

\$389,455,139



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2013-113**

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 will own

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

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

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
B	1	\$ 23,082,128	SC/PT	3.0%	FIX	3136AGJ94	May 2028
PT	2	124,184,632	SC/PT	3.0	FIX	3136AGK27	August 2043
BD(2)	3	53,784,000	SEQ	2.5	FIX	3136AGK35	February 2037
BI(2)	3	8,964,000(3)	NTL	3.0	FIX/IO	3136AGK43	February 2037
VA(2)	3	6,738,000	SEQ/AD	3.0	FIX	3136AGK50	March 2025
VB(2)	3	10,000,000	SEQ/AD	3.0	FIX	3136AGK68	January 2037
VZ(2)	3	16,738,035	SEQ	3.0	FIX/Z	3136AGK76	November 2043
HC(2)	4	42,438,331	SEQ	2.5	FIX	3136AGK84	November 2031
HI(2)	4	7,073,055(3)	NTL	3.0	FIX/IO	3136AGK92	November 2031
HU	4	7,900,000	SEQ	3.0	FIX	3136AGL26	November 2033
A	5	50,000,000	SEQ	3.0	FIX	3136AGL34	December 2032
AY	5	4,303,643	SEQ	3.0	FIX	3136AGL42	November 2033
LA	6	45,000,000	SEQ	3.0	FIX	3136AGX72	August 2032
LM	6	5,286,370	SEQ	3.0	FIX	3136AGX80	November 2033
R		0	NPR	0	NPR	3136AGL59	November 2043
RL		0	NPR	0	NPR	3136AGL67	November 2043

- (1) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC prospectus.
(2) Exchangeable classes.

- (3) Notional principal balances. These classes are interest only classes. See page S-5 for a description of how their notional principal balances are calculated.

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 BW, BA and HA Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and “Description of the Certificates—Combination and Recombination—RCR Certificates” in the REMIC prospectus.

The dealer will offer the certificates (other than the B and PT Classes) from time to time in negotiated transactions at varying prices. We expect the settlement date to be October 30, 2013. Fannie Mae will assign the B and PT Classes to Fannie Mae Mega trusts. See “Plan of Distribution” in this prospectus supplement.

Carefully consider the risk factors starting on page 13 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

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

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

Wells Fargo Securities

October 24, 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 a Group 1 or Group 2 Class or the R or RL Class, the disclosure documents relating to the applicable underlying REMIC and RCR certificates (the “Underlying REMIC Disclosure Documents”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

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

The MBS Prospectus and the Underlying REMIC Disclosure Documents are incorporated by reference in this prospectus supplement. This means that we are disclosing information in those documents by referring you to them. Those documents are considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with those documents.

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

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

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at www.fanniemae.com.

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

Wells Fargo Securities, LLC
Customer Service
MAC N9303-054
608 2nd Avenue South, Suite 500
Minneapolis, Minnesota 55479
US and International Callers: (800) 645-3751, option 5
WFSCustomerService@wellsfargo.com.

SUMMARY

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

<u>Group</u>	<u>Assets</u>
1	Class 2013-41-BD RCR Certificate Class 2013-41-BI REMIC Certificate
2	Class 2013-85-JA RCR Certificate Class 2013-85-JL RCR Certificate
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS
6	Group 6 MBS

Group 1 and Group 2

Exhibit A describes the underlying REMIC and RCR certificates in Group 1 and Group 2, including certain information about the related mortgage loans. To learn more about the underlying REMIC and RCR certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Group 3, Group 4, Group 5 and Group 6

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 3 MBS	\$87,260,035	3.00%	3.25% to 5.50%	241 to 360
Group 4 MBS	\$50,338,331	3.00%	3.25% to 5.50%	181 to 240
Group 5 MBS	\$54,303,643	3.00%	3.25% to 5.50%	181 to 240
Group 6 MBS	\$50,286,370	3.00%	3.25% to 5.50%	181 to 240

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 3 MBS	\$87,260,035	360	355	4	3.673%
Group 4 MBS	\$50,338,331	240	226	13	3.487%
Group 5 MBS	\$54,303,643	240	225	13	3.500%
Group 6 MBS	\$50,286,370	240	235	4	3.555%

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.

