

\$357,816,440



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2014-4**

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

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

The mortgage loans underlying the Fannie Mae MBS and Fannie Mae Stripped 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
CE	1	\$45,854,000	PAC/AD	3.0%	FIX	3136AH3W8	September 2041
CZ	1	3,757,429	PAC	3.0	FIX/Z	3136AH3X6	February 2044
FC	1	19,844,571	PAC	(2)	FLT	3136AH3Y4	February 2044
SC	1	19,844,571(3)	NTL	(2)	INV/IO	3136AH3Z1	February 2044
CF	1	12,945,145	SUP	(2)	FLT	3136AH4A5	February 2044
CS	1	6,472,573	SUP	(2)	INV	3136AH4B3	February 2044
KA	2	30,587,000	SEQ	3.0	FIX	3136AH4C1	January 2044
KB	2	325,621	SEQ	3.0	FIX	3136AH4D9	February 2044
KI	2	2,139,791(3)	NTL	3.5	FIX/IO	3136AH4E7	February 2044
KC(4)	3	26,437,000	SEQ	3.0	FIX	3136AH4F4	July 2043
IK(4)	3	3,776,714(3)	NTL	3.5	FIX/IO	3136AH4G2	July 2043
KE	3	1,309,535	SEQ	3.5	FIX	3136AH4H0	February 2044
YI	3	1,807,732(3)	NTL	4.0	FIX/IO	3136AH4J6	February 2044

(Table continued on next page)

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The KD and PB Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and “Description of the Certificates—Combination and Recombination—RCR Certificates” in the REMIC prospectus.

The dealer will offer the certificates from time to time in negotiated transactions at varying prices. We expect the settlement date to be January 30, 2014.

Carefully consider the risk factors on page S-10 of this prospectus supplement and starting on page 13 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

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

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

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

Citigroup

The date of this Prospectus Supplement is January 24, 2014

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
KW	4	\$ 7,736,117	PT	(5)	WAC	3136AH4K3	February 2044
PC(4)	5	39,002,000	PAC	3.0%	FIX	3136AH4L1	February 2044
IP(4)	5	3,545,636(3)	NTL	5.5	FIX/IO	3136AH4M9	February 2044
PU	5	10,984,043	SUP	3.5	FIX	3136AH4N7	February 2044
PI	5	18,176,743(3)	NTL	5.5	FIX/IO	3136AH4P2	February 2044
GL	6	17,546,008	SC/PT	(6)	WAC	3136AH4Q0	October 2043
GA	7	125,000,000	SEQ	3.5	FIX	3136AH4R8	April 2033
GY	7	10,015,398	SEQ	3.5	FIX	3136AH4S6	February 2034
R		0	NPR	0	NPR	3136AH4T4	February 2044
RL		0	NPR	0	NPR	3136AH4U1	February 2044

- (1) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC prospectus.
(2) Based on LIBOR.
(3) Notional principal balances. These classes are interest only classes. See page S-8 for a description of how their notional principal balances are calculated.

- (4) Exchangeable classes.
(5) The interest rate of the KW Class is calculated as described on page S-15.
(6) The interest rate of the GL Class is calculated as described on page S-15.

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
AVAILABLE INFORMATION	S- 3	<i>The Inverse Floating Rate</i>	
SUMMARY	S- 5	<i>Classes</i>	S-19
ADDITIONAL RISK FACTORS	S-10	<i>The Fixed Rate Interest Only</i>	
DESCRIPTION OF THE		<i>Classes</i>	S-20
CERTIFICATES	S-11	WEIGHTED AVERAGE LIVES OF THE	
GENERAL	S-11	CERTIFICATES	S-21
<i>Structure</i>	S-11	DECREMENT TABLES	S-22
<i>Fannie Mae Guaranty</i>	S-12	CHARACTERISTICS OF THE RESIDUAL	
<i>Characteristics of Certificates</i>	S-12	CLASSES	S-27
<i>Authorized Denominations</i>	S-12	CERTAIN ADDITIONAL FEDERAL	
THE TRUST MBS	S-12	INCOME TAX CONSEQUENCES ..	S-27
THE GROUP 4 SMBS	S-13	U.S. TREASURY CIRCULAR 230	
THE GROUP 6 UNDERLYING REMIC		NOTICE	S-27
AND RCR CERTIFICATES	S-14	REMIC ELECTIONS AND SPECIAL TAX	
DISTRIBUTIONS OF INTEREST	S-14	ATTRIBUTES	S-28
<i>General</i>	S-14	TAXATION OF BENEFICIAL OWNERS OF	
<i>Delay Classes and No-Delay</i>		REGULAR CERTIFICATES	S-28
<i>Classes</i>	S-14	TAXATION OF BENEFICIAL OWNERS OF	
<i>Accrual Class</i>	S-15	RESIDUAL CERTIFICATES	S-29
<i>The KW Class</i>	S-15	TAXATION OF BENEFICIAL OWNERS OF	
<i>The GL Class</i>	S-15	RCR CERTIFICATES	S-29
DISTRIBUTIONS OF PRINCIPAL	S-15	PLAN OF DISTRIBUTION	S-29
STRUCTURING ASSUMPTIONS	S-17	LEGAL MATTERS	S-29
<i>Pricing Assumptions</i>	S-17	EXHIBIT A	A- 1
<i>Prepayment Assumptions</i>	S-17	SCHEDULE 1	A- 2
<i>Principal Balance Schedules</i>	S-17	PRINCIPAL BALANCE	
YIELD TABLES	S-18	SCHEDULES	B- 1
<i>General</i>	S-18		

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 4 Class or the R or RL Class
 - our Prospectus for Fannie Mae Stripped Mortgage-Backed Securities dated
 - February 1, 2012, for all SMBS issued on or after February 1, 2012,
 - January 1, 2009, for all SMBS issued on or after January 1, 2009 and prior to February 1, 2012,
 - December 1, 2007, for all SMBS issued on or after December 1, 2007 and prior to January 1, 2009, or
 - May 1, 2002, for all other SMBS
(as applicable, the “SMBS Prospectus”); and
 - the prospectus supplement relating to the applicable SMBS (the “SMBS Supplement”);
- if you are purchasing the Group 6 Class or the R or RL Class, the disclosure documents relating to the 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, the SMBS Prospectus, the SMBS Supplement 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, the SMBS Prospectus, the SMBS Supplement and the Underlying REMIC Disclosure Documents by writing or calling the dealer at:

Citigroup Global Markets Inc.
Prospectus Department
540 Crosspoint Parkway
Building 2
Attn: Compliance Fulfillment Unit
Getzville, NY 14068
(telephone 1-800-831-9146).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of January 1, 2014. 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 and Subgroup of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS*
3	Group 3 MBS**
4	Group 4 MBS Group 4 SMBS
5	Group 5 MBS
6	Class 2013-106-GL RCR Certificate Class 2012-142-AI REMIC Certificate
7	Group 7 MBS

* Includes the Subgroup 2a MBS and Subgroup 2b MBS.

** Includes the Subgroup 3a MBS and Subgroup 3b MBS.

Group 1, Group 2, Group 3, Group 4, Group 5 and Group 7 MBS

Characteristics of the Trust MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$ 88,873,718	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS				
<i>Subgroup 2a</i>	\$ 15,934,078	3.00%	3.25% to 5.50%	241 to 360
<i>Subgroup 2b</i>	\$ 14,978,543	3.50%	3.75% to 6.00%	241 to 360
Group 3 MBS				
<i>Subgroup 3a</i>	\$ 13,284,676	3.50%	3.75% to 6.00%	241 to 360
<i>Subgroup 3b</i>	\$ 14,461,859	4.00%	4.25% to 6.50%	241 to 360
Group 4 MBS	\$ 7,736,117	2.50%	2.75% to 5.00%	121 to 180
Group 5 MBS	\$ 49,986,043	5.50%	5.75% to 8.00%	241 to 360
Group 7 MBS	\$135,015,398	3.50%	3.75% to 6.00%	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 1 MBS	\$ 88,873,718	360	356	3	4.580%
Group 2 MBS					
Subgroup 2a	\$ 15,934,078	360	357	0	3.960%
Subgroup 2b	\$ 14,978,543	360	359	1	4.140%
Group 3 MBS					
Subgroup 3a	\$ 13,284,676	360	358	2	4.110%
Subgroup 3b	\$ 14,461,859	360	355	4	4.480%
Group 4 MBS	\$ 7,736,117	180	171	7	2.948%
Group 5 MBS	\$ 49,986,043	360	253	93	6.032%
Group 7 MBS	\$135,015,398	240	219	20	4.000%

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

Group 4 SMBS

Characteristics of the Group 4 SMBS

<u>Notional Principal Balance*</u>	<u>Pass- Through Rate</u>	<u>SMBS Trust and Class Designation</u>
\$11,374,348	5.50%	390-C2

* These are interest only SMBS certificates.

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>
\$11,374,348	360	249	78	6.071%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the Group 4 SMBS will differ from those shown above, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Yields on the SMBS certificates are affected by actual characteristics of the related mortgage loans*” in the SMBS Prospectus dated February 1, 2012.

Group 6 Underlying REMIC and RCR Certificates

Exhibit A describes the underlying REMIC and RCR certificates in Group 6, including certain information about the related mortgage loans. To learn more about the underlying REMIC and RCR Certificates, you should obtain from us the current class factors and the related disclosure documents as described on page S-3.

Settlement Date

We expect to issue the certificates on January 30, 2014.

