

Fannie Mae GeMSTM Guaranteed REMIC

FANNIE MAE MULTIFAMILY REMIC TRUST 2014-M8

Structural and Collateral Term Sheet

\$1,137,791,472 (Approximate Offered Certificates)

Fannie Mae Pass-Through Certificates Series 2014-M8, Class FA, SA, A1, A2, AB1, AB2 and X2 Certificates

July [10], 2014

Deutsche Bank Securities

Lead Manager & Sole Bookrunner

Citigroup Global Markets Inc.

Co-Manager

Wells Fargo Securities
Co-Manager

Fannie Mae GeMS[™]

DISCLAIMER

This material has been prepared without consideration of the investment objectives, financial situation or particular needs of any particular investor. In distributing this publication, Deutsche Bank Securities Inc., Citigroup Global Markets Inc., and Wells Fargo Securities, LLC (together with their affiliates, the "Initial Purchasers"), and Fannie Mae (the "Issuer", together, the "Transaction Parties") are not assessing if you are capable of evaluating the merits and risks of the product described, its suitability for your purposes and its legal, taxation and accounting implications and in making this evaluation you are not relying on any recommendation or statement by us. In particular, the Transaction Parties are not acting as your financial advisor or in any fiduciary capacity nor performing any duty of care in this respect, unless otherwise expressly agreed in writing thereby. Before entering into any transaction you should take steps to ensure that you understand the transaction and have made an independent assessment of the appropriateness of the transaction in the light of your own objectives and circumstances, including the possible risks and benefits of entering into such a transaction. The Transaction Parties advise that you should obtain independent financial and legal advice to evaluate the merits and risks of the product described before any transaction is entered into.

This material is intended for institutional investors who have knowledge and expertise in financial and business matters and are capable of evaluating the merits and risks of an investment in this transaction. You and any account for whom you are acting should be able to bear the economic risk of an investment in the Securities (defined below). By receiving this document, investors represent that they are sophisticated investors.

The information contained herein is confidential and is being provided to you solely in connection with your evaluation of the proposed to-be-issued Fannie Mae Multifamily REMIC Trust 2014-M8 Pass-Through Certificates (the "Securities"). By accepting this information, the recipient agrees that it will, and it will cause its directors, partners, officers, employees and representatives to use the information only to evaluate its potential interest in the Securities described herein and for no other purpose and will not divulge any such information to any other party. Any reproduction of this information, in whole or in part, is prohibited.

In addition, notwithstanding the foregoing, any investor (and each employee, representative, or other agent of an investor) may disclose to any and all persons, without limitation of any kind, the tax treatment and tax structure of the transactions described herein and all materials of any kind (including opinions or other tax analyses) that are provided to the prospective purchaser relating to such tax treatment and tax structure. This authorization of tax disclosure is retroactively effective to the commencement of discussions with the investor regarding the transactions contemplated herein.

The information contained herein has been prepared solely for informational purposes and is not an offer to buy or sell or a solicitation of any offer to buy or sell any security or to participate in any trading strategy. If any offer of securities is made, it shall be made pursuant to a definitive prospectus and prospectus supplement (together, the "Prospectus") prepared by or on behalf of the Issuer which will contain material information not contained herein and which will supersede this information in its entirety. Any decision to invest in the Securities described herein should be made after reviewing the Prospectus, conducting such investigations as the investor deems necessary and consulting the investor's own legal, accounting and tax advisors in order to make an independent determination of the suitability and consequences of an investment in the Securities.

The Securities described herein are exempt from registration under the Securities Act of 1933, as amended. The Securities described herein will not be recommended by any United States federal, or state, or foreign securities commission or regulatory authority. Furthermore, the foregoing authorities have not confirmed the accuracy or determined the adequacy of this document. Any representation to the contrary is a criminal offense.

The Transaction Parties do not make any representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein and nothing contained herein shall be relied upon as a promise or representation as to the past or future performance. The information set forth herein includes estimates and projections and involves significant elements of subjective judgment and analysis. No representations are made as to the accuracy of such estimates or projections or that all assumptions relating to such estimates or projections have been considered or stated or that such estimates or projections will be realized. The information contained herein has been derived by the Initial Purchasers from a variety of sources. The Initial Purchasers are limited in their ability to independently verify the information. Furthermore, the calculations of certain ratios, valuations and other statistical information are based on numerous assumptions and can be highly subjective. In addition, the methodologies for making such calculations are unlikely to be consistent among the various underlying mortgage loans.

The information contained herein does not purport to contain all of the information that may be required to evaluate the Securities that may be issued and any recipient hereof is encouraged to read the Prospectus and should conduct its own independent analysis of the data referred to herein. The Transaction Parties disclaim any and all liability as to the information set forth herein or omissions herefrom, including, without limitation any express or implied representation or warranty with respect to such information. The information contained herein will not be updated except by means of the Prospectus. Additional information is available on request.

Wells Fargo Securities is the trade name for certain capital markets and investment banking services of Wells Fargo & Company and its subsidiaries, including Wells Fargo Securities, LLC, member FINRA and SIPC, and Wells Fargo Bank, National Association.