Settlement Date

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

Distribution Dates

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

Record Date

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

Book-Entry and Physical Certificates

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

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

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

Notional Classes

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

<u>Class</u>	
BI	16.6666666667% of the BD Class
HI	16.6666662739% of the HC Class

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Class</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>197%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
B	8.2	5.9	4.8	3.9	3.3	2.4	1.9

<u>Group 2 Class</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>146%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
PT	18.8	10.4	8.6	7.1	5.3	4.2	3.0

<u>Group 3 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>146%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
BD, BI and BA	14.1	5.4	4.3	3.5	2.6	2.2	1.7
VA	6.0	6.0	5.8	5.2	4.3	3.6	2.8
VB	17.6	12.7	10.5	8.6	6.5	5.2	3.8
VZ	26.9	20.3	17.7	15.1	11.5	9.1	6.3
BW	26.9	18.5	15.5	12.8	9.5	7.4	5.1

<u>Group 4 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>179%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
HC, HI and HA	10.5	5.8	4.3	4.0	3.0	2.4	1.7	1.3
HU	19.0	16.0	13.9	13.4	10.9	8.9	6.2	4.5

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
A	11.2	6.5	5.4	4.6	3.5	2.8	2.0	1.5
AY	19.5	17.2	16.4	15.3	12.9	10.7	7.5	5.5

<u>Group 6 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>176%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
LA	10.9	6.7	5.2	4.8	3.8	3.1	2.3	1.9
LM	19.4	17.5	15.8	15.2	12.6	10.5	7.5	5.6

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

DESCRIPTION OF THE CERTIFICATES

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

General

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

The assets of the Trust will include:

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

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

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

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

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

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

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

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

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

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

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

The Underlying REMIC and RCR Certificates

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

In addition, the pools of mortgage loans backing the Group 2 Underlying RCR Certificates have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated March 1, 2013. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 2 Underlying RCR Certificates, see the Final Data Statement for the related trust and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—Refinancing of Loans; Sale of Property—*“Jumbo-conforming” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in the MBS Prospectus dated March 1, 2013.

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

For further information about the Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Underlying REMIC and RCR Certificates is also available at <https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

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 3 MBS; and up to 20 years in the case of the Group 4 MBS, the Group 5 MBS and the Group 6 MBS.

In addition, the pools of mortgage loans backing the Group 3 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balances Exceeding our Traditional Conforming Loan Limits*” in the MBS Prospectus dated March 1, 2013. For periodic updates to that description, please refer to the Pool Prefix Glossary available on our Web site at www.fanniemae.com. For additional information about the particular pools underlying the Group 3 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also “Risk Factors—Risks Relating to Yield and Prepayment—Refinancing of Loans; Sale of Property—*“Jumbo-conforming” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in the MBS Prospectus dated March 1, 2013.

For additional information, see “Summary—Group 3, Group 4, Group 5 and Group 6—Characteristics of the Trust MBS” in this prospectus supplement and “The Mortgage Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

Distributions of Interest

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

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes	—

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

Accrual Class. The VZ 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 REMIC Certificates as described below. Following any exchange of REMIC Certificates for RCR Certificates, we will apply principal payments from the exchanged REMIC Certificates to the corresponding RCR Certificates on a pro rata basis.

- *Group 1*

The Group 1 Principal Distribution Amount to B until retired.

} Structured
Collateral/
Pass-Through
Class

The “Group 1 Principal Distribution Amount” is the principal then paid on the Group 1 Underlying REMIC and RCR Certificates.

- *Group 2*

The Group 2 Principal Distribution Amount to PT until retired.

} Structured
Collateral/
Pass-Through
Class

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

- *Group 3*

The VZ Accrual Amount to VA and VB, in that order, until retired, and thereafter to VZ.