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>DTC Book-Entry</u>	<u>Physical</u>
All classes other than the KW, GL, R and RL Classes	KW and GL Classes	R and RL Classes

Exchanging Certificates Through Combination and Recombination

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

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

Interest Rates

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

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

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
FC	0.6185%	6.50%	0.45%	LIBOR + 45 basis points
SC	5.8815%	6.05%	0.00%	6.05% – LIBOR
CF	1.1685%	6.00%	1.00%	LIBOR + 100 basis points
CS	9.6630%	10.00%	0.00%	10% – (2 × LIBOR)

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

During each interest accrual period, the KW and GL Classes will bear interest at the applicable annual rates described under “Description of the Certificates—Distributions of Interest—*The KW Class*” and “—*The GL Class*,” respectively, in this prospectus supplement.

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

SC	100% of the FC Class
KI	14.2857085632% of the Subgroup 2b MBS
IK	14.2857132050% of the KC Class
YI	12.4999974070% of the Subgroup 3b MBS
IP	9.0909081586% of the PC Class
PI	36.3636365455% of the Group 5 MBS

Distributions of Principal

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

Weighted Average Lives (years)*

<u>Group 1 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>125%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>	<u>700%</u>	<u>1000%</u>	<u>1400%</u>
CE	15.4	6.5	5.8	5.8	5.8	4.2	2.8	2.2	1.7
CZ	25.8	18.0	18.0	18.0	18.0	12.7	7.5	5.1	3.4
FC and SC	17.1	7.8	7.1	7.1	7.1	5.1	3.2	2.4	1.8
CF and CS	28.5	21.4	18.7	7.8	3.0	1.6	1.0	0.7	0.6

<u>Group 2 Classes</u>	<u>PSA Prepayment Assumption</u>							
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
KA	19.0	10.5	7.1	5.3	4.3	3.2	2.5	2.0
KB	29.9	29.3	27.3	23.2	18.9	12.9	9.5	6.4
KI	19.3	10.8	7.3	5.5	4.4	3.2	2.6	2.0

Group 3 Classes	PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%
KC, IK and KD	18.9	9.8	6.4	4.8	3.8	2.8	2.2	1.7
KE	29.7	27.6	23.1	18.1	14.3	9.7	7.1	4.9
YI	19.6	10.6	7.2	5.3	4.2	3.0	2.4	1.8

<u>Group 4 Class</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>700%</u>	<u>1000%</u>	<u>1300%</u>	<u>1800%</u>
KW†	8.5	6.0	4.8	4.0	3.4	2.3	1.7	1.3	1.0

<u>Group 5 Classes</u>	<u>PSA Prepayment Assumption</u>								
	<u>0%</u>	<u>100%</u>	<u>150%</u>	<u>250%</u>	<u>300%</u>	<u>500%</u>	<u>800%</u>	<u>1100%</u>	<u>1700%</u>
PC, IP and PB	18.2	6.0	5.0	5.0	5.0	3.2	1.8	1.2	0.1
PU	28.7	16.5	13.6	4.7	1.6	0.5	0.3	0.2	0.1
PI	20.5	8.3	6.9	4.9	4.3	2.6	1.5	0.9	0.1

<u>Group 6 Class</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>350%</u>	<u>500%</u>	<u>700%</u>	<u>900%</u>	<u>1200%</u>
GL†	27.9	21.6	10.2	7.3	5.2	4.0	2.9

<u>Group 7 Classes</u>	<u>PSA Prepayment Assumption</u>						
	<u>0%</u>	<u>100%</u>	<u>192%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	
GA	11.4	6.4	4.6	3.3	2.6	1.8	
GY	19.6	16.9	15.3	12.8	10.6	7.3	

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

† The weighted average life information set forth for the KW and GL Classes is based solely on assumed principal distributions.

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 Group 6 Class will be affected by the applicable payment priorities governing the Class 2013-106-GL RCR Certificate. If you invest in the Group 6 Class, the rate at which you receive payments will be affected by the applicable priority sequences governing principal payments on the Class 2013-106-GL RCR Certificate.

As described in the related Underlying REMIC Disclosure Document, the Class 2013-106-GL RCR Certificate may be

subsequent in payment priority to certain other classes issued from the related underlying REMIC trust. As a result, such other classes may receive principal before principal is paid on the Class 2013-106-GL RCR Certificate, possibly for long periods.

You may obtain additional information about the Group 6 Underlying REMIC and RCR Certificates by reviewing their current class factors in light of other information available in the related Underlying REMIC Disclosure Documents. You may obtain those documents from us as described on page S-3.

Principal and interest payments on the KW Class in Group 4 are derived from separate sources. Interest payments on the KW Class will be based on the interest payable on the Group 4 MBS and the Group 4 SMBS, while principal payments on the KW Class will be based solely on principal payable on the Group 4 MBS. The Group 4 MBS and the Group 4 SMBS are independent of one another. Accordingly, the interest payment rate and the principal payment rate on the KW Class are unrelated, are likely to differ, and may differ sharply. In addition, there is a risk that the KW Class could in the future receive only interest payments in the event that the Group 4 MBS are retired while the Group 4 SMBS remain outstanding.

Principal and interest payments on the GL Class in Group 6 are derived from separate sources. Interest payments on the GL Class will be based on the interest payable on both of the Group 6 Underlying REMIC and RCR Certificates, while principal payments on the GL Class will be based solely on principal payable on the underlying Class 2013-106-GL RCR Certificate. The Group 6 Underlying REMIC and RCR Certificates are independent of one another. Accordingly, the interest payment rate and the principal payment rate on the GL Class are not directly related, are likely to differ, and may differ sharply. In addition, there is a risk that the GL Class could in the future receive only interest payments in the event that the Class 2013-106-GL RCR Certificate is retired while the Class 2012-142-AI REMIC Certificate remains outstanding.

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 January 1, 2014 (the “Issue Date”). We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC Certificates”) pursuant to that trust agreement and supplement. We will issue the Combinable and Recombinable REMIC Certificates (the “RCR Certificates” and, together with the REMIC Certificates, the “Certificates”) pursuant to a separate trust agreement dated as of May 1, 2010 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement relating to the REMIC Certificates, the “Trust Agreement”). We will execute the Trust Agreement in our corporate capacity and as trustee (the “Trustee”). In general, the term “Classes” includes the Classes of REMIC Certificates and RCR Certificates.

The assets of the Trust will include:

- six groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS,” “Group 5 MBS,” and “Group 7 MBS,” and together, the “Trust MBS”),
- one group of previously issued Fannie Mae Stripped Mortgage-Backed Securities (the “Group 4 SMBS”), and
- one group of previously issued REMIC and RCR certificates (the “Group 6 “Underlying REMIC and RCR Certificates”) issued from the related Fannie Mae trusts (the “Underlying REMIC Trusts”), as further described in Exhibit A.

The Group 4 SMBS represent beneficial ownership interests in certain interest distributions on mortgage loans underlying certain Fannie Mae Guaranteed Mortgage Pass-Through Certificates.

The Group 6 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 and the Fannie Mae Guaranteed Mortgage Pass-Through Certificates backing the Group 4 SMBS, the “MBS”).

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

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

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

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	Trust MBS, Group 4 SMBS and Group 6 Underlying REMIC and RCR Certificates	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates, the MBS, the Group 4 SMBS and the Group 6 Underlying REMIC and RCR Certificates, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus, the MBS Prospectus, the SMBS Prospectus, the SMBS Supplement and the Underlying REMIC Disclosure Documents, as applicable. 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.”

The KW and GL Classes each will be represented by a single certificate (together, the “DTC Certificates”) to be registered at all times in the name of the nominee of The Depository Trust Company (“DTC”), a New York-chartered limited purpose trust company, or any successor or depository selected or approved by us. We refer to the nominee of DTC as the “Holder” or “Certificateholder” of the DTC Certificates. DTC will maintain the DTC Certificates through its book-entry facilities.

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

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

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

The Trust MBS

The Trust MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the Trust MBS are conventional, fixed-rate,

fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years in the case of the Group 1 MBS, Group 2 MBS, Group 3 MBS and Group 5 MBS; up to 15 years in the case of the Group 4 MBS; and up to 20 years in the case of the Group 7 MBS.

In addition, the pools of mortgage loans backing the Group 1 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 1 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.

Furthermore, the Mortgage Loans backing the Group 2 MBS and the Group 3 MBS are relocation Mortgage Loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Prepayments—Pools Containing relocation mortgage loans have higher rates of prepayment than otherwise comparable pools containing non-relocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated March 1, 2013.

Finally, the Mortgage Loans backing the Group 4 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.

For additional information, see “Summary—Group 1, Group 2, Group 3, Group 4, Group 5 and Group 7 MBS—Characteristics of the Trust MBS” in this prospectus supplement and “The Mortgage Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

The Group 4 SMBS

The general characteristics of the Group 4 SMBS are described in the SMBS Prospectus and the SMBS Supplement. The Group 4 SMBS provide that certain interest amounts on the Mortgage Loans underlying the related MBS are passed through monthly.

The general characteristics of the MBS are described in the MBS Prospectus. Each MBS evidences beneficial ownership interest in a pool of 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. For additional information see “Summary—Group 4 SMBS—Characteristics of the Group 4 SMBS” in this prospectus

supplement, and “The Mortgage Loan Pools” and “Yield, Maturity and Prepayment Considerations” in the MBS Prospectus.

The Group 6 Underlying REMIC and RCR Certificates

The Group 6 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 Mortgage Loans backing the Group 6 Underlying REMIC and RCR Certificates are relocation Mortgage Loans made under agreements between lenders and employers that frequently relocate their employees. For additional information, see “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Prepayments—Pools Containing relocation mortgage loans have higher rates of prepayment than otherwise comparable pools containing non-relocation mortgage loans*” and “The Mortgage Loans—Special Feature Mortgage Loans—*Relocation Loans*” in the MBS Prospectus dated March 1, 2013.

