



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Mail Stop 4720

February 22, 2010

David Johnson  
Chief Financial Officer  
Federal National Mortgage Association  
3900 Wisconsin Ave, NW  
Washington, DC 20016

**RE: Federal National Mortgage Association  
Form 10-K for Fiscal Year Ended December 31, 2008  
Filed February 27, 2009  
File No. 000-50231**

Dear Mr. Johnson,

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Kevin W. Vaughn  
Accounting Branch Chief