} Accretion
Directed
Classes and
Accrual Class

The Group 3 Cash Flow Distribution Amount to BD, VA, VB and VZ, in that order, until retired.

} Sequential
Pay Classes

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

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

- *Group 4*

The Group 4 Principal Distribution Amount to HC and HU, in that order, until retired.

} Sequential
Pay 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 A and AY, in that order, until retired.

} Sequential
Pay Classes

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

- *Group 6*

The Group 6 Principal Distribution Amount to LA and LM, in that order, until retired.

} Sequential
Pay Classes

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 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 Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 3, Group 4, Group 5 and Group 6—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is October 30, 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.

Yield Tables for the Fixed Rate Interest Only Classes

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

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

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

We cannot assure you that

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

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

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

The yields to investors in the Fixed Rate Interest Only Classes will be very sensitive to the rate of principal payments (including prepayments) of the related Mortgage Loans. The Mortgage Loans generally can be prepaid at any time without penalty. On the basis of the assumptions described below, the yield to maturity on each Fixed Rate Interest Only Class would be 0% if prepayments of the related Mortgage Loans were to occur at the following constant rates:

<u>Class</u>	<u>% PSA</u>
BI	222%
HI	196%

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

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

<u>Class</u>	<u>Price*</u>
BI	9.50%
HI	12.00%

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

Sensitivity of the BI Class to Prepayments

	PSA Prepayment Assumption						
	<u>50%</u>	<u>100%</u>	<u>146%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>
Pre-Tax Yields to Maturity . . .	23.2%	17.1%	10.9%	3.2%	(11.0)%	(24.5)%	(47.9)%

Sensitivity of the HI Class to Prepayments

	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>179%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>
Pre-Tax Yields to Maturity . . .	14.1%	9.7%	1.8%	(0.4)%	(12.0)%	(24.4)%	(50.1)%	(75.2)%

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions, and
- the priority sequences of distributions of principal of the Group 3, Group 4, Group 5 and Group 6 Classes.

See “—Distributions of Principal” above.

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 Underlying REMIC and RCR Certificates	180 months	174 months	5.50%
Group 2 Underlying RCR Certificates	360 months	357 months	5.50%
Group 3 MBS	360 months	360 months	5.50%
Group 4 MBS	240 months	240 months	5.50%
Group 5 MBS	240 months	240 months	5.50%
Group 6 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	B Class						
	PSA Prepayment Assumption						
	0%	100%	197%	300%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100
October 2014	95	91	88	85	82	76	70
October 2015	90	81	74	67	60	48	37
October 2016	85	71	61	51	43	29	18
October 2017	80	62	50	39	30	17	9
October 2018	74	53	40	29	21	10	4
October 2019	68	45	32	22	14	6	2
October 2020	61	38	25	16	10	3	1
October 2021	55	31	19	11	6	2	*
October 2022	47	25	14	8	4	1	*
October 2023	40	19	10	5	3	1	*
October 2024	32	14	7	3	1	*	*
October 2025	23	9	4	2	1	*	*
October 2026	14	4	2	1	*	*	*
October 2027	5	*	*	*	*	*	*
October 2028	0	0	0	0	0	0	0
Weighted Average Life (years)**	8.2	5.9	4.8	3.9	3.3	2.4	1.9