Distributions on the Group 6 Underlying REMIC and RCR Certificates will be passed through monthly, beginning in the month after we issue the Certificates. The general characteristics of the Group 6 Underlying REMIC and RCR Certificates are described in the related Underlying REMIC Disclosure Documents. See Exhibit A for certain additional information about the Group 6 Underlying REMIC and RCR Certificates. Exhibit A is provided in lieu of a Final Data Statement with respect to the Group 6 Underlying REMIC and RCR Certificates.

For further information about the Group 6 Underlying REMIC and RCR Certificates, telephone us at 1-800-237-8627. Additional information about the Group 6 Underlying REMIC and RCR Certificates is also available at <https://mbsdisclosure.fanniemae.com/PoolTalk2/index.html>. There may have been material changes in facts and circumstances since the dates we prepared the Underlying REMIC Disclosure Documents. These may include changes in prepayment speeds, prevailing interest rates and other economic factors. As a result, the usefulness of the information set forth in those documents may be limited.

Distributions of Interest

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

<u>Delay Classes</u>	<u>No-Delay Classes</u>
All interest-bearing Classes other than the FC and SC Classes	The FC and SC Classes

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

Accrual Class. The CZ 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.

The KW Class. On each Distribution Date, we will pay interest on the KW Class in an amount equal to the aggregate amount of interest accrued during that interest accrual period on the Group 4 MBS and the Group 4 SMBS. Accordingly, the amount of interest payable on the Certificates of the KW Class will not be determined on the basis of their principal balances.

On the initial Distribution Date, we expect to pay interest on the KW Class at an annual rate of approximately 10.58660% (calculated based on the amount of interest payable on that date and the initial principal balance of the KW Class).

If the Group 4 MBS are retired while the Group 4 SMBS remain outstanding, the KW Class will become an Interest Only Class.

Our determination of the interest rate for the KW Class for each Distribution Date will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

The GL Class. On each Distribution Date, we will pay interest on the GL Class in an amount equal to the aggregate amount of interest accrued during that interest accrual period on the Group 6 Underlying REMIC and RCR Certificates. Accordingly, the amount of interest payable on the Certificates of the GL Class will not be determined on the basis of their principal balances.

On the initial Distribution Date, we expect to pay interest on the GL Class at an annual rate of approximately 4.0% (calculated based on the amount of interest payable on that date and the initial principal balance of the GL Class).

If the Class 2013-106-GL RCR Certificate is retired while the Class 2012-142-AI REMIC Certificate remains outstanding, the GL Class will become an Interest Only Class.

Our determination of the interest rate for the GL Class for each Distribution Date will be final and binding in the absence of manifest error. You may obtain each such interest rate by telephoning us at 1-800-237-8627.

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 CZ Accrual Amount to CE until retired, and thereafter to CZ.

} Accretion
Directed
Class and
Accrual Class

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

1. To the Aggregate Group to its Planned Balance.
2. To CF and CS, pro rata, until retired.
3. To the Aggregate Group to zero.

} PAC Group

} Support
Classes

} PAC Group

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

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

The “Aggregate Group” consists of the CE, CZ and FC Classes. On each Distribution Date, we will apply payments of principal of the Aggregate Group as follows:

- 71.4285720456% to CE and CZ, in that order, until retired, and
- 28.5714279544% to FC until retired.

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

- *Group 2*

The Group 2 Principal Distribution Amount to KA and KB, in that order, until retired. } Sequential Pay Classes

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

- *Group 3*

The Group 3 Principal Distribution Amount to KC and KE, in that order, until retired. } Sequential Pay Classes

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

- *Group 4*

The Group 4 Principal Distribution Amount to KW until retired. } Pass-Through Class

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

- *Group 5*

The Group 5 Principal Distribution Amount in the following priority:

1. To PC to its Planned Balance. } PAC Class
2. To PU until retired. } Support Class
3. To PC until retired. } PAC Class

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 GL until retired. } Structured Collateral/Pass-Through Class

The “Group 6 Principal Distribution Amount” is the principal then paid on the Group 6 Underlying REMIC and RCR Certificates.

- *Group 7*

The Group 7 Principal Distribution Amount to GA and GY, in that order, until retired. } Sequential Pay Classes

The “Group 7 Principal Distribution Amount” is the principal then paid on the Group 7 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 6 Underlying REMIC and RCR Certificates, any applicable priority sequences governing principal payments (or notional balance reductions) on the Group 6 Underlying REMIC and RCR Certificates, and the following assumptions (such characteristics and assumptions, collectively, the “Pricing Assumptions”):

- the Mortgage Loans underlying the Trust MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2, Group 3, Group 4, Group 5 and Group 7 MBS—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans underlying the Group 4 SMBS have the original term to maturity, remaining term to maturity, loan age and interest rate specified under “Summary—Group 4 SMBS—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 January 30, 2014; 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 and the Group 4 SMBS will differ from the assumed characteristics shown in the Summary, and may differ significantly. See “Risk Factors—Risks Relating to Yield and Prepayment—*Yield—Yields on and weighted average lives of the certificates are affected by actual characteristics of the mortgage loans backing the series trust assets*” in the REMIC Prospectus.

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

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

<u>Group and Class</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group Planned Balances	Between 125% and 250% PSA	Between 125% and 250% PSA
PC Class Planned Balances	Between 150% and 300% PSA	Between 150% and 300% PSA

The Aggregate Group consists of the CE, CZ and FC 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 or the PC Class will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of the Aggregate Group or the PC Class will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

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

- We will distribute any excess of principal distributions over the amount necessary to reduce the Aggregate Group or the PC Class to its scheduled balance in any month. As a result, the likelihood of reducing the Aggregate Group or the PC Class to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within the applicable Structuring Range or Effective Range, principal distributions may be insufficient to reduce the Aggregate Group or the PC Class to its scheduled balance each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the Aggregate Group or the PC Class might not be reduced to its scheduled balance each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Range. This is so particularly if the rate falls at the lower or higher end of the applicable range.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of the Aggregate Group and the PC Class will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group or the PC Class, 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 SC 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:

<u>Class</u>	<u>Price*</u>
SC	20.000%
CS	96.125%

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>								
	<u>50%</u>	<u>100%</u>	<u>125%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>	<u>700%</u>	<u>1000%</u>	<u>1400%</u>
0.0800%	25.1%	21.2%	19.4%	19.4%	19.4%	13.6%	(1.8)%	(18.7)%	(43.0)%
0.1685%	24.6%	20.7%	18.9%	18.9%	18.9%	13.0%	(2.5)%	(19.4)%	(43.8)%
2.1685%	12.9%	8.6%	6.9%	6.9%	6.9%	(0.2)%	(17.3)%	(36.0)%	(62.9)%
4.1685%	(0.1)%	(4.8)%	(6.1)%	(6.1)%	(6.1)%	(14.4)%	(33.3)%	(54.3)%	(85.8)%
6.0500%	*	*	*	*	*	*	*	*	*

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

LIBOR	PSA Prepayment Assumption								
	50%	100%	125%	200%	250%	400%	700%	1000%	1400%
0.0800%	10.4%	10.4%	10.5%	10.8%	11.4%	12.5%	13.8%	14.9%	16.3%
0.1685%	10.2%	10.2%	10.3%	10.6%	11.3%	12.3%	13.6%	14.7%	16.1%
2.1685%	6.0%	6.0%	6.1%	6.4%	7.1%	8.2%	9.7%	10.9%	12.3%
4.1685%	1.9%	1.9%	1.9%	2.2%	3.0%	4.2%	5.7%	7.0%	8.6%
5.0000%	0.2%	0.2%	0.2%	0.5%	1.4%	2.6%	4.1%	5.4%	7.0%

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

Class	% PSA
KI	215%
IK	191%
YI	250%
IP	410%
PI	266%

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

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

Class	Price*
KI	24.25%
IK	23.00%
YI	24.25%
IP	21.00%
PI	25.50%

* 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 KI Class to Prepayments

	PSA Prepayment Assumption							
	50%	100%	200%	300%	400%	600%	800%	1100%
Pre-Tax Yields to Maturity	8.9%	6.3%	0.8%	(4.8)%	(10.5)%	(22.4)%	(34.9)%	(54.8)%

Sensitivity of the IK Class to Prepayments

	PSA Prepayment Assumption							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity	9.4%	6.2%	(0.6)%	(8.3)%	(16.5)%	(33.5)%	(50.1)%	(73.0)%

Sensitivity of the YI Class to Prepayments

	PSA Prepayment Assumption							
	<u>50%</u>	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>600%</u>	<u>800%</u>	<u>1100%</u>
Pre-Tax Yields to Maturity	11.3%	8.5%	2.9%	(2.9)%	(8.9)%	(21.3)%	(34.5)%	(56.0)%

Sensitivity of the IP Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	150%	250%	300%	500%	800%	1100%	1700%
Pre-Tax Yields to Maturity	16.9%	11.5%	6.8%	6.8%	6.8%	(6.7)%	(32.2)%	(63.6)%	*

Sensitivity of the PI Class to Prepayments

	PSA Prepayment Assumption								
	50%	100%	150%	250%	300%	500%	800%	1100%	1700%
Pre-Tax Yields to Maturity	14.6%	11.3%	7.9%	1.1%	(2.4)%	(17.2)%	(42.1)%	(72.1)%	*

Weighted Average Lives of the Certificates

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

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

- the timing of changes in the rate of principal distributions,
- the priority sequences of distributions of principal of the Group 1, Group 2, Group 3, Group 5 and Group 7 Classes, and
- in the case of the Group 6 Class, the applicable priority sequences affecting principal payments on the Class 2013-106-GL RCR Certificate.