IMPORTANT NOTICE REGARDING THE SECURITIES

The Securities referred to in this material, and the collateral backing them, are subject to modification or revision and are offered on a "when, as and if issued" basis. You understand that, when you are considering the purchase of the Securities, a binding contract of sale will not exist prior to the time that the relevant Securities have been priced and an Initial Purchaser has confirmed the allocation of such Securities to be made to you; prior to that time any "indications of interest" expressed by you, and any "soft circles" generated by us, will not create binding contractual obligations for you or any Initial Purchaser and may be withdrawn at any time.

You may commit to purchase one or more classes of Securities that have characteristics that may change, and you are advised that all or a portion of the Securities may not be issued with the characteristics described in this material. The Initial Purchasers' obligation to sell such Securities to you is conditioned on the Securities having the characteristics described in this material. If the Initial Purchasers determine that condition is not satisfied in any material respect, you will be notified, and none of the Issuer and any Initial Purchaser will have any obligation to you to deliver any portion of the Securities which you have committed to purchase, and there will be no liability among Fannie Mae, any Initial Purchaser or any of their respective affiliates and you as a consequence of the non-delivery.

The information contained herein supersedes any previous such information delivered to you and may be superseded by information delivered to you prior to the time of contract of sale. The information contained herein is subject to completion or change. The information contained herein may be based on assumptions about the Collateral Interests or parameters and the structure. Any such assumptions are subject to change. If there are material changes between (a) the information contained herein or in any other communication prior to the time of contract of sale and (b) the Prospectus, you should review the changes and consider them in connection with your investment decision.

The distribution of this material and the offer or sale of Securities may be restricted by law in certain jurisdictions. None of the Transaction Parties represents that this document may be lawfully distributed, or that any Securities may be lawfully offered, in compliance with any applicable registration or other requirements in any such jurisdiction, or pursuant to an exemption available thereunder, or assumes any responsibility for facilitating any such distribution or offering. In particular, no action has been taken by any Transaction Party which would permit a public offering of any Securities or distribution of this document in any jurisdiction where action for that purpose is required. Accordingly, no Securities may be offered or sold, directly or indirectly, and neither this material nor any advertisement or other offering material may be distributed or published in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations.

Table of Contents

Fransaction Contact Information	4
Certificate Structure	
Issue Characteristics - Group 1	
Issue Characteristics – Group 2	
Structural Overview – Group 1	8
Structural Overview – Group 2	9
Collateral Overview	
Collateral Stratification	
Collateral Statistics – Group 1	
Collateral Statistics – Group 2	

I. <u>Transaction Contact Information</u>

Questions regarding this Structural and Collateral Term Sheet may be directed to any of the following individuals:

Deutsche Bank Securities

Matt Borstein	Tel. (212) 250-5149	matt.borstein@db.com
Brooks Scholl	Tel. (212) 250-5149	brooks.scholl@db.com

CMBS Trading & Structuring

Arnie Zhou	Tel. (212) 250-8898	arnie.zhou@db.com
Russ Mckay	Tel. (212) 250-8898	russell.mckay@db.com

CMBS Banking

R. Chris Jones	Tel. (212) 250-2784	rcjones@db.com
H.J. Kim	Tel. (212) 250-5149	alexis.kim@db.com
Evan O'Connor	Tel. (212) 250-8267	evan.o-connor@db.com

Citigroup Global Markets Inc.

Trading

Nishant Nadella	Tel. (212) 723-6156	nishant.nadella@citi.com
Mihail Nikolov	Tel. (212) 723-6156	mihail.nikolov@citi.com

Syndicate

Raul D. Orozco	Tel. (212) 723-1295	raul.d.orozco@citi.com
Paul T. Vanderslice	Tel. (212) 723-1295	paul.t.vanderslice@citi.com
Mattison Perry	Tel. (212) 723-1295	mattison.perry@citi.com

Wells Fargo Securities

Trading & Syndicate

Chuck Mather	Tel. (704) 410-3350	charles.mather@wellsfargo.com
Frank Tippett	Tel. (704) 410-3350	frank.tippett@wellsfargo.com
Jennifer Doyle	Tel. (704) 410-3008	jennifer.doyle@wellsfargo.com

CMBS Structuring

Guenter Meyer	Tel. (212) 214-8712	guenter.meyer@wellsfargo.com
Matt DeAngelis	Tel. (212) 214-5612	matthew.deangelis@wellsfargo.com

CMBS Banking

A.J. Sfarra	Tel. (212) 214-5613	anthony.sfarra@wellsfargo.com
Lee Green	Tel. (212) 214-5616	lee.green@wellsfargo.com
Alex Wong	Tel. (212) 214-5615	alex.wong@wellsfargo.com

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

II. Certificate Structure

Group	Class	Approximate Initial Certificate Balance or Notional Amount ⁽¹⁾	Group % of Initial Certificate Balance ⁽²⁾	Expected Weighted Average Life (Years)	Expected Principal Window (Months) ⁽³⁾	Coupon Type	Pricing Speed
1	FA	\$733,295,597	100.00%	3.55	1-46	Floating ⁽⁴⁾	0% CPY
1	SA ^(5,6)	\$733,295,597	N/A	N/A	N/A	WAC IO ⁽⁷⁾	100% CPY
2	A1	\$58,189,598	14.39%	5.30	1-114	Fixed	0% CPY
2	A2	\$305,856,690	75.61%	9.80	114-119	Fixed/AFC	0% CPY
2	AB1	\$6,465,511	1.60%	5.30	1-114	Fixed	0% CPY
2	AB2	\$33,984,076	8.40%	9.80	114-119	Fixed	0% CPY
2	X2 ^(5,8)	\$404,495,875	N/A	N/A	N/A	WAC IO	100% CPY