Date	PT Class							BD, BI† and BA Classes						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	146%	200%	300%	400%	600%	0%	100%	146%	200%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	99	96	95	94	92	90	86	98	94	92	90	87	83	77
October 2015	97	90	87	84	78	72	61	96	84	79	74	64	55	37
October 2016	96	83	78	72	63	54	38	93	72	64	55	39	25	*
October 2017	94	76	69	62	50	40	24	90	61	50	38	19	2	0
October 2018	92	70	62	53	40	30	15	88	51	38	24	3	0	0
October 2019	91	64	55	46	32	22	9	85	41	27	12	0	0	0
October 2020	89	58	49	39	26	16	6	82	32	17	1	0	0	0
October 2021	87	53	43	33	20	12	4	79	24	8	0	0	0	0
October 2022	84	49	38	29	16	9	2	75	17	0	0	0	0	0
October 2023	82	44	34	24	13	6	1	72	9	0	0	0	0	0
October 2024	80	40	30	21	10	5	1	68	3	0	0	0	0	0
October 2025	77	36	26	17	8	3	1	64	0	0	0	0	0	0
October 2026	75	33	23	15	6	3	*	60	0	0	0	0	0	0
October 2027	72	29	20	12	5	2	*	55	0	0	0	0	0	0
October 2028	69	26	17	10	4	1	*	50	0	0	0	0	0	0
October 2029	66	23	15	9	3	1	*	46	0	0	0	0	0	0
October 2030	63	21	13	7	2	1	*	40	0	0	0	0	0	0
October 2031	59	18	11	6	2	*	*	35	0	0	0	0	0	0
October 2032	55	16	9	5	1	*	*	29	0	0	0	0	0	0
October 2033	51	14	8	4	1	*	*	23	0	0	0	0	0	0
October 2034	47	12	6	3	1	*	*	16	0	0	0	0	0	0
October 2035	43	10	5	2	1	*	*	9	0	0	0	0	0	0
October 2036	38	8	4	2	*	*	*	2	0	0	0	0	0	0
October 2037	34	7	3	1	*	*	*	0	0	0	0	0	0	0
October 2038	29	5	3	1	*	*	*	0	0	0	0	0	0	0
October 2039	23	4	2	1	*	*	*	0	0	0	0	0	0	0
October 2040	17	3	1	*	*	*	*	0	0	0	0	0	0	0
October 2041	11	2	1	*	*	*	*	0	0	0	0	0	0	0
October 2042	5	1	*	*	*	*	*	0	0	0	0	0	0	0
October 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.8	10.4	8.6	7.1	5.3	4.2	3.0	14.1	5.4	4.3	3.5	2.6	2.2	1.7

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

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

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

Date	VA Class							VB Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	146%	200%	300%	400%	600%	0%	100%	146%	200%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	92	92	92	92	92	92	92	100	100	100	100	100	100	100
October 2015	85	85	85	85	85	85	85	100	100	100	100	100	100	100
October 2016	77	77	77	77	77	77	77	100	100	100	100	100	100	100
October 2017	68	68	68	68	68	68	0	100	100	100	100	100	100	21
October 2018	60	60	60	60	60	0	0	100	100	100	100	100	64	0
October 2019	51	51	51	51	0	0	0	100	100	100	100	79	0	0
October 2020	42	42	42	42	0	0	0	100	100	100	100	17	0	0
October 2021	33	33	33	0	0	0	0	100	100	100	79	0	0	0
October 2022	23	23	21	0	0	0	0	100	100	100	30	0	0	0
October 2023	13	13	0	0	0	0	0	100	100	68	0	0	0	0
October 2024	3	3	0	0	0	0	0	100	100	26	0	0	0	0
October 2025	0	0	0	0	0	0	0	95	76	0	0	0	0	0
October 2026	0	0	0	0	0	0	0	88	37	0	0	0	0	0
October 2027	0	0	0	0	0	0	0	80	1	0	0	0	0	0
October 2028	0	0	0	0	0	0	0	72	0	0	0	0	0	0
October 2029	0	0	0	0	0	0	0	64	0	0	0	0	0	0
October 2030	0	0	0	0	0	0	0	56	0	0	0	0	0	0
October 2031	0	0	0	0	0	0	0	48	0	0	0	0	0	0
October 2032	0	0	0	0	0	0	0	39	0	0	0	0	0	0
October 2033	0	0	0	0	0	0	0	30	0	0	0	0	0	0
October 2034	0	0	0	0	0	0	0	21	0	0	0	0	0	0
October 2035	0	0	0	0	0	0	0	11	0	0	0	0	0	0
October 2036	0	0	0	0	0	0	0	1	0	0	0	0	0	0
October 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2041	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2042	0	0	0	0	0	0	0	0	0	0	0	0	0	0
October 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	6.0	6.0	5.8	5.2	4.3	3.6	2.8	17.6	12.7	10.5	8.6	6.5	5.2	3.8