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

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

Decrement Tables

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

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

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original Terms to Maturity</u>	<u>Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	360 months	6.50%
Group 2 MBS	360 months	360 months	(1)
Group 3 MBS	360 months	360 months	(2)
Group 4 MBS	180 months	180 months	5.00%
Group 5 MBS	360 months	360 months	8.00%
Group 6 Underlying REMIC and RCR Certificates	360 months	(3)	5.50%
Group 7 MBS	240 months	240 months	6.00%

(1) The Mortgage Loans backing the Subgroup 2a MBS and the Subgroup 2b MBS are assumed to have interest rates of 5.50% and 6.00%, respectively.

(2) The Mortgage Loans backing the Subgroup 3a MBS and the Subgroup 3b MBS are assumed to have interest rates of 6.00% and 6.50%, respectively.

(3) The Mortgage Loans backing the Group 6 Underlying REMIC and RCR Certificates specified below are assumed to have the following remaining terms to maturity:

<u>Class</u>	<u>Remaining Terms to Maturity</u>
2012-142-AI	346 months
2013-106-GL	*

* The Class 2013-106-GL RCR Certificate is backed in part by Fannie Mae MBS and in part by the Class 2013-63-HD RCR Certificate and the Class 2013-63-IH REMIC Certificate. We have assumed that the Mortgage Loans backing the related MBS have a remaining term to maturity of 356 months. We have assumed that the Mortgage Loans backing the Class 2013-63-HD RCR Certificate and the Class 2013-63-IH REMIC Certificate have a remaining term to maturity of 352 months.

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

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

Percent of Original Principal Balances Outstanding

Date	CE Class									CZ Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	125%	200%	250%	400%	700%	1000%	1400%	0%	100%	125%	200%	250%	400%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	98	95	94	94	94	94	94	94	91	103	103	103	103	103	103	103	103	103
January 2016	96	87	85	85	85	85	72	52	29	106	106	106	106	106	106	106	106	106
January 2017	94	77	73	73	73	68	37	15	0	109	109	109	109	109	109	109	109	75
January 2018	92	67	62	62	62	48	17	*	0	113	113	113	113	113	113	113	113	12
January 2019	90	59	52	52	52	33	5	0	0	116	116	116	116	116	116	116	46	2
January 2020	87	50	43	43	43	22	0	0	0	120	120	120	120	120	120	103	18	*
January 2021	85	43	35	35	35	13	0	0	0	123	123	123	123	123	123	59	7	*
January 2022	82	35	27	27	27	7	0	0	0	127	127	127	127	127	127	33	3	*
January 2023	79	28	20	20	20	2	0	0	0	131	131	131	131	131	131	19	1	*
January 2024	76	22	15	15	15	0	0	0	0	135	135	135	135	135	115	10	*	*
January 2025	73	16	10	10	10	0	0	0	0	139	139	139	139	139	85	6	*	*
January 2026	69	10	6	6	6	0	0	0	0	143	143	143	143	143	62	3	*	*
January 2027	66	5	2	2	2	0	0	0	0	148	148	148	148	148	45	2	*	0
January 2028	62	0	0	0	0	0	0	0	0	152	151	141	141	141	33	1	*	0
January 2029	57	0	0	0	0	0	0	0	0	157	114	114	114	114	24	1	*	0
January 2030	53	0	0	0	0	0	0	0	0	162	92	92	92	92	17	*	*	0
January 2031	48	0	0	0	0	0	0	0	0	166	74	74	74	74	12	*	*	0
January 2032	43	0	0	0	0	0	0	0	0	171	59	59	59	59	9	*	*	0
January 2033	38	0	0	0	0	0	0	0	0	177	47	47	47	47	6	*	*	0
January 2034	32	0	0	0	0	0	0	0	0	182	37	37	37	37	4	*	*	0
January 2035	26	0	0	0	0	0	0	0	0	188	29	29	29	29	3	*	*	0
January 2036	19	0	0	0	0	0	0	0	0	193	22	22	22	22	2	*	*	0
January 2037	12	0	0	0	0	0	0	0	0	199	17	17	17	17	1	*	*	0
January 2038	5	0	0	0	0	0	0	0	0	205	12	12	12	12	1	*	0	0
January 2039	0	0	0	0	0	0	0	0	0	177	9	9	9	9	1	*	0	0
January 2040	0	0	0	0	0	0	0	0	0	81	6	6	6	6	*	*	0	0
January 2041	0	0	0	0	0	0	0	0	0	4	4	4	4	4	*	*	0	0
January 2042	0	0	0	0	0	0	0	0	0	2	2	2	2	2	*	*	0	0
January 2043	0	0	0	0	0	0	0	0	0	1	1	1	1	1	*	*	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	15.4	6.5	5.8	5.8	5.8	4.2	2.8	2.2	1.7	25.8	18.0	18.0	18.0	18.0	12.7	7.5	5.1	3.4

Date	FC and SC [†] Classes									CF and CS Classes								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	125%	200%	250%	400%	700%	1000%	1400%	0%	100%	125%	200%	250%	400%	700%	1000%	1400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	99	96	95	95	95	95	95	95	92	100	100	100	94	89	76	50	24	0
January 2016	97	88	86	86	86	86	75	56	35	100	100	100	80	67	29	0	0	0
January 2017	95	79	76	76	76	71	43	22	6	100	100	100	65	43	0	0	0	0
January 2018	94	71	66	66	66	53	24	9	1	100	100	100	53	25	0	0	0	0
January 2019	92	63	57	57	57	39	14	3	*	100	100	100	45	13	0	0	0	0
January 2020	90	56	49	49	49	29	8	1	*	100	100	100	39	5	0	0	0	0
January 2021	88	49	42	42	42	22	4	1	*	100	100	100	36	1	0	0	0	0
January 2022	85	42	35	35	35	16	3	*	*	100	100	100	34	*	0	0	0	0
January 2023	83	36	29	29	29	12	1	*	*	100	100	99	33	*	0	0	0	0
January 2024	81	31	24	24	24	9	1	*	*	100	100	96	31	*	0	0	0	0
January 2025	78	25	20	20	20	6	*	*	*	100	100	92	29	*	0	0	0	0
January 2026	75	20	16	16	16	5	*	*	0	100	100	88	26	*	0	0	0	0
January 2027	72	16	13	13	13	3	*	*	0	100	100	82	24	*	0	0	0	0
January 2028	68	11	11	11	11	3	*	*	0	100	100	76	22	*	0	0	0	0
January 2029	65	9	9	9	9	2	*	*	0	100	96	70	19	*	0	0	0	0
January 2030	61	7	7	7	7	1	*	*	0	100	88	64	17	*	0	0	0	0
January 2031	57	6	6	6	6	1	*	*	0	100	80	58	15	*	0	0	0	0
January 2032	53	5	5	5	5	1	*	*	0	100	73	52	13	*	0	0	0	0
January 2033	48	4	4	4	4	*	*	*	0	100	65	46	11	*	0	0	0	0
January 2034	43	3	3	3	3	*	*	*	0	100	58	40	9	*	0	0	0	0
January 2035	38	2	2	2	2	*	*	0	0	100	51	35	8	*	0	0	0	0
January 2036	32	2	2	2	2	*	*	0	0	100	44	29	6	*	0	0	0	0
January 2037	27	1	1	1	1	*	*	0	0	100	37	25	5	*	0	0	0	0
January 2038	20	1	1	1	1	*	*	0	0	100	31	20	4	*	0	0	0	0
January 2039	13	1	1	1	1	*	*	0	0	100	24	16	3	*	0	0	0	0
January 2040	6	*	*	*	*	*	*	0	0	100	19	12	2	*	0	0	0	0
January 2041	*	*	*	*	*	*	*	0	0	93	13	8	2	*	0	0	0	0
January 2042	*	*	*	*	*	*	*	0	0	64	8	5	1	*	0	0	0	0
January 2043	*	*	*	*	*	*	*	0	0	33	3	2	*	*	0	0	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	17.1	7.8	7.1	7.1	7.1	5.1	3.2	2.4	1.8	28.5	21.4	18.7	7.8	3.0	1.6	1.0	0.7	0.6