Notes:

- (1) The certificate balances and notional amounts are approximate and on the settlement date may vary by up to 5%. Underlying loans may be removed from or added to the mortgage pool prior to the settlement date within the same maximum permitted variance. Any reduction or increase in the aggregate principal balance of underlying loans within these parameters will result in changes to the initial certificate balance or notional amount of each class of certificates and to the other statistical data.
- (2) Approximate as of the settlement date.
- (3) The principal window is expressed in months following the settlement date and reflects the period during which distributions of principal would be received under the pricing speed assumptions.
- (4) The Class FA coupon will be equal to 1 month LIBOR plus 28 basis points subject to a cap equal to the weighted average MBS Pass-Thru Rate of the Group 1 Collateral Pool for such distribution date.
- (5) Classes SA and X2 are not being offered.
- (6) The Class SA notional amount is equal to the certificate balance of the Class FA.
- (7) The Class SA coupon will be equal to the positive difference between the weighted average MBS Pass-Thru Rate of the Group 1 Collateral Pool for such distribution date less the Class FA coupon for such distribution date (Inverse IO).
- (8) The Class X2 notional amount is equal to the aggregate certificate balances of Classes A1, A2, AB1 and AB2.

III. Issue Characteristics

<u> Issue Characteristics - Group 1</u>

Securities: \$733,295,597 (approximate) monthly pay, fixed-rate or variable rate, multi-class,

commercial mortgage REMIC Pass-Through Certificates (Class FA and Class SA)

Lead Manager & Sole Bookrunner: Deutsche Bank Securities, Inc.

Co-Managers: Citigroup Global Markets Inc. and Wells Fargo Securities, LLC.

Issuer: Fannie Mae

Issuing Entity: Fannie Mae Multifamily REMIC Trust 2014-M8, a trust to be formed by Fannie Mae

Trustee: Fannie Mae

Cut-off Date: On or about July 1, 2014.

Settlement Date: July 31, 2014

Distribution Date: The monthly distribution date for the certificates will be the 25th day of each calendar

month, or on the next business day if the 25th day is not a business day, commencing in

August 2014.

Accrual: Each class will accrue interest on an Actual/360 basis during the preceding calendar month.

LIBOR Determination: 15 day look back

ERISA: It is expected that all offered certificates will be ERISA eligible.

Tax Status: Double REMIC Series

Form of Offering: The certificates are exempt from registration under the Securities Act of 1933 and are

"exempted securities" under the Securities Exchange Act of 1934.

Offered Certificates: The Class FA Certificates

Optional Termination: None

Minimum Denominations: \$100,000 for Class SA Certificates and \$1,000 for the Class FA Certificates, \$1 in excess

hereof.

Settlement Terms: Book-Entry except for Classes R and RL

Analytics: Cash flows are expected to be available through Bloomberg, L.P., Intex Solutions, Inc,

Trepp LLC and The Yield Book, Inc.

Bloomberg Ticker: FNA 2014-M8 <MTGE><GO>

Risk Factors: THE CERTIFICATES INVOLVE CERTAIN RISKS AND MAY NOT BE SUITABLE FOR ALL

INVESTORS. SEE THE "RISK FACTORS" SECTION OF FANNIE MAE'S MULTIFAMILY REMIC PROSPECTUS DATED SEPTEMBER 1, 2012, AVAILABLE ON WWW.FANNIEMAE.COM.

Issue Characteristics - Group 2

Securities: \$404,495,875 (approximate) monthly pay, multi-class, fixed-rate commercial mortgage

REMIC Pass-Through Certificates (Class A1, Class A2, Class AB1, Class AB2 and Class X2)

Lead Manager & Sole Bookrunner: Deutsche Bank Securities, Inc.

Co-Managers: Citigroup Global Markets Inc. and Wells Fargo Securities, LLC.

Issuer: Fannie Mae

Issuing Entity: Fannie Mae Multifamily REMIC Trust 2014-M8, a trust to be formed by Fannie Mae

Trustee: Fannie Mae

Cut-off Date: On or about July 1, 2014.

Settlement Date: July 31, 2014

Distribution Date: The monthly distribution date for the certificates will be the 25th day of each calendar

month, or on the next business day if the 25th day is not a business day, commencing in

August 2014.

Accrual: Each class will accrue interest on a 30/360 basis during the preceding calendar month.

ERISA: It is expected that all offered certificates will be ERISA eligible.

Tax Status: Double REMIC Series

Form of Offering: The certificates are exempt from registration under the Securities Act of 1933 and are

"exempted securities" under the Securities Exchange Act of 1934.

Offered Certificates: The Class A1, Class A2, Class AB1 and Class AB2 Certificates

Optional Termination: None

Minimum Denominations: \$100,000 for Class X2 Certificates and \$1,000 for the Class A1, Class A2, Class AB1, and

Class AB2 Certificates, \$1 in excess thereof

Settlement Terms: Book-Entry except for Classes R and RL

Analytics: Cash flows are expected to be available through Bloomberg, L.P., Intex Solutions, Inc,

Trepp LLC and The Yield Book, Inc.