Date	VZ Class							BW Class						
	PSA Prepayment Assumption							PSA Prepayment Assumption						
	0%	100%	146%	200%	300%	400%	600%	0%	100%	146%	200%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	103	103	103	103	103	103	103	100	100	100	100	100	100	100
October 2015	106	106	106	106	106	106	106	100	100	100	100	100	100	100
October 2016	109	109	109	109	109	109	109	100	100	100	100	100	100	100
October 2017	113	113	113	113	113	113	113	100	100	100	100	100	100	63
October 2018	116	116	116	116	116	116	78	100	100	100	100	100	77	39
October 2019	120	120	120	120	120	114	49	100	100	100	100	84	57	24
October 2020	123	123	123	123	123	84	30	100	100	100	100	67	42	15
October 2021	127	127	127	127	106	62	19	100	100	100	87	53	31	9
October 2022	131	131	131	131	84	46	12	100	100	99	74	42	23	6
October 2023	135	135	135	127	67	34	7	100	100	88	63	33	17	4
October 2024	139	139	139	107	53	25	4	100	100	77	54	26	12	2
October 2025	143	143	136	91	42	18	3	100	94	68	45	21	9	1
October 2026	148	148	119	77	33	13	2	100	85	59	38	16	7	1
October 2027	152	152	103	64	26	10	1	100	76	52	32	13	5	1
October 2028	157	136	90	54	20	7	1	100	68	45	27	10	3	*
October 2029	162	121	78	45	16	5	*	100	61	39	22	8	2	*
October 2030	166	108	67	37	12	4	*	100	54	33	19	6	2	*
October 2031	171	95	57	31	9	3	*	100	47	28	15	5	1	*
October 2032	177	83	48	25	7	2	*	100	41	24	13	4	1	*
October 2033	182	72	41	20	5	1	*	100	36	20	10	3	1	*
October 2034	188	61	34	16	4	1	*	100	31	17	8	2	*	*
October 2035	193	52	28	13	3	1	*	100	26	14	6	1	*	*
October 2036	199	43	22	10	2	*	*	100	22	11	5	1	*	*
October 2037	181	35	18	8	2	*	*	91	17	9	4	1	*	*
October 2038	155	27	13	6	1	*	*	77	14	7	3	1	*	*
October 2039	127	21	10	4	1	*	*	64	10	5	2	*	*	*
October 2040	98	14	7	3	*	*	*	49	7	3	1	*	*	*
October 2041	67	8	4	1	*	*	*	34	4	2	1	*	*	*
October 2042	34	3	1	*	*	*	*	17	1	1	*	*	*	*
October 2043	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	26.9	20.3	17.7	15.1	11.5	9.1	6.3	26.9	18.5	15.5	12.8	9.5	7.4	5.1

* 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.

Date	HC, HI† and HA Classes								HU Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	179%	200%	300%	400%	600%	800%	0%	100%	179%	200%	300%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	97	91	87	87	82	78	69	60	100	100	100	100	100	100	100	100
October 2015	93	80	72	70	61	52	36	21	100	100	100	100	100	100	100	100
October 2016	89	70	59	56	44	33	15	1	100	100	100	100	100	100	100	100
October 2017	85	61	47	44	30	19	2	0	100	100	100	100	100	100	100	53
October 2018	81	52	37	34	19	8	0	0	100	100	100	100	100	100	66	26
October 2019	77	44	28	25	11	1	0	0	100	100	100	100	100	100	40	13
October 2020	72	37	21	17	4	0	0	0	100	100	100	100	100	73	24	6
October 2021	67	30	14	11	0	0	0	0	100	100	100	100	92	52	14	3
October 2022	62	23	8	5	0	0	0	0	100	100	100	100	70	36	8	1
October 2023	57	17	3	1	0	0	0	0	100	100	100	100	52	25	5	1
October 2024	51	12	0	0	0	0	0	0	100	100	95	82	39	17	3	*
October 2025	45	7	0	0	0	0	0	0	100	100	75	64	28	12	2	*
October 2026	38	2	0	0	0	0	0	0	100	100	58	49	20	8	1	*
October 2027	31	0	0	0	0	0	0	0	100	88	44	36	14	5	*	*
October 2028	24	0	0	0	0	0	0	0	100	67	31	26	9	3	*	*
October 2029	16	0	0	0	0	0	0	0	100	47	21	17	6	2	*	*
October 2030	8	0	0	0	0	0	0	0	100	29	12	10	3	1	*	*
October 2031	0	0	0	0	0	0	0	0	99	13	5	4	1	*	*	*
October 2032	0	0	0	0	0	0	0	0	51	0	0	0	0	0	0	0
October 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	10.5	5.8	4.3	4.0	3.0	2.4	1.7	1.3	19.0	16.0	13.9	13.4	10.9	8.9	6.2	4.5