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

Date	KA Class								KB Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	99	97	95	94	93	90	87	83	100	100	100	100	100	100	100	100
January 2016	97	91	86	82	77	68	59	46	100	100	100	100	100	100	100	100
January 2017	96	84	75	66	58	43	30	16	100	100	100	100	100	100	100	100
January 2018	94	77	64	53	43	26	15	5	100	100	100	100	100	100	100	100
January 2019	93	71	55	42	31	16	7	1	100	100	100	100	100	100	100	100
January 2020	91	65	47	33	23	10	3	0	100	100	100	100	100	100	100	58
January 2021	89	60	40	26	17	6	1	0	100	100	100	100	100	100	100	19
January 2022	87	54	34	21	12	3	0	0	100	100	100	100	100	100	100	6
January 2023	85	50	29	16	9	2	0	0	100	100	100	100	100	100	50	2
January 2024	83	45	25	13	6	1	0	0	100	100	100	100	100	100	25	1
January 2025	81	41	21	10	4	0	0	0	100	100	100	100	100	94	13	*
January 2026	78	37	18	8	3	0	0	0	100	100	100	100	100	58	6	*
January 2027	76	33	15	6	2	0	0	0	100	100	100	100	100	35	3	*
January 2028	73	30	12	4	1	0	0	0	100	100	100	100	100	22	2	*
January 2029	70	27	10	3	*	0	0	0	100	100	100	100	100	13	1	*
January 2030	67	24	8	2	*	0	0	0	100	100	100	100	100	8	*	*
January 2031	64	21	7	1	0	0	0	0	100	100	100	100	72	5	*	*
January 2032	60	18	5	1	0	0	0	0	100	100	100	100	52	3	*	*
January 2033	57	16	4	*	0	0	0	0	100	100	100	100	37	2	*	*
January 2034	53	14	3	*	0	0	0	0	100	100	100	100	26	1	*	*
January 2035	49	12	2	0	0	0	0	0	100	100	100	80	18	1	*	*
January 2036	44	10	2	0	0	0	0	0	100	100	100	59	12	*	*	0
January 2037	40	8	1	0	0	0	0	0	100	100	100	43	8	*	*	0
January 2038	35	6	1	0	0	0	0	0	100	100	100	31	5	*	*	0
January 2039	30	5	*	0	0	0	0	0	100	100	100	21	4	*	*	0
January 2040	24	3	0	0	0	0	0	0	100	100	82	14	2	*	*	0
January 2041	18	2	0	0	0	0	0	0	100	100	54	9	1	*	*	0
January 2042	12	1	0	0	0	0	0	0	100	100	31	5	1	*	*	0
January 2043	6	0	0	0	0	0	0	0	100	80	13	2	*	*	*	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	19.0	10.5	7.1	5.3	4.3	3.2	2.5	2.0	29.9	29.3	27.3	23.2	18.9	12.9	9.5	6.4

Date	KI† Class								KC, IK† and KD Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	99	97	95	94	92	89	86	82	99	96	94	92	90	86	82	76
January 2016	97	91	86	81	76	67	58	45	97	90	84	78	72	61	51	37
January 2017	96	84	75	66	57	43	30	16	96	83	72	62	53	37	24	9
January 2018	95	78	64	53	43	27	15	5	95	76	61	49	38	21	10	0
January 2019	93	71	55	42	32	17	8	2	93	69	52	38	27	11	3	0
January 2020	91	66	48	34	24	10	4	1	91	63	44	30	19	5	0	0
January 2021	90	60	41	27	17	7	2	*	90	58	37	23	13	1	0	0
January 2022	88	55	35	22	13	4	1	*	88	52	31	17	8	0	0	0
January 2023	86	50	30	17	10	3	1	*	86	47	26	13	5	0	0	0
January 2024	84	46	26	14	7	2	*	*	83	43	21	9	2	0	0	0
January 2025	81	42	22	11	5	1	*	*	81	38	17	6	*	0	0	0
January 2026	79	38	18	9	4	1	*	*	79	34	14	4	0	0	0	0
January 2027	77	34	16	7	3	*	*	*	76	30	11	2	0	0	0	0
January 2028	74	31	13	5	2	*	*	*	73	27	9	*	0	0	0	0
January 2029	71	28	11	4	1	*	*	*	70	24	6	0	0	0	0	0
January 2030	68	25	9	3	1	*	*	*	67	21	5	0	0	0	0	0
January 2031	65	22	8	3	1	*	*	*	64	18	3	0	0	0	0	0
January 2032	61	19	6	2	1	*	*	0	60	15	2	0	0	0	0	0
January 2033	58	17	5	1	*	*	*	0	57	13	*	0	0	0	0	0
January 2034	54	15	4	1	*	*	*	0	53	10	0	0	0	0	0	0
January 2035	50	13	3	1	*	*	*	0	48	8	0	0	0	0	0	0
January 2036	46	11	3	1	*	*	*	0	44	6	0	0	0	0	0	0
January 2037	41	9	2	*	*	*	*	0	39	4	0	0	0	0	0	0
January 2038	36	7	2	*	*	*	*	0	34	3	0	0	0	0	0	0
January 2039	31	6	1	*	*	*	*	0	28	1	0	0	0	0	0	0
January 2040	26	5	1	*	*	*	*	0	22	0	0	0	0	0	0	0
January 2041	20	3	1	*	*	*	0	0	16	0	0	0	0	0	0	0
January 2042	14	2	*	*	*	*	0	0	10	0	0	0	0	0	0	0
January 2043	7	1	*	*	*	*	0	0	3	0	0	0	0	0	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	19.3	10.8	7.3	5.5	4.4	3.2	2.6	2.0	18.9	9.8	6.4	4.8	3.8	2.8	2.2	1.7

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

Date	KE Class								YI† Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	200%	300%	400%	600%	800%	1100%	0%	100%	200%	300%	400%	600%	800%	1100%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	100	100	100	100	100	100	100	100	99	96	94	92	90	86	82	75
January 2016	100	100	100	100	100	100	100	100	98	90	84	78	72	61	51	37
January 2017	100	100	100	100	100	100	100	100	96	83	73	63	54	39	26	12
January 2018	100	100	100	100	100	100	100	95	95	77	63	51	40	24	13	4
January 2019	100	100	100	100	100	100	100	32	94	71	54	41	30	15	7	1
January 2020	100	100	100	100	100	100	76	10	92	65	46	33	22	9	3	*
January 2021	100	100	100	100	100	100	39	3	90	59	40	26	17	6	2	*
January 2022	100	100	100	100	100	81	20	1	89	54	34	21	12	4	1	*
January 2023	100	100	100	100	100	50	10	*	87	50	29	17	9	2	*	*
January 2024	100	100	100	100	100	31	5	*	85	45	25	13	7	1	*	*
January 2025	100	100	100	100	100	19	3	*	83	41	21	10	5	1	*	*
January 2026	100	100	100	100	77	12	1	*	80	37	18	8	4	1	*	*
January 2027	100	100	100	100	56	7	1	*	78	34	15	7	3	*	*	*
January 2028	100	100	100	100	41	4	*	*	75	30	13	5	2	*	*	*
January 2029	100	100	100	86	30	3	*	*	73	27	11	4	1	*	*	*
January 2030	100	100	100	67	21	2	*	*	70	24	9	3	1	*	*	*
January 2031	100	100	100	52	15	1	*	*	66	22	8	2	1	*	*	*
January 2032	100	100	100	40	11	1	*	*	63	19	6	2	1	*	*	0
January 2033	100	100	100	31	8	*	*	*	59	17	5	1	*	*	*	0
January 2034	100	100	88	23	5	*	*	*	56	15	4	1	*	*	*	0
January 2035	100	100	71	17	4	*	*	0	52	13	3	1	*	*	*	0
January 2036	100	100	57	13	3	*	*	0	47	11	3	1	*	*	*	0
January 2037	100	100	44	9	2	*	*	0	43	9	2	*	*	*	*	0
January 2038	100	100	34	7	1	*	*	0	38	7	2	*	*	*	*	0
January 2039	100	100	25	5	1	*	*	0	32	6	1	*	*	*	*	0
January 2040	100	92	18	3	*	*	*	0	27	4	1	*	*	*	*	0
January 2041	100	64	12	2	*	*	*	0	21	3	1	*	*	*	0	0
January 2042	100	39	7	1	*	*	*	0	14	2	*	*	*	*	0	0
January 2043	100	15	2	*	*	*	*	0	7	1	*	*	*	*	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	29.7	27.6	23.1	18.1	14.3	9.7	7.1	4.9	19.6	10.6	7.2	5.3	4.2	3.0	2.4	1.8

Date	KW†† Class								
	PSA Prepayment Assumption								
	0%	100%	200%	300%	400%	700%	1000%	1300%	1800%
Initial Percent	100	100	100	100	100	100	100	100	100
January 2015	95	92	89	87	84	76	69	61	47
January 2016	91	82	75	69	63	46	31	19	0
January 2017	86	71	62	53	44	25	12	4	0
January 2018	80	62	50	40	31	13	4	1	0
January 2019	75	53	40	30	22	7	2	*	0
January 2020	69	45	32	22	15	4	1	*	0
January 2021	62	38	25	16	10	2	*	*	0
January 2022	56	31	19	12	7	1	*	*	0
January 2023	49	25	15	8	4	*	*	*	0
January 2024	42	19	10	5	3	*	*	*	0
January 2025	34	14	7	3	2	*	*	*	0
January 2026	26	9	4	2	1	*	*	*	0
January 2027	18	5	2	1	*	*	*	0	0
January 2028	9	1	*	*	*	*	*	0	0
January 2029	0	0	0	0	0	0	0	0	0
Weighted Average									
Life (years)**	8.5	6.0	4.8	4.0	3.4	2.3	1.7	1.3	1.0

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.
 ** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.
 † In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.
 †† The weighted average life information set forth for this class is based solely on assumed principal distributions.