Bloomberg Ticker: FNA 2014-M8 <MTGE> <GO>

Risk Factors: THE CERTIFICATES INVOLVE CERTAIN RISKS AND MAY NOT BE SUITABLE FOR ALL

INVESTORS. SEE THE "RISK FACTORS" SECTION OF FANNIE MAE'S MULTIFAMILY REMIC

PROSPECTUS DATED SEPTEMBER 1, 2012, AVAILABLE ON WWW.FANNIEMAE.COM.

IV. **Structural Overview**

Structural Overview - Group 1

Amount of Distributions: On each Distribution Date, certificateholders will be entitled to receive interest and any

principal required to be paid on their certificates on such Distribution Date, distributed from

funds available for distribution from the related underlying MBS.

Priority of Principal Distributions: The Group 1 Principal Distribution Amount for any Distribution Date will be allocated as

follows:

1. Scheduled and unscheduled principal payments to the Class FA, until retired.

Prepayment Premiums Distribution:

On each Distribution Date, any Group 1 prepayment premiums that are included in the

related MBS distributions on that date will be allocated as follows:

1. to the Class SA, 100% of the Group 1 prepayment premiums.

Call Protection: 135 underlying loans (representing 100% of Group 1) provide for a remaining yield

maintenance term. The Group 1 Collateral Pool has a weighted average remaining yield

maintenance term of 32 months.

Guarantee: All underlying pools will be guaranteed by Fannie Mae with respect to the full and timely

payment of interest and principal. Fannie Mae's guarantee does not cover any prepayment

premium payments due on the underlying loans.

Structural Overview - Group 2

Amount of Distributions:

On each Distribution Date, certificateholders will be entitled to receive interest and any principal required to be paid on their certificates on such Distribution Date, distributed from funds available for distribution from the related underlying MBS.

Priority of Principal Distributions:

The Group 2 Principal Distribution Amount for any Distribution Date will be allocated as follows:

- Scheduled principal payments included in the principal distribution for each Group 2 MBS, on an aggregate basis, as follows:
 - The AB Pro Rata Percentage to the AB1 and AB2 Classes, in that order, until retired
 - b) The Non-AB Pro Rata Percentage to the A1 and A2 Classes, in that order, until retired.
- Unscheduled principal payments included in the principal distribution for each Group 2 MBS, on an aggregate basis, to the AB1, AB2, A1 and A2 Classes in that order, until retired.

The "AB Pro Rata Percentage" for any Distribution Date is equal to the percentage equivalent of a fraction, the numerator of which is the aggregate certificate balance of the AB1 and AB2 Classes immediately before that Distribution Date and the denominator of which is the aggregate certificate balance of the AB1, AB2, A1, and A2 Classes immediately before that date.

The "Non-AB Pro Rata Percentage" for any Distribution Date is equal to 100% minus the AB Pro Rata Percentage for that date.

Prepayment Premiums Distribution:

On each Distribution Date, any Group 2 prepayment premiums that are included in the related MBS distributions on that date will be allocated as follows:

- to the AB1, AB2, A1 and A2 Classes as follows:
 - a) on each Distribution Date prior to the Distribution Date on which the AB2 Class is retired, to each of the AB1 and AB2 Classes, an amount equal to 30% of the Group 2 prepayment premiums multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to that Class on that date and the denominator of which is the aggregate amount of principal payable to the AB1 and AB2 Classes on that date; and
 - b) on each Distribution Date beginning with the Distribution Date on which the AB2 Class is retired, to each of the AB1, AB2, A1 and A2 Classes, an amount equal to 30% of the Group 2 prepayment premiums multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to that Class on that date and the denominator of which is the Group 2 Principal Distribution Amount for that date;
- 2. to the X2 Class, an amount equal to 70% of the Group 2 prepayment premiums for that date.

Call Protection:

71 underlying loans (representing 100% of Group 2) provide for a remaining yield maintenance term. The Group 2 Collateral Pool has a weighted average remaining yield maintenance term of 112 months.

Guarantee:

All underlying pools will be guaranteed by Fannie Mae with respect to the full and timely payment of interest and principal. Fannie Mae's guarantee does not cover any prepayment premium payments due on the underlying loans.

3. Collateral Overview

Group 1(1)(2)

Group 1	
Aggregate Cut-off Date Balance	\$733,295,597
Number of Mortgage Loans	135
Average Cut-off Date Balance per Mortgage Loan	\$5,431,819
Number of Mortgaged Properties	135
Weighted Average Mortgage Rate	5.560%
% of Group 1 Secured by 5 Largest Mortgage Loans	20.34%
% of Group 1 Secured by 10 Largest Mortgage Loans	30.12%
Weighted Average Original Term to Maturity (months)	125
Weighted Average Remaining Term to Maturity (months)	44
Weighted Average Seasoning (months)	81
Weighted Average Remaining Yield Maintenance (months)	32
Weighted Average ARM Net Margin:	2.004%
Weighted Average Remaining Term to Next Scheduled Rate Change (months)	32

Group 1 Amortization

Weighted Average Original Amortization Term (months) ⁽³⁾	360
Weighted Average Remaining Amortization Term (months) ⁽³⁾	279
% of Group 1 Amortizing Balloon	33.15%
% of Group 1 Interest Only followed by Amortizing Balloon	28.01%
% of Group 1 Interest Only	38.84%

- (1) Unless otherwise indicated, all references to "% of Group 1" in this Term Sheet reflect a percentage of the Group 1 aggregate principal balance as of the Cutoff Date, after application of all payments of principal due during or prior to July 2014.
- (2) The Collateral consists of 135 Fannie Mae multifamily MBS pools containing 135 loans. All loans underlying the pools are monthly-pay, adjustable-rate multifamily mortgages.
- (3) Excludes loans that are interest only for the entire term.