Date	A Class								AY Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	150%	200%	300%	400%	600%	800%	0%	100%	150%	200%	300%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	97	92	90	88	84	79	71	63	100	100	100	100	100	100	100	100
October 2015	94	82	77	73	64	56	41	28	100	100	100	100	100	100	100	100
October 2016	90	73	66	60	49	38	22	10	100	100	100	100	100	100	100	100
October 2017	87	64	56	49	36	25	10	*	100	100	100	100	100	100	100	100
October 2018	83	56	47	39	26	16	3	0	100	100	100	100	100	100	100	51
October 2019	79	49	39	31	18	9	0	0	100	100	100	100	100	100	79	25
October 2020	75	42	32	24	12	4	0	0	100	100	100	100	100	100	47	12
October 2021	70	36	26	18	7	*	0	0	100	100	100	100	100	100	28	6
October 2022	65	30	20	13	3	0	0	0	100	100	100	100	100	72	17	3
October 2023	60	24	15	9	*	0	0	0	100	100	100	100	100	50	10	1
October 2024	55	19	11	5	0	0	0	0	100	100	100	100	76	34	6	1
October 2025	49	15	7	2	0	0	0	0	100	100	100	100	55	23	3	*
October 2026	43	10	4	0	0	0	0	0	100	100	100	95	39	15	2	*
October 2027	37	6	1	0	0	0	0	0	100	100	100	71	27	10	1	*
October 2028	31	3	0	0	0	0	0	0	100	100	81	50	18	6	*	*
October 2029	24	0	0	0	0	0	0	0	100	92	55	33	11	3	*	*
October 2030	16	0	0	0	0	0	0	0	100	56	33	19	6	2	*	*
October 2031	8	0	0	0	0	0	0	0	100	23	13	7	2	1	*	*
October 2032	*	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0
October 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.2	6.5	5.4	4.6	3.5	2.8	2.0	1.5	19.5	17.2	16.4	15.3	12.9	10.7	7.5	5.5

