PAC/AD	$250,703,000	0.85272364	$40,987,867.20	4.491%	339	16
2012-96	PI	August 2012	3136A75J7	4.0	FIX/IO	July 2041	NTL	250,703,000	0.85272364	20,493,933.60	4.491	339	16

(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								
KA	$80,554,000	KJ	$80,554,000	SEQ	2.25%	FIX	3136AGGG1	August 2030
		KI	20,138,500(3)	NTL	3.00	FIX/IO	3136AGGJ5	August 2030
Recombination 2								
KA	80,554,000	KL	80,554,000	SEQ	2.50	FIX	3136AGGH9	August 2030
		KI	13,425,667(3)	NTL	3.00	FIX/IO	3136AGGJ5	August 2030
Recombination 3								
KB	11,942,000	KE	24,598,604	SEQ	3.00	FIX	3136AGGK2	September 2033
KC	12,656,604							
Recombination 4								
KA	80,554,000	KD	92,496,000	SEQ	3.00	FIX	3136AGGL0	March 2032
KB	11,942,000							

(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 Trust 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 balance. This Class is an Interest Only Class. See page S-6 for a description of how its notional principal balance is calculated.

Principal Balance Schedule

Aggregate Group Planned Balances

Distribution Date	Planned Balance	Distribution Date	Planned Balance	Distribution Date	Planned Balance
Initial Balance	$64,384,000.00	April 2018	$36,168,173.35	December 2022	$16,513,101.53
September 2013	63,896,407.35	May 2018	35,741,158.98	January 2023	16,261,167.70
October 2013	63,395,123.19	June 2018	35,316,798.76	February 2023	16,012,754.91
November 2013	62,880,390.73	July 2018	34,895,077.16	March 2023	15,767,816.20
December 2013	62,352,460.35	August 2018	34,475,978.75	April 2023	15,526,305.22
January 2014	61,811,589.42	September 2018	34,059,488.18	May 2023	15,288,176.22
February 2014	61,258,042.05	October 2018	33,645,590.21	June 2023	15,053,384.04
March 2014	60,692,088.93	November 2018	33,234,269.66	July 2023	14,821,884.12
April 2014	60,114,007.06	December 2018	32,825,511.45	August 2023	14,593,632.46
May 2014	59,539,460.35	January 2019	32,419,300.58	September 2023	14,368,585.64
June 2014	58,968,428.23	February 2019	32,015,622.14	October 2023	14,146,700.80
July 2014	58,400,890.23	March 2019	31,614,461.30	November 2023	13,927,935.65
August 2014	57,836,826.03	April 2019	31,215,803.34	December 2023	13,712,248.44
September 2014	57,276,215.42	May 2019	30,819,633.59	January 2024	13,499,597.96
October 2014	56,719,038.28	June 2019	30,425,937.48	February 2024	13,289,943.54
November 2014	56,165,274.63	July 2019	30,034,700.53	March 2024	13,083,245.03
December 2014	55,614,904.60	August 2019	29,645,908.33	April 2024	12,879,462.82
January 2015	55,067,908.44	September 2019	29,259,546.55	May 2024	12,678,557.81
February 2015	54,524,266.49	October 2019	28,875,600.97	June 2024	12,480,491.39
March 2015	53,983,959.22	November 2019	28,494,057.42	July 2024	12,285,225.48
April 2015	53,446,967.21	December 2019	28,114,901.83	August 2024	12,092,722.47