Date	PC, IP† and PB Classes									PU Class								
	PSA Prepayment Assumption									PSA Prepayment Assumption								
	0%	100%	150%	250%	300%	500%	800%	1100%	1700%	0%	100%	150%	250%	300%	500%	800%	1100%	1700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	99	89	86	86	86	86	65	43	0	100	100	100	100	73	60	7	0	0
January 2016	98	79	73	73	73	60	33	14	0	100	100	100	54	33	0	0	0	0
January 2017	97	70	61	61	61	41	17	5	0	100	100	100	41	15	0	0	0	0
January 2018	95	61	50	50	50	27	8	2	0	100	100	100	33	5	0	0	0	0
January 2019	94	53	41	41	41	19	4	1	0	100	100	100	29	1	0	0	0	0
January 2020	92	45	32	32	32	13	2	*	0	100	100	100	28	*	0	0	0	0
January 2021	90	38	25	25	25	8	1	*	0	100	100	97	26	*	0	0	0	0
January 2022	88	31	20	20	20	6	1	*	0	100	100	92	23	*	0	0	0	0
January 2023	86	25	15	15	15	4	*	*	0	100	100	85	21	*	0	0	0	0
January 2024	84	19	12	12	12	2	*	*	0	100	100	78	18	*	0	0	0	0
January 2025	82	13	9	9	9	2	*	*	0	100	100	70	16	*	0	0	0	0
January 2026	79	8	7	7	7	1	*	*	0	100	100	61	13	*	0	0	0	0
January 2027	77	5	5	5	5	1	*	*	0	100	91	53	11	*	0	0	0	0
January 2028	74	4	4	4	4	*	*	*	0	100	79	45	9	*	0	0	0	0
January 2029	70	3	3	3	3	*	*	*	0	100	67	37	7	*	0	0	0	0
January 2030	67	2	2	2	2	*	*	*	0	100	55	30	5	*	0	0	0	0
January 2031	63	1	1	1	1	*	*	0	0	100	43	23	4	*	0	0	0	0
January 2032	59	1	1	1	1	*	*	0	0	100	32	17	3	*	0	0	0	0
January 2033	54	*	*	*	*	*	*	0	0	100	21	11	2	*	0	0	0	0
January 2034	49	*	*	*	*	*	*	0	0	100	11	5	1	*	0	0	0	0
January 2035	44	*	*	*	*	*	0	0	0	100	1	*	*	*	0	0	0	0
January 2036	38	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2037	32	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2038	25	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2039	18	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2040	10	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2041	2	0	0	0	0	0	0	0	0	100	0	0	0	0	0	0	0	0
January 2042	0	0	0	0	0	0	0	0	0	74	0	0	0	0	0	0	0	0
January 2043	0	0	0	0	0	0	0	0	0	38	0	0	0	0	0	0	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																		
Life (years)**	18.2	6.0	5.0	5.0	5.0	3.2	1.8	1.2	0.1	28.7	16.5	13.6	4.7	1.6	0.5	0.3	0.2	0.1

Date	PI† Class									GL†† Class						
	PSA Prepayment Assumption									PSA Prepayment Assumption						
	0%	100%	150%	250%	300%	500%	800%	1100%	1700%	0%	100%	350%	500%	700%	900%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	99	92	89	83	80	68	51	33	0	100	100	100	100	100	100	100
January 2016	98	84	79	69	64	47	26	11	0	100	100	100	100	100	100	100
January 2017	97	77	70	57	51	32	13	4	0	100	100	100	100	100	95	28
January 2018	96	70	61	47	40	21	7	1	0	100	100	100	100	86	36	7
January 2019	95	63	54	38	32	14	3	*	0	100	100	100	100	43	13	2
January 2020	94	57	47	31	25	10	2	*	0	100	100	100	70	19	6	1
January 2021	92	52	41	25	20	7	1	*	0	100	100	100	43	10	3	*
January 2022	91	46	36	21	15	4	*	*	0	100	100	78	25	6	1	*
January 2023	89	41	31	17	12	3	*	*	0	100	100	56	15	3	1	*
January 2024	88	36	26	13	9	2	*	*	0	100	100	39	10	2	*	*
January 2025	86	32	22	11	7	1	*	*	0	100	100	26	7	1	*	*
January 2026	84	28	19	8	5	1	*	*	0	100	100	17	5	1	*	*
January 2027	82	24	16	6	4	1	*	*	0	100	100	13	3	*	*	*
January 2028	79	20	13	5	3	*	*	*	0	100	100	10	2	*	*	*
January 2029	77	17	10	4	2	*	*	*	0	100	100	7	1	*	*	*
January 2030	74	14	8	3	2	*	*	*	0	100	100	6	1	*	*	0
January 2031	71	11	6	2	1	*	*	0	0	100	100	4	1	*	*	0
January 2032	68	8	4	1	1	*	*	0	0	100	90	3	*	*	*	0
January 2033	64	5	3	1	*	*	*	0	0	100	76	2	*	*	*	0
January 2034	60	3	1	*	*	*	*	0	0	100	63	2	*	*	*	0
January 2035	56	*	*	*	*	*	0	0	0	100	50	1	*	*	*	0
January 2036	52	0	0	0	0	0	0	0	0	100	39	1	*	*	*	0
January 2037	47	0	0	0	0	0	0	0	0	100	28	1	*	*	*	0
January 2038	42	0	0	0	0	0	0	0	0	100	22	*	*	*	0	0
January 2039	36	0	0	0	0	0	0	0	0	100	17	*	*	*	0	0
January 2040	30	0	0	0	0	0	0	0	0	100	12	*	*	*	0	0
January 2041	23	0	0	0	0	0	0	0	0	79	8	*	*	*	0	0
January 2042	16	0	0	0	0	0	0	0	0	40	4	*	*	*	0	0
January 2043	8	0	0	0	0	0	0	0	0	15	1	*	*	0	0	0
January 2044	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																
Life (years)**	20.5	8.3	6.9	4.9	4.3	2.6	1.5	0.9	0.1	27.9	21.6	10.2	7.3	5.2	4.0	2.9

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

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

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

†† The weighted average life information set forth for this class is based solely on assumed principal distributions.

Date	GA Class						GY Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	192%	300%	400%	600%	0%	100%	192%	300%	400%	600%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
January 2015	97	90	85	80	74	63	100	100	100	100	100	100
January 2016	94	81	71	61	52	36	100	100	100	100	100	100
January 2017	91	72	59	46	35	19	100	100	100	100	100	100
January 2018	87	63	48	34	23	8	100	100	100	100	100	100
January 2019	84	55	39	25	15	2	100	100	100	100	100	100
January 2020	80	48	31	17	8	0	100	100	100	100	100	74
January 2021	76	41	25	11	3	0	100	100	100	100	100	44
January 2022	71	35	19	7	*	0	100	100	100	100	100	26
January 2023	67	29	14	3	0	0	100	100	100	100	71	15
January 2024	62	24	9	*	0	0	100	100	100	100	49	9
January 2025	56	19	6	0	0	0	100	100	100	76	33	5
January 2026	51	14	3	0	0	0	100	100	100	55	22	3
January 2027	45	10	*	0	0	0	100	100	100	38	14	2
January 2028	39	6	0	0	0	0	100	100	74	26	9	1
January 2029	32	2	0	0	0	0	100	100	51	17	5	*
January 2030	25	0	0	0	0	0	100	84	32	10	3	*
January 2031	17	0	0	0	0	0	100	45	16	4	1	*
January 2032	9	0	0	0	0	0	100	9	3	1	*	*
January 2033	1	0	0	0	0	0	100	0	0	0	0	0
January 2034	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	11.4	6.4	4.6	3.3	2.6	1.8	19.6	16.9	15.3	12.8	10.6	7.3

* 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 Classes

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

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

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

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

REMIC Elections and Special Tax Attributes

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

Notwithstanding the foregoing, the Mortgage Loans underlying the Group 4 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 4 Class 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 the Group 4 Class, and we may be obligated to provide additional information, pursuant to Regulations under section 6049 of the Code, on such Class. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

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

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

<u>Group</u>	<u>Prepayment Assumption</u>
1	200% PSA
2	200% PSA
3	200% PSA
4	200% PSA
5	250% PSA
6	350% PSA
7	192% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates

or at any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

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

Taxation of Beneficial Owners of RCR Certificates

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

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

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Citigroup Global Markets Inc. (the “Dealer”) in exchange for the Trust MBS, the Group 4 SMBS and the Group 6 Underlying REMIC and RCR Certificates. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

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

Group 6 Underlying REMIC and RCR Certificates

Underlying 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	January 2014 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)
2012-142	AI	November 2012	3136A96P8	3.0%	FIX/IO	December 2042	NTL	\$33,333,333	0.93852013	\$ 8,773,004.62	3.473%	342	16
2013-106	GL	September 2013	3136AGH39	2.5	FIX	October 2043	SC/SEQ	17,546,008	1.00000000	17,546,008.00	(2)	(2)	(2)

- (1) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.
(2) The Class 2013-106-GL RCR Certificate is formed by a combination of the Class 2013-106-BL, BZ, GB and GZ REMIC Certificates.

The Class 2013-106-BL and BZ REMIC Certificates are backed by the Fannie Mae REMIC and RCR certificates listed below having the following characteristics:

Class	Interest Type	Principal Type	Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
2013-63-HD	FIX	SEQ/AD	3.461%	348	9
2013-63-IH	FIX/IO	NTL	3.461	348	9

The Class 2013-106-GB and GZ REMIC Certificates are backed by Fannie Mae MBS having the following characteristics:

Approximate Weighted Average WAC	Approximate Weighted Average WAM (in months)	Approximate Weighted Average WALA (in months)
3.502%	352	6

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								
KC	\$26,437,000	KD	\$26,437,000	SEQ	3.5%	FIX	3136AH4V9	July 2043
IK	3,776,714(3)							
Recombination 2								
PC	39,002,000	PB	39,002,000	PAC	3.5	FIX	3136AH4W7	February 2044
IP	3,545,636(3)							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal or notional principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See “Description of the Certificates—General—*Authorized Denominations*” in this prospectus supplement.
- (2) See “Description of the Certificates—Class Definitions and Abbreviations” in the REMIC Prospectus.
- (3) Notional principal balances. These Classes are Interest Only Classes. See page S-8 for a description of how their notional principal balances are calculated.