Group 2⁽¹⁾⁽²⁾

o.oup =	
Aggregate Cut-off Date Balance	\$404,495,875
Number of Mortgage Loans	71
Average Cut-off Date Balance per Mortgage Loan	\$5,697,125
Number of Mortgaged Properties ⁽³⁾	73
Weighted Average Mortgage Rate	4.652%
% of Group 2 Secured by 5 Largest Mortgage Loans	25.13%
% of Group 2 Secured by 10 Largest Mortgage Loans	41.07%
Weighted Average Original Term to Maturity (months)	120
Weighted Average Remaining Term to Maturity (months)	118
Weighted Average Seasoning (months)	2
Weighted Average Remaining Yield Maintenance (months)	112

Group 2 Amortization

Weighted Average Original Amortization Term (months) ⁽⁴⁾	359
Weighted Average Remaining Amortization Term (months) ⁽⁴⁾	357
% of Group 2 Amortizing Balloon	65.98%
% of Group 2 Interest Only followed by Amortizing Balloon	31.36%
% of Group 2 Interest Only	2.66%

- (1) Unless otherwise indicated, all references to "% of Group 2" in this Term Sheet reflect a percentage of the Group 2 aggregate principal balance as of the Cutoff Date, after application of all payments of principal due during or prior to July 2014.
- (2) The Collateral consists of 71 Fannie Mae multifamily MBS pools containing 71 loans. All loans underlying the pools are monthly-pay, fixed-rate multifamily mortgages.
- (3) FN AM5425 is collateralized by three properties: Gaslight Terrace, Indian Meadows, and Lakeshore Terrace.
- (4) Excludes loans that are interest only for the entire term.

More information regarding the DUS MBS program can be found on Fannie Mae's website at:

http://www.fanniemae.com/resources/file/mbs/pdf/mbsenger 120413.pdf

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

4. Collateral Stratification

Top:	10	Mortgage	Pool	ls – Grou	p 1
------	----	----------	------	-----------	-----

Loan No.	Pool Number	Property Name	City	State	Property Type	Cut-off Date Balance (\$)	% of Group 1	DSCR (1)	LTV % (2)
1	388177	Coral Bay Park Apartments	San Diego	CA	Multifamily	37,420,000	5.10	2.00x	65.5
2	388524	Bella Villagio Apartments	San Jose	CA	Multifamily	34,860,396	4.75	1.45x	55.6
3	388179	Coral Bay Canyon Apartments	San Diego	CA	Multifamily	33,580,000	4.58	2.07x	67.5
4	388259	Grafton Station Apartments	Yorktown	VA	Multifamily	26,000,000	3.55	1.52x	55.0
5	388158	Alpine Apartments	Anchorage	AK	Multifamily	17,290,761	2.36	2.58x	78.0
6	388255	Woodbridge Apartments	La Mesa	CA	Multifamily	16,000,000	2.18	2.64x	41.3
7	388525	Hill Country Villas	San Antonio	TX	Multifamily	14,739,950	2.01	1.18x	75.7
8	388493	Shadow Ridge Apartments	El Paso	TX	Multifamily	14,154,812	1.93	1.38x	78.0
9	388596	Strada Apartments	Orange	CA	Multifamily	13,600,000	1.85	1.68x	56.7
10	388492	The Greens of Bedford	Tulsa	OK	Multifamily	13,211,158	1.80	1.65x	75.7
Total	/ Weighted	Average				220,857,077	30.12	1.82x	63.8

Top 10 Mortgage Pools - Group 2

Loan No.	Pool Number	Property Name	City	State	Property Type	Cut-off Date Balance (\$)	% of Group 2	DSCR (3)	LTV % (2)
1	AM5813	The Bluffs at Carlsbad	Carlsbad	CA	Multifamily	25,559,000	6.32	1.26x	74.5
2	AM5707	Crown Woods and Village at Crown Woods	Tulsa	OK	Multifamily	21,745,642	5.38	1.57x	64.8
3	AM5787	Elysian Parc	Henderson	NV	Multifamily	19,250,000	4.76	1.29x	74.0
4	AM5601	Legacy Crossing Apartments	Centerville	UT	Multifamily	19,096,000	4.72	1.27x	72.6
5	AM5912	Cherry Creek	Tacoma	WA	Military	16,000,000	3.96	1.28x	80.0
6	AM5714	Brandywine Apartments	Lexington	KY	Multifamily	13,781,394	3.41	1.60x	64.9
7	AM5705	Crown Chase Apartments	Tulsa	OK	Multifamily	13,182,203	3.26	1.77x	62.3
8	AM5817	Wimbledon Apartments	Grandville	MI	Multifamily	13,167,752	3.26	1.49x	68.4
9	AM5512	Fieldstone Apartments	Caledonia	MI	Multifamily	12,485,733	3.09	1.39x	72.8
10	AM5779	Colorado Club	Houston	TX	Multifamily	11,877,000	2.94	1.37x	74.9
Total /	/ Weighted	Average				166,144,724	41.07	1.41x	71.1

¹⁾ Most Recent Annual DSCR is the most recent annual DSCR for the related loan.