May 2015	52,913,271.15	January 2020	27,738,120.19	September 2024	11,902,945.27
June 2015	52,382,851.84	February 2020	27,363,698.60	October 2024	11,715,857.25
July 2015	51,855,690.19	March 2020	26,991,623.22	November 2024	11,531,422.25
August 2015	51,331,767.23	April 2020	26,621,880.30	December 2024	11,349,604.61
September 2015	50,811,064.07	May 2020	26,254,456.15	January 2025	11,170,369.12
October 2015	50,293,561.96	June 2020	25,889,337.17	February 2025	10,993,681.02
November 2015	49,779,242.24	July 2020	25,526,509.86	March 2025	10,819,506.01
December 2015	49,268,086.36	August 2020	25,165,960.75	April 2025	10,647,810.26
January 2016	48,760,075.88	September 2020	24,807,676.50	May 2025	10,478,560.34
February 2016	48,255,192.46	October 2020	24,451,643.80	June 2025	10,311,723.28
March 2016	47,753,417.86	November 2020	24,097,849.45	July 2025	10,147,266.55
April 2016	47,254,733.97	December 2020	23,746,280.31	August 2025	9,985,158.03
May 2016	46,759,122.75	January 2021	23,396,923.31	September 2025	9,825,366.01
June 2016	46,266,566.28	February 2021	23,049,765.48	October 2025	9,667,859.23
July 2016	45,777,046.76	March 2021	22,707,149.60	November 2025	9,512,606.79
August 2016	45,290,546.45	April 2021	22,369,259.07	December 2025	9,359,578.24
September 2016	44,807,047.75	May 2021	22,036,031.35	January 2026	9,208,743.49
October 2016	44,326,533.14	June 2021	21,707,404.69	February 2026	9,060,072.88
November 2016	43,848,985.21	July 2021	21,383,318.16	March 2026	8,913,537.11
December 2016	43,374,386.65	August 2021	21,063,711.61	April 2026	8,769,107.28
January 2017	42,902,720.23	September 2021	20,748,525.67	May 2026	8,626,754.85
February 2017	42,433,968.85	October 2021	20,437,701.72	June 2026	8,486,451.67
March 2017	41,968,115.49	November 2021	20,131,181.93	July 2026	8,348,169.96
April 2017	41,505,143.23	December 2021	19,828,909.19	August 2026	8,211,882.29
May 2017	41,045,035.23	January 2022	19,530,827.13	September 2026	8,077,561.60
June 2017	40,587,774.79	February 2022	19,236,880.13	October 2026	7,945,181.19
July 2017	40,133,345.26	March 2022	18,947,013.26	November 2026	7,814,714.69
August 2017	39,681,730.11	April 2022	18,661,172.33	December 2026	7,686,136.10
September 2017	39,232,912.90	May 2022	18,379,303.84	January 2027	7,559,419.74
October 2017	38,786,877.29	June 2022	18,101,354.96	February 2027	7,434,540.28
November 2017	38,343,607.01	July 2022	17,827,273.59	March 2027	7,311,472.72
December 2017	37,903,085.91	August 2022	17,557,008.26	April 2027	7,190,192.39
January 2018	37,465,297.93	September 2022	17,290,508.19	May 2027	7,070,674.94
February 2018	37,030,227.08	October 2022	17,027,723.26	June 2027	6,952,896.33
March 2018	36,597,857.49	November 2022	16,768,603.98	July 2027	6,836,832.87