Principal Balance Schedules

Aggregate Group Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$69,456,000.00	September 2018	\$41,803,335.36	May 2023	\$18,726,161.03
February 2014	69,263,966.72	October 2018	41,298,180.43	June 2023	18,428,262.25
March 2014	69,053,101.00	November 2018	40,796,588.49	July 2023	18,134,816.27
April 2014	68,823,488.19	December 2018	40,298,535.68	August 2023	17,845,758.88
May 2014	68,575,225.80	January 2019	39,803,998.30	September 2023	17,561,026.76
June 2014	68,308,423.42	February 2019	39,312,952.81	October 2023	17,280,557.50
July 2014	68,023,202.69	March 2019	38,825,375.82	November 2023	17,004,289.57
August 2014	67,719,697.20	April 2019	38,341,244.09	December 2023	16,732,162.30
September 2014	67,398,052.40	May 2019	37,860,534.54	January 2024	16,464,115.88
October 2014	67,058,425.50	June 2019	37,383,224.24	February 2024	16,200,091.34
November 2014	66,700,985.36	July 2019	36,909,290.41	March 2024	15,940,030.55
December 2014	66,325,912.36	August 2019	36,438,710.41	April 2024	15,683,876.20
January 2015	65,933,398.26	September 2019	35,971,461.77	May 2024	15,431,571.79
February 2015	65,523,646.04	October 2019	35,507,522.14	June 2024	15,183,061.61
March 2015	65,096,869.72	November 2019	35,046,869.34	July 2024	14,938,290.74
April 2015	64,653,294.22	December 2019	34,589,481.33	August 2024	14,697,205.05
May 2015	64,193,155.14	January 2020	34,135,336.21	September 2024	14,459,751.16
June 2015	63,716,698.55	February 2020	33,684,412.22	October 2024	14,225,876.45
July 2015	63,224,180.81	March 2020	33,236,687.76	November 2024	13,995,529.04
August 2015	62,715,868.31	April 2020	32,792,141.35	December 2024	13,768,657.79
September 2015	62,192,037.26	May 2020	32,350,751.67	January 2025	13,545,212.28
October 2015	61,652,973.42	June 2020	31,912,497.53	February 2025	13,325,142.81
November 2015	61,098,971.86	July 2020	31,477,357.88	March 2025	13,108,400.38
December 2015	60,530,336.68	August 2020	31,045,311.80	April 2025	12,894,936.68
January 2016	59,947,380.75	September 2020	30,616,338.53	May 2025	12,684,704.09
February 2016	59,350,425.38	October 2020	30,190,417.43	June 2025	12,477,655.66
March 2016	58,739,800.08	November 2020	29,767,528.00	July 2025	12,273,745.10
April 2016	58,115,842.22	December 2020	29,347,649.87	August 2025	12,072,926.79
May 2016	57,496,241.18	January 2021	28,930,762.81	September 2025	11,875,155.75
June 2016	56,880,967.90	February 2021	28,516,846.71	October 2025	11,680,387.64
July 2016	56,269,993.50	March 2021	28,105,881.62	November 2025	11,488,578.75
August 2016	55,663,289.30	April 2021	27,697,847.69	December 2025	11,299,685.98
September 2016	55,060,826.81	May 2021	27,292,725.22	January 2026	11,113,666.85
October 2016	54,462,577.72	June 2021	26,890,494.64	February 2026	10,930,479.48
November 2016	53,868,513.90	July 2021	26,491,136.49	March 2026	10,750,082.59
December 2016	53,278,607.42	August 2021	26,094,631.46	April 2026	10,572,435.48
January 2017	52,692,830.53	September 2021	25,700,960.35	May 2026	10,397,498.03
February 2017	52,111,155.65	October 2021	25,310,104.10	June 2026	10,225,230.69
March 2017	51,533,555.39	November 2021	24,922,043.77	July 2026	10,055,594.48
April 2017	50,960,002.54	December 2021	24,536,760.54	August 2026	9,888,550.96
May 2017	50,390,470.06	January 2022	24,154,235.72	September 2026	9,724,062.24
June 2017	49,824,931.10	February 2022	23,775,568.49	October 2026	9,562,090.98
July 2017	49,263,358.97	March 2022	23,402,515.62	November 2026	9,402,600.36
August 2017	48,705,727.17	April 2022	23,034,996.55	December 2026	9,245,554.08
September 2017	48,152,009.37	May 2022	22,672,931.85	January 2027	9,090,916.37
October 2017	47,602,179.41	June 2022	22,316,243.19	February 2027	8,938,651.97
November 2017	47,056,211.30	July 2022	21,964,853.37	March 2027	8,788,726.10
December 2017	46,514,079.23	August 2022	21,618,686.25	April 2027	8,641,104.50
January 2018	45,975,757.55	September 2022	21,277,666.77	May 2027	8,495,753.39
February 2018	45,441,220.78	October 2022	20,941,720.94	June 2027	8,352,639.46
March 2018	44,910,443.60	November 2022	20,610,775.79	July 2027	8,211,729.89
April 2018	44,383,400.87	December 2022	20,284,759.39	August 2027	8,072,992.33
May 2018	43,860,067.61	January 2023	19,963,600.81	September 2027	7,936,394.88
June 2018	43,340,419.00	February 2023	19,647,230.14	October 2027	7,801,906.09
July 2018	42,824,430.39	March 2023	19,335,578.44	November 2027	7,669,494.98
August 2018	42,312,077.29	April 2023	19,028,577.74	December 2027	7,539,130.99

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2028	\$ 7,410,784.01	December 2032	\$ 2,530,135.76	November 2037	\$ 685,714.23
February 2028	7,284,424.36	January 2033	2,481,079.77	December 2037	668,029.12
March 2028	7,160,022.77	February 2033	2,432,829.12	January 2038	650,663.80
April 2028	7,037,550.41	March 2033	2,385,371.57	February 2038	633,613.18
May 2028	6,916,978.84	April 2033	2,338,695.05	March 2038	616,872.24
June 2028	6,798,280.05	May 2033	2,292,787.67	April 2038	600,436.04
July 2028	6,681,426.41	June 2033	2,247,637.72	May 2038	584,299.71
August 2028	6,566,390.69	July 2033	2,203,233.66	June 2038	568,458.45
September 2028	6,453,146.05	August 2033	2,159,564.11	July 2038	552,907.54
October 2028	6,341,666.05	September 2033	2,116,617.86	August 2038	537,642.32
November 2028	6,231,924.60	October 2033	2,074,383.86	September 2038	522,658.21
December 2028	6,123,896.01	November 2033	2,032,851.23	October 2038	507,950.70
January 2029	6,017,554.94	December 2033	1,992,009.25	November 2038	493,515.33
February 2029	5,912,876.42	January 2034	1,951,847.34	December 2038	479,347.73
March 2029	5,809,835.84	February 2034	1,912,355.09	January 2039	465,443.58
April 2029	5,708,408.94	March 2034	1,873,522.24	February 2039	451,798.63
May 2029	5,608,571.81	April 2034	1,835,338.68	March 2039	438,408.69
June 2029	5,510,300.88	May 2034	1,797,794.45	April 2039	425,269.64
July 2029	5,413,572.92	June 2034	1,760,879.72	May 2039	412,377.43
August 2029	5,318,365.03	July 2034	1,724,584.83	June 2039	399,728.05
September 2029	5,224,654.64	August 2034	1,688,900.24	July 2039	387,317.56
October 2029	5,132,419.51	September 2034	1,653,816.56	August 2039	375,142.09
November 2029	5,041,637.72	October 2034	1,619,324.53	September 2039	363,197.81
December 2029	4,952,287.65	November 2034	1,585,415.04	October 2039	351,480.96
January 2030	4,864,348.01	December 2034	1,552,079.10	November 2039	339,987.83
February 2030	4,777,797.80	January 2035	1,519,307.86	December 2039	328,714.78
March 2030	4,692,616.34	February 2035	1,487,092.60	January 2040	317,658.21
April 2030	4,608,783.23	March 2035	1,455,424.72	February 2040	306,814.58
May 2030	4,526,278.37	April 2035	1,424,295.76	March 2040	296,180.40
June 2030	4,445,081.95	May 2035	1,393,697.37	April 2040	285,752.24
July 2030	4,365,174.45	June 2035	1,363,621.33	May 2040	275,526.72
August 2030	4,286,536.62	July 2035	1,334,059.54	June 2040	265,500.51
September 2030	4,209,149.50	August 2035	1,305,004.02	July 2040	255,670.33
October 2030	4,132,994.39	September 2035	1,276,446.91	August 2040	246,032.95
November 2030	4,058,052.87	October 2035	1,248,380.46	September 2040	236,585.19
December 2030	3,984,306.79	November 2035	1,220,797.05	October 2040	227,323.92
January 2031	3,911,738.24	December 2035	1,193,689.15	November 2040	218,246.05
February 2031	3,840,329.59	January 2036	1,167,049.35	December 2040	209,348.55
March 2031	3,770,063.46	February 2036	1,140,870.35	January 2041	200,628.42
April 2031	3,700,922.72	March 2036	1,115,144.97	February 2041	192,082.73
May 2031	3,632,890.48	April 2036	1,089,866.11	March 2041	183,708.57
June 2031	3,565,950.11	May 2036	1,065,026.80	April 2041	175,503.08
July 2031	3,500,085.20	June 2036	1,040,620.16	May 2041	167,463.46
August 2031	3,435,279.59	July 2036	1,016,639.42	June 2041	159,586.93
September 2031	3,371,517.36	August 2036	993,077.90	July 2041	151,870.77
October 2031	3,308,782.80	September 2036	969,929.03	August 2041	144,312.30
November 2031	3,247,060.45	October 2036	947,186.33	September 2041	136,908.87
December 2031	3,186,335.06	November 2036	924,843.42	October 2041	129,657.88
January 2032	3,126,591.60	December 2036	902,894.01	November 2041	122,556.77
February 2032	3,067,815.26	January 2037	881,331.90	December 2041	115,603.01
March 2032	3,009,991.46	February 2037	860,151.00	January 2042	108,794.12
April 2032	2,953,105.81	March 2037	839,345.29	February 2042	102,127.66
May 2032	2,897,144.14	April 2037	818,908.85	March 2042	95,601.21
June 2032	2,842,092.48	May 2037	798,835.85	April 2042	89,212.41
July 2032	2,787,937.06	June 2037	779,120.55	May 2042	82,958.92
August 2032	2,734,664.33	July 2037	759,757.28	June 2042	76,838.44
September 2032	2,682,260.91	August 2037	740,740.46	July 2042	70,848.71
October 2032	2,630,713.63	September 2037	722,064.61	August 2042	64,987.50
November 2032	2,580,009.51	October 2037	703,724.31	September 2042	59,252.62