²⁾ As of the loan origination date of the related loan.

³⁾ Most Recent Annual DSCR calculations are based on the most recent data using amortizing debt service payments with the exception of the full-term interest-only loans, which are based on interest-only payments.

<u>Collateral Statistics - Group 1</u>

Cut-on Date	ва	iance (\$)			
		r	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
358,953	-	3,999,999	77	139,508,113	19.0%
4,000,000	-	6,999,999	22	120,789,697	16.5%
7,000,000	-	9,999,999	13	103,650,532	14.1%
10,000,000	-	12,999,999	13	148,490,178	20.2%
13,000,000	-	15,999,999	4	55,705,920	7.6%
16,000,000	-	18,999,999	2	33,290,761	4.5%
19,000,000	-	27,999,999	1	26,000,000	3.5%
28,000,000	-	37,420,000	3	105,860,396	14.4%
Total:			135	733,295,597	100.0%
Min: 358,953		Max: 37,420,00	00 #	Avg: 5,431,819	

110perty Type		
	No. of	Aggregate
	Mortgage	Cut-off Date
	Loans	Balances (\$)
Multifamily	127	689,387,104

Group 1 94.0% 28,785,152 Manufactured Housing 6 3.9% Military 1 5,083,000 0.7% 10,040,341 1.4% Other (1) 733,295,597 100.0% Total: 135

Property Type

Prefix Type

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
HA	135	733,295,597	100.0%
Total:	135	733,295,597	100.0%

Mortgage Rate (%)

Mortgage Ka			No. of Mortgage	Aggregate Cut-off Date	% of
			Loans	Balances (\$)	Group 1
4.840	-	5.019	2	71,000,000	9.7%
5.020	-	5.189	2	12,139,123	1.7%
5.190	-	5.369	10	71,081,634	9.7%
5.370	-	5.549	31	180,284,753	24.6%
5.550	-	5.729	42	200,538,856	27.3%
5.730	-	5.909	30	75,434,690	10.3%
5.910	-	6.089	10	67,022,169	9.1%
6.090	-	6.255	8	55,794,372	7.6%
Total:			135	733,295,597	100.0%
Min: 4.840		Max: 6.255	1	Ntd. Avg: 5.560	_

Original Term to Maturity (mos)

		No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
120		56	423,735,126	57.8%
132		79	309,560,471	42.2%
Total:		135	733,295,597	100.0%
Min: 120	Max: 132	Wtd. Avg: 125		

Remaining Term to Maturity (mos)

	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 1
37 - 38	1	3,508,000	0.5%
39 - 40	2	35,641,347	4.9%
41 - 42	39	176,926,312	24.1%
43 - 44	41	227,808,687	31.1%
45 - 46	52	289,411,251	39.5%
Total:	135	733,295,597	100.0%
Min: 37 Max: 46	'	Ntd. Avg: 44	

Original Amortization Term (mos)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
Interest Only	34	284,813,400	38.8%
360	101	448,482,197	61.2%
Total:	135	733,295,597	100.0%
Min: 0 Max: 360		Non-Zero Wtd. Avg	g: 360

Remaining Amortization Term (mos)

	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 1
Interest Only	34	284,813,400	38.8%
200 - 279	60	210,314,967	28.7%
280 - 360	41	238,167,230	32.5%
Total:	135	733,295,597	100.0%
Min: 0 Max: 286	5	Non-Zero Wtd. Av	g: 279

% of

¹⁾ Military Housing.

Collateral Statistics - Group 1

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
Actual/360	135	733,295,597	100.0%
30/360	0	-	0.0%
Total:	135	733,295,597	100.0%

Most Recent Annual DSCR (x)			
	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 1
1.16 - 1.25	4	21,287,300	2.9%
1.26 - 1.46	22	140,020,387	19.1%
1.47 - 1.66	26	160,422,422	21.9%
1.67 - 1.86	20	94,174,158	12.8%
1.87 - 2.06	17	89,777,977	12.2%
2.07 - 2.26	17	87,750,683	12.0%
2.27 - 2.56	8	25,288,955	3.4%
2.57 - 2.86	10	76,467,236	10.4%
2.87 - 3.16	4	16,067,193	2.2%
3.17 - 3.46	4	4,939,285	0.7%
3.47 - 9.46	3	17,100,000	2.3%
Total:	135	733,295,597	100.0%
Min: 1.16 Max: 9.46	1	Wtd. Avg: 1.95	

Most Recent Annual DSCR is the most recent annual DSCR for the related loan.

	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 1
CA	78	420,120,253	57.3%
TX	15	105,065,920	14.3%
WA	11	28,869,408	3.9%
MI	6	20,934,543	2.9%
OR	4	9,643,423	1.3%
VA	2	31,311,524	4.3%
AK	2	27,331,102	3.7%
OK	2	21,420,949	2.9%
TN	2	4,444,493	0.6%
MA	2	4,088,992	0.6%
NH	1	12,619,476	1.7%
LA	1	7,102,110	1.0%
NM	1	6,907,129	0.9%
MO	1	6,303,438	0.9%
NE	1	6,134,234	0.8%
IL	1	4,960,919	0.7%
NY	1	4,565,648	0.6%
NC	1	4,537,624	0.6%
MT	1	3,926,597	0.5%
DC	1	2,008,241	0.3%
NJ	1	999,577	0.1%
Total:	135	733,295,597	100.0%