Aggregate Group (Continued)

Distribution Date	Planned Balance
August 2027	$ 6,722,461.14
September 2027	6,609,758.06
October 2027	6,498,700.83
November 2027	6,389,266.97
December 2027	6,281,434.27
January 2028	6,175,180.85
February 2028	6,070,485.09
March 2028	5,967,325.65
April 2028	5,865,681.50
May 2028	5,765,531.87
June 2028	5,666,856.25
July 2028	5,569,634.42
August 2028	5,473,846.43
September 2028	5,379,472.58
October 2028	5,286,493.44
November 2028	5,194,889.82
December 2028	5,104,642.80
January 2029	5,015,733.72
February 2029	4,928,144.13
March 2029	4,841,855.86
April 2029	4,756,850.97
May 2029	4,673,111.74
June 2029	4,590,620.71
July 2029	4,509,360.63
August 2029	4,429,314.50
September 2029	4,350,465.52
October 2029	4,272,797.14
November 2029	4,196,293.01
December 2029	4,120,937.00
January 2030	4,046,713.20
February 2030	3,973,605.91
March 2030	3,901,599.63
April 2030	3,830,679.07
May 2030	3,760,829.15
June 2030	3,692,034.99
July 2030	3,624,281.90
August 2030	3,557,555.39
September 2030	3,491,841.16
October 2030	3,427,125.11
November 2030	3,363,393.30
December 2030	3,300,632.01
January 2031	3,238,827.69
February 2031	3,177,966.97
March 2031	3,118,036.65
April 2031	3,059,023.71
May 2031	3,000,915.32
June 2031	2,943,698.81
July 2031	2,887,361.66
August 2031	2,831,891.54
September 2031	2,777,276.29
October 2031	2,723,503.90
November 2031	2,670,562.52
December 2031	2,618,440.45
January 2032	2,567,126.18
February 2032	2,516,608.32
March 2032	$ 2,466,875.65
April 2032	2,417,917.08
May 2032	2,369,721.71
June 2032	2,322,278.73
July 2032	2,275,577.53
August 2032	2,229,607.61
September 2032	2,184,358.61
October 2032	2,139,820.33
November 2032	2,095,982.68
December 2032	2,052,835.74
January 2033	2,010,369.69
February 2033	1,968,574.85
March 2033	1,927,441.70
April 2033	1,886,960.80
May 2033	1,847,122.87
June 2033	1,807,918.75
July 2033	1,769,339.41
August 2033	1,731,375.91
September 2033	1,694,019.46
October 2033	1,657,261.39
November 2033	1,621,093.13
December 2033	1,585,506.24
January 2034	1,550,492.39
February 2034	1,516,043.35
March 2034	1,482,151.03
April 2034	1,448,807.41
May 2034	1,416,004.62
June 2034	1,383,734.86
July 2034	1,351,990.47
August 2034	1,320,763.87
September 2034	1,290,047.59
October 2034	1,259,834.25
November 2034	1,230,116.60
December 2034	1,200,887.46
January 2035	1,172,139.76
February 2035	1,143,866.52
March 2035	1,116,060.87
April 2035	1,088,716.00
May 2035	1,061,825.24
June 2035	1,035,381.97
July 2035	1,009,379.68
August 2035	983,811.94
September 2035	958,672.42
October 2035	933,954.87
November 2035	909,653.12
December 2035	885,761.09
January 2036	862,272.78
February 2036	839,182.28
March 2036	816,483.75
April 2036	794,171.44
May 2036	772,239.66
June 2036	750,682.83
July 2036	729,495.41
August 2036	708,671.97
September 2036	688,207.13
October 2036	$ 668,095.60
November 2036	648,332.15
December 2036	628,911.63
January 2037	609,828.95
February 2037	591,079.11
March 2037	572,657.16
April 2037	554,558.23
May 2037	536,777.51
June 2037	519,310.26
July 2037	502,151.80
August 2037	485,297.53
September 2037	468,742.90
October 2037	452,483.41
November 2037	436,514.66
December 2037	420,832.28
January 2038	405,431.96
February 2038	390,309.47
March 2038	375,460.63
April 2038	360,881.31
May 2038	346,567.45
June 2038	332,515.03
July 2038	318,720.10
August 2038	305,178.76
September 2038	291,887.17
October 2038	278,841.53
November 2038	266,038.11
December 2038	253,473.22
January 2039	241,143.22
February 2039	229,044.54
March 2039	217,173.63
April 2039	205,527.01
May 2039	194,101.25
June 2039	182,892.95
July 2039	171,898.78
August 2039	161,115.45
September 2039	150,539.70
October 2039	140,168.34
November 2039	129,998.21
December 2039	120,026.19
January 2040	110,249.22
February 2040	100,664.27
March 2040	91,268.36
April 2040	82,058.55
May 2040	73,031.94
June 2040	64,185.67
July 2040	55,516.92
August 2040	47,022.92
September 2040	38,700.93
October 2040	30,548.24
November 2040	22,562.20
December 2040	14,740.19
January 2041	7,079.60
February 2041 and thereafter	0.00

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

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

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$411,801,659

FannieMae®

Guaranteed

Pass-Through Certificates

Fannie Mae Trust 2013-92

PROSPECTUS SUPPLEMENT

Barclays

August 26, 2013