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

Date	LA Class								LM Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	176%	200%	300%	400%	600%	800%	0%	100%	176%	200%	300%	400%	600%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
October 2014	97	94	92	91	89	87	82	78	100	100	100	100	100	100	100	100
October 2015	94	85	80	79	72	66	54	43	100	100	100	100	100	100	100	100
October 2016	90	75	67	64	54	45	29	16	100	100	100	100	100	100	100	100
October 2017	86	67	55	52	40	29	13	2	100	100	100	100	100	100	100	100
October 2018	82	58	45	42	29	18	3	0	100	100	100	100	100	100	100	57
October 2019	78	51	37	33	20	10	0	0	100	100	100	100	100	100	78	28
October 2020	74	43	29	25	12	4	0	0	100	100	100	100	100	100	47	14
October 2021	69	37	22	19	7	0	0	0	100	100	100	100	100	93	28	7
October 2022	64	31	17	13	2	0	0	0	100	100	100	100	100	65	17	3
October 2023	59	25	12	8	0	0	0	0	100	100	100	100	100	91	46	2
October 2024	54	20	7	4	0	0	0	0	100	100	100	100	68	32	6	1
October 2025	48	15	4	1	0	0	0	0	100	100	100	100	50	22	3	*
October 2026	42	10	*	0	0	0	0	0	100	100	100	85	36	15	2	*
October 2027	35	6	0	0	0	0	0	0	100	100	79	64	26	10	1	*
October 2028	28	2	0	0	0	0	0	0	100	100	59	47	18	6	1	*
October 2029	21	0	0	0	0	0	0	0	100	89	42	33	11	4	*	*
October 2030	14	0	0	0	0	0	0	0	100	61	28	21	7	2	*	*
October 2031	6	0	0	0	0	0	0	0	100	36	15	12	4	1	*	*
October 2032	0	0	0	0	0	0	0	0	76	13	5	4	1	*	*	*
October 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	10.9	6.7	5.2	4.8	3.8	3.1	2.3	1.9	19.4	17.5	15.8	15.2	12.6	10.5	7.5	5.6

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

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

Characteristics of the Residual Classes

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

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

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled “Material Federal Income Tax Consequences” and “ERISA Considerations”) and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of

avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

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

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	197% PSA
2	146% PSA
3	146% PSA
4	179% PSA
5	150% PSA
6	176% PSA

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

Taxation of Beneficial Owners of Residual Certificates

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

be required under the Code. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

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

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

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates (other than the B and PT Classes) to Wells Fargo Securities, LLC (the “Dealer”) in exchange for the Underlying REMIC and RCR Certificates and the Trust MBS. The Dealer proposes to offer the Certificates (other than the B and PT Classes) directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

On the Settlement Date, we are obligated to transfer the B and PT Classes to Fannie Mae Mega Trust Number 310131 (CUSIP Number 31374CPQ3) and Number 310132 (CUSIP Number 31374CPR1), respectively, and to deliver the related Mega certificates to the Dealer.

LEGAL MATTERS

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

Group 1 Underlying REMIC and RCR Certificates

Underlying REMIC Trust	Class	Date of Issue	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal or Notional Principal Balance of Class	October 2013 Class Factor	Principal or Notional Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-41	BD	April 2013	3136ADW21	1.5%	FIX	May 2028	PT	\$45,363,674	0.96724956	\$23,082,128	3.458%	168	10
2013-41	BI	April 2013	3136ADU23	3.0	FIX/IO	May 2028	NTL	30,242,449	0.96724956	11,541,064	3.458	168	10

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

Group 2 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 Balance of Class	October 2013 Class Factor	Principal Balance in the Lower Tier REMIC	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-85	JA	July 2013	3136AF4T8	3.0%	FIX	August 2038	SEQ	\$87,500,000	0.99068151	\$86,684,632	3.683%	355	4
2013-85	JL	July 2013	3136AF4X9	3.0	FIX	August 2043	SEQ	37,500,000	1.00000000	37,500,000	3.683	355	4

(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								
VA	\$ 6,738,000	BW(3)	\$33,476,035	SEQ	3.0%	FIX	3136AGL75	November 2043
VB	10,000,000							
VZ	16,738,035							
Recombination 2								
BD	53,784,000	BA	53,784,000	SEQ	3.0	FIX	3136AGL83	February 2037
BI	8,964,000(4)							
Recombination 3								
HC	42,438,331	HA	42,438,331	SEQ	3.0	FIX	3136AGL91	November 2031
HI	7,073,055(4)							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal or notional principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See “Description of the Certificates—General— *Authorized Denominations*” in this prospectus supplement.
- (2) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.
- (3) Principal payments on the REMIC Certificates in Recombination 1 from the VZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.
- (4) Notional principal balances. These Classes are Interest Only Classes. See page S-5 for a description of how their notional principal balances are calculated.

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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\$389,455,139



Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2013-113

PROSPECTUS SUPPLEMENT

Wells Fargo Securities

October 24, 2013