Origination Date LTV Ratio (%)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
12.9 - 39.99	21	42,117,930	5.7%
40.0 - 49.99	23	102,231,990	13.9%
50.0 - 59.99	36	185,099,267	25.2%
60.0 - 69.99	30	214,175,439	29.2%
70.0 - 80.00	25	189,670,971	25.9%
Total:	135	733,295,597	100.0%
Min: 12.9 Max: 80.0	1	Ntd. Avg: 61.0	

Remaining Prepayment Protection Term (mos)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
25 - 26	1	3,508,000	0.5%
27 - 28	2	35,641,347	4.9%
29 - 30	39	176,926,312	24.1%
31 - 32	41	227,808,687	31.1%
33 - 34	52	289,411,251	39.5%
Total:	135	733,295,597	100.0%
Min: 25 Max: 34		Non-Zero Wtd. Av	g: 32

Loan Age (mos)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
74 - 78	54	385,366,730	52.6%
79 - 83	2	38,368,396	5.2%
84 - 88	39	141,762,239	19.3%
89 - 92	40	167,798,231	22.9%
Total:	135	733,295,597	100.0%
Min: 74 Max: 92		Non-Zero Wtd. Av	g: 81

Pass Through Rate (%)

•	No. of Mortgage	Aggregate Cut-off Date	% of
	Loans	Balances (\$)	Group 1
4.475 - 4.649	3	81,235,511	11.1%
4.650 - 4.989	19	134,887,150	18.4%
4.990 - 5.159	21	130,142,310	17.7%
5.160 - 5.329	48	182,206,916	24.8%
5.330 - 5.499	29	108,227,468	14.8%
5.500 - 5.669	9	39,925,229	5.4%
5.670 - 5.835	6	56,671,013	7.7%
Total:	135	733,295,597	100.0%
Min: 4.475 Max: 5.835	5 1	Ntd. Avg: 5.164	

ARM Net Margin (%)

	No. of Mortgage	Aggregate Cut-off Date	% of
	Loans	Balances (\$)	Group 1
1.540 - 1.629	2	1,536,210	0.2%
1.630 - 1.729	4	8,957,795	1.2%
1.730 - 1.829	10	94,854,639	12.9%
1.830 - 1.919	24	87,131,900	11.9%
1.920 - 2.019	33	127,822,796	17.4%
2.020 - 2.109	17	132,005,686	18.0%
2.110 - 2.209	42	248,486,571	33.9%
2.210 - 2.220	3	32,500,000	4.4%
Total:	135	733,295,597	100.0%
Min: 1.540 Max: 2.22	0 1	Ntd. Avg: 2.004	

Months to Next ARM Reset

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 1
25 - 26	1	3,508,000	0.5%
27 - 28	2	35,641,347	4.9%
29 - 30	39	176,926,312	24.1%
31 - 32	41	227,808,687	31.1%
33 - 34	52	289,411,251	39.5%
Total:	135	733,295,597	100.0%
Min: 25.00 Max: 34.00		Ntd. Avg: 31.70	

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

<u>Collateral Statistics - Group 2</u> <u>Cut-off Date Balance (\$)</u>

Cut on Dute		(+)	No. of	Aggregate	
			Mortgage	Cut-off Date	% of
			Loans	Balances (\$)	Group 2
429,731	-	2,999,999	35	66,438,531	16.4%
3,000,000	-	5,999,999	13	54,959,562	13.6%
6,000,000	-	8,999,999	9	70,797,439	17.5%
9,000,000	-	11,999,999	5	58,032,619	14.3%
12,000,000	-	14,999,999	4	52,617,083	13.0%
15,000,000	-	17,999,999	1	16,000,000	4.0%
18,000,000	-	20,999,999	2	38,346,000	9.5%
21,000,000	-	23,999,999	1	21,745,642	5.4%
24,000,000	-	25,559,000	1	25,559,000	6.3%
Total:			71	404,495,875	100.0%
Min: 429,731		Max: 25,559,0	00	Avg: 5,697,125	

Property Type			
	No. of Mortgage	Aggregate Cut-off Date	% of
	Loans	Balances (\$)	Group 2
Multifamily	67	368,606,973	91.1%
Manufactured Housing	2	19,459,171	4.8%
Military	1	16,000,000	4.0%
Cooperative	1	429,731	0.1%
Total:	71	404,495,875	100.0%

Prefix Type

	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 2
HY	69	401,393,394	99.2%
HN	1	2,155,939	0.5%
MY	1	946,542	0.2%
Total:	71	404,495,875	100.0%

Mortgage Rate (%)

_			No. of Mortgage	Aggregate Cut-off Date	% of
			Loans	Balances (\$)	Group 2
4.030	-	4.219	2	34,309,792	8.5%
4.220	-	4.389	4	50,865,179	12.6%
4.390	-	4.569	6	46,271,922	11.4%
4.570	-	4.749	19	148,033,405	36.6%
4.750	-	4.919	15	60,724,521	15.0%
4.920	-	5.099	11	43,661,453	10.8%
5.100	-	5.279	9	15,031,351	3.7%
5.280	-	6.940	5	5,598,252	1.4%
Total:			71	404,495,875	100.0%
Min: 4.030		Max: 6.940	1	Ntd. Avg: 4.652	-

Original Term to Maturity (mos)