Aggregate Group (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
October 2042	\$ 53,641.90	February 2043	\$ 32,398.71	June 2043	\$ 12,977.95
November 2042	48,153.23	March 2043	27,377.60	July 2043	8,392.95
December 2042	42,784.51	April 2043	22,468.39	August 2043	3,912.29
January 2043	37,533.68	May 2043	17,669.14	September 2043 and thereafter	0.00

PC Class Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$39,002,000.00	January 2018	\$19,644,304.26	January 2022	\$ 7,745,594.30
February 2014	38,513,144.31	February 2018	19,319,440.45	February 2022	7,586,558.72
March 2014	38,028,392.72	March 2018	18,997,361.56	March 2022	7,430,498.08
April 2014	37,547,712.31	April 2018	18,678,045.11	April 2022	7,277,359.38
May 2014	37,071,070.43	May 2018	18,361,468.79	May 2022	7,127,090.55
June 2014	36,598,434.68	June 2018	18,047,610.46	June 2022	6,979,640.41
July 2014	36,129,772.92	July 2018	17,736,448.17	July 2022	6,834,958.68
August 2014	35,665,053.26	August 2018	17,427,960.13	August 2022	6,692,995.94
September 2014	35,204,244.06	September 2018	17,122,124.73	September 2022	6,553,703.63
October 2014	34,747,313.94	October 2018	16,818,920.52	October 2022	6,417,034.03
November 2014	34,294,231.75	November 2018	16,518,326.24	November 2022	6,282,940.26
December 2014	33,844,966.61	December 2018	16,220,320.78	December 2022	6,151,376.23
January 2015	33,399,487.86	January 2019	15,924,883.21	January 2023	6,022,296.67
February 2015	32,957,765.10	February 2019	15,631,992.76	February 2023	5,895,657.09
March 2015	32,519,768.16	March 2019	15,341,628.82	March 2023	5,771,413.76
April 2015	32,085,467.12	April 2019	15,053,770.95	April 2023	5,649,523.73
May 2015	31,654,832.28	May 2019	14,768,398.86	May 2023	5,529,944.79
June 2015	31,227,834.18	June 2019	14,485,492.44	June 2023	5,412,635.46
July 2015	30,804,443.60	July 2019	14,205,031.73	July 2023	5,297,554.98
August 2015	30,384,631.55	August 2019	13,926,996.92	August 2023	5,184,663.30
September 2015	29,968,369.26	September 2019	13,653,883.72	September 2023	5,073,921.06
October 2015	29,555,628.20	October 2019	13,385,761.94	October 2023	4,965,289.61
November 2015	29,146,380.05	November 2019	13,122,543.84	November 2023	4,858,730.95
December 2015	28,740,596.73	December 2019	12,864,143.20	December 2023	4,754,207.74
January 2016	28,338,250.37	January 2020	12,610,475.27	January 2024	4,651,683.31
February 2016	27,939,313.32	February 2020	12,361,456.76	February 2024	4,551,121.61
March 2016	27,543,758.16	March 2020	12,117,005.81	March 2024	4,452,487.23
April 2016	27,151,557.68	April 2020	11,877,041.97	April 2024	4,355,745.37
May 2016	26,762,684.88	May 2020	11,641,486.18	May 2024	4,260,861.85
June 2016	26,377,112.98	June 2020	11,410,260.72	June 2024	4,167,803.07
July 2016	25,994,815.41	July 2020	11,183,289.22	July 2024	4,076,536.03
August 2016	25,615,765.81	August 2020	10,960,496.62	August 2024	3,987,028.30
September 2016	25,239,938.03	September 2020	10,741,809.15	September 2024	3,899,248.02
October 2016	24,867,306.12	October 2020	10,527,154.31	October 2024	3,813,163.89
November 2016	24,497,844.35	November 2020	10,316,460.86	November 2024	3,728,745.14
December 2016	24,131,527.18	December 2020	10,109,658.77	December 2024	3,645,961.56
January 2017	23,768,329.27	January 2021	9,906,679.23	January 2025	3,564,783.46
February 2017	23,408,225.49	February 2021	9,707,454.60	February 2025	3,485,181.67
March 2017	23,051,190.91	March 2021	9,511,918.42	March 2025	3,407,127.52
April 2017	22,697,200.79	April 2021	9,320,005.38	April 2025	3,330,592.87
May 2017	22,346,230.58	May 2021	9,131,651.28	May 2025	3,255,550.04
June 2017	21,998,255.94	June 2021	8,946,793.04	June 2025	3,181,971.86
July 2017	21,653,252.72	July 2021	8,765,368.66	July 2025	3,109,831.63
August 2017	21,311,196.95	August 2021	8,587,317.22	August 2025	3,039,103.11
September 2017	20,972,064.85	September 2021	8,412,578.84	September 2025	2,969,760.54
October 2017	20,635,832.84	October 2021	8,241,094.68	October 2025	2,901,778.59
November 2017	20,302,477.52	November 2021	8,072,806.92	November 2025	2,835,132.39
December 2017	19,971,975.67	December 2021	7,907,658.74	December 2025	2,769,797.50

PC Class (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
January 2026	\$ 2,705,749.91	February 2029	\$ 1,055,821.32	March 2032	\$ 303,820.96
February 2026	2,642,966.03	March 2029	1,026,485.28	April 2032	290,988.44
March 2026	2,581,422.70	April 2029	997,768.02	May 2032	278,456.24
April 2026	2,521,097.16	May 2029	969,657.81	June 2032	266,218.41
May 2026	2,461,967.04	June 2029	942,143.14	July 2032	254,269.10
June 2026	2,404,010.38	July 2029	915,212.70	August 2032	242,602.58
July 2026	2,347,205.60	August 2029	888,855.38	September 2032	231,213.21
August 2026	2,291,531.49	September 2029	863,060.28	October 2032	220,095.46
September 2026	2,236,967.24	October 2029	837,816.69	November 2032	209,243.91
October 2026	2,183,492.38	November 2029	813,114.09	December 2032	198,653.22
November 2026	2,131,086.83	December 2029	788,942.15	January 2033	188,318.18
December 2026	2,079,730.84	January 2030	765,290.73	February 2033	178,233.64
January 2027	2,029,405.01	February 2030	742,149.88	March 2033	168,394.58
February 2027	1,980,090.30	March 2030	719,509.81	April 2033	158,796.04
March 2027	1,931,768.00	April 2030	697,360.92	May 2033	149,433.18
April 2027	1,884,419.73	May 2030	675,693.78	June 2033	140,301.24
May 2027	1,838,027.43	June 2030	654,499.13	July 2033	131,395.54
June 2027	1,792,573.37	July 2030	633,767.89	August 2033	122,711.49
July 2027	1,748,040.13	August 2030	613,491.12	September 2033	114,244.60
August 2027	1,704,410.60	September 2030	593,660.06	October 2033	105,990.44
September 2027	1,661,667.97	October 2030	574,266.10	November 2033	97,944.68
October 2027	1,619,795.73	November 2030	555,300.79	December 2033	90,103.06
November 2027	1,578,777.66	December 2030	536,755.84	January 2034	82,461.41
December 2027	1,538,597.84	January 2031	518,623.09	February 2034	75,015.64
January 2028	1,499,240.62	February 2031	500,894.55	March 2034	67,761.72
February 2028	1,460,690.63	March 2031	483,562.37	April 2034	60,695.70
March 2028	1,422,932.79	April 2031	466,618.83	May 2034	53,813.72
April 2028	1,385,952.26	May 2031	450,056.37	June 2034	47,111.97
May 2028	1,349,734.49	June 2031	433,867.55	July 2034	40,586.73
June 2028	1,314,265.18	July 2031	418,045.08	August 2034	34,234.34
July 2028	1,279,530.28	August 2031	402,581.79	September 2034	28,051.21
August 2028	1,245,516.00	September 2031	387,470.65	October 2034	22,033.82
September 2028	1,212,208.79	October 2031	372,704.75	November 2034	16,178.71
October 2028	1,179,595.35	November 2031	358,277.32	December 2034	10,482.49
November 2028	1,147,662.60	December 2031	344,181.70	January 2035	4,941.84
December 2028	1,116,397.71	January 2032	330,411.35	February 2035 and thereafter	0.00
January 2029	1,085,788.08	February 2032	316,959.87		

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.

\$357,816,440



Guaranteed REMIC
Pass-Through Certificates

Fannie Mae REMIC Trust 2014-4

Prospectus Supplement

TABLE OF CONTENTS

	Page
Table of Contents	S- 2
Available Information	S- 3
Summary	S- 5
Additional Risk Factors	S-10
Description of the Certificates	S-11
Certain Additional Federal Income Tax Consequences	S-27
Plan of Distribution	S-29
Legal Matters	S-29
Exhibit A	A- 1
Schedule 1	A- 2
Principal Balance Schedules	B- 1

Citigroup

January 24, 2014