		No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2
120		70	404,066,144	99.9%
180		1	429,731	0.1%
Total:		71	404,495,875	100.0%
Min: 120	Max: 180	1	Wtd. Avg: 120	

Remaining Term to Maturity (mos)

	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 2
114 - 115	2	12,710,267	3.1%
116 - 117	21	85,792,888	21.2%
118 - 119	48	305,992,721	75.6%
Total:	71	404,495,875	100.0%
Min: 114 Max: 119		Wtd. Avg: 118	

Original Amortization Term (mos)

	No. of Mortgage	Aggregate Cut-off Date	% of
	Loans	Balances (\$)	Group 2
Interest Only	2	10,750,000	2.7%
120	1	2,155,939	0.5%
240	1	429,731	0.1%
360	67	391,160,205	96.7%
Total:	71	404,495,875	100.0%
Min: 0 Max: 360		Non-Zero Wtd. Av	g: 359

Remaining Amortization Term (mos)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2
Interest Only	2	10,750,000	2.7%
1 - 119	1	2,155,939	0.5%
120 - 279	1	429,731	0.1%
280 - 360	67	391,160,205	96.7%
Total:	71	404,495,875	100.0%
Min: 0 Max: 3	360	Non-Zero Wtd. Av	rg: 357

<u>Collateral Statistics - Group 2</u> <u>Day count</u>

Day count			
	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2
Actual/360	70	403,549,333	99.8%
30/360	1	946,542	0.2%
Total:	71	404,495,875	100.0%

Most Recent Annual DSCR (x)

			2 3 3 A. (X)		_	
				No. of	Aggregate	
				Mortgage	Cut-off Date	% of
				Loans	Balances (\$)	Group 2
	0.86	-	1.24	1	429,731	0.1%
	1.25	-	1.30	18	131,228,517	32.4%
	1.31	-	1.53	36	161,994,383	40.0%
	1.54	-	1.75	9	71,992,248	17.8%
	1.76	-	1.97	3	23,238,092	5.7%
	1.98	-	2.18	2	4,862,904	1.2%
	2.19	-	2.39	2	10,750,000	2.7%
Total:				71	404,495,875	100.0%
Min: 0.8	86		Max: 2.39	1	Wtd. Avg: 1.45	

Most Recent Annual DSCR calculations are based on the most recent data using amortizing debt service payments with the exception of the full-term interestonly loans, which are based on interest-only payments. In the case of seasoned cooperative properties, the annual DSCR is calculated using the cooperative's actual NOI rather than the rental equivalent NOI which is used at issuance.

State

State			
	No. of	Aggregate	
	Mortgage	Cut-off Date	% of
	Loans	Balances (\$)	Group 2
TX	14	82,977,933	20.5%
CA	8	58,008,293	14.3%
WA	6	36,337,854	9.0%
OR	6	14,522,413	3.6%
MI	4	32,866,820	8.1%
DC	4	11,346,548	2.8%
MO	4	13,672,501	3.4%
WI	3	14,934,042	3.7%
IL	3	4,890,645	1.2%
OK	2	34,927,845	8.6%
VA	2	4,938,316	1.2%
OH	2	6,342,936	1.6%
NV	1	19,250,000	4.8%
UT	1	19,096,000	4.7%
KY	1	13,781,394	3.4%
IN	1	8,240,000	2.0%
KS	1	6,788,924	1.7%
ID	1	5,610,600	1.4%
GA	1	3,282,125	0.8%
MS	1	2,747,188	0.7%
FL	1	2,278,751	0.6%
TN	1	2,169,578	0.5%
NY	1	2,155,939	0.5%
SC	1	2,056,932	0.5%
NC	1	1,272,296	0.3%
Total:	71	404,495,875	100.0%

Origination Date LTV Ratio (%)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2
14.6 - 39.99	2	2,585,670	0.6%
40.0 - 49.99	3	3,888,619	1.0%
50.0 - 59.99	6	25,586,649	6.3%
60.0 - 69.99	15	114,363,629	28.3%
70.0 - 80.00	45	258,071,307	63.8%
Total:	71	404,495,875	100.0%
Min: 14.6 Max: 80.0		Wtd. Avg: 70.6	

Remaining Prepayment Protection Term (mos)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2
108 - 109	2	12,710,267	3.1%
110 - 111	20	85,363,156	21.1%
112 - 113	48	305,992,721	75.6%
114 - 115	1	429,731	0.1%
Total:	71	404,495,875	100.0%
Min: 108 Max: 114	Non-Zero Wtd. Avg: 112		

Loan Age (mos)

	No. o Mortga Loans	ge	Aggregate Cut-off Date Balances (\$)	% of Group 2
1 - 2		48	305,992,721	75.6%
3 - 4		20	85,363,156	21.1%
5 - 63		3	13,139,998	3.2%
Total:		71	404,495,875	100.0%
Min: 1 Ma	ıx: 63	Non-Zero Wtd. Avg: 2		

Pass Through Rate (%)

	No. of Mortgage Loans	Aggregate Cut-off Date Balances (\$)	% of Group 2	
3.050 - 3.659	67	400,169,919	98.9%	
3.669 - 4.279	3	3,896,225	1.0%	
4.289 - 6.120	1	429,731	0.1%	
Total:	71	404,495,875	100.0%	
Min: 3.050 Max: 6.120)	Non-Zero Wtd. Avg: 3.361		