

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB Number: 3235-0104 Expires: January 31, 2005

Estimated average burden hours per response . . . 0.5

Name and Address of Reporting Person*			2.	2. Date of Event		4. Issuer Name <b>and</b> Ticker or Trading Symbol									
Adolfo		Marzol	1	Requiring Statement (Month/Day/Year)		Federal Nationa	al N	Nortgage Association	n (Fannie Mae) FNM						
First	Middle	Last		(Monan Bay) Foar)	5.	Relationship of Rep			6. If Amendment, Date of Original (Month/Day/Year)						
				March 31, 2003		Issuer (Check all Applicable)									
3900 Wisconsin Avenue, NW			3.	I.R.S. Identification Number of Reporting Person, if an entity				10% Owner	7. Individual or Joint/Group Filing (Check Applicable Line)						
Street						Other (specify			Form filed by One Reporting Person						
Washington	DC	20016		(voluntary)		below) (give title below)			Form filed by More than One Reporting Person						
City	State	Zip				EVPFinance & Credit									
				Table I - Nor	-De	erivative Securities	Ве	neficially Owned							
Title of Security (In	str. 4)		2.	Amount of Securities Beneficially Owned (Instr. 4)	3.	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4.	Nature of Indirect B	Beneficial Ownership (Instr. 5)						
Common Stock				22,458		D									
Common Stock				145		I		By ESOP							
			1												
			1												

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

<sup>\*</sup> If the form is filed by more than one reporting personsee instruction 5(b)(v).

## FORM 3 (continued)

# Table II - Derivative Securities Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)											
<ol> <li>Title of Derivative Security (Instr.</li> </ol>	2.		ole and Expiration 3			4.	Conversion or	5.	Ownership Form	6.	Nature of Indirect
4)		Date (Mon	th/Day/Year)	Derivative Security (Instr 4.)			Exercise Price of		of Derivative		Beneficial Ownership
					• • • •				Security: Direct		(Instr. 5)
							Security		(D) or Indirect (I)		
						1	,		(Instr 5)		
		Date			Amount or	ı			,		
		Exercisable	Expiration Date	Title	Number of Shares						
Employee Stock Option (right to		LACICISADIC	Expiration Date	Title	Number of Shares	1					
		Current	11/16/07	Common Stock	6,725		\$51.7188		D		
buy)		Current	11/10/07	Common Stock	0,723	1	ψ31.7100		D		
Employee Stock Option (right to	1					1 7					
		Current	11/17/08	Common Stock	34,200		\$69.3125		D		
buy)		Current	11/1//00	Common Stock	34,200	1	\$09.5125		D		
Employee Steels Ontion (right to	1					1 ;					
Employee Stock Option (right to		(4)	44/40/00	0	40.040		<b>674 50</b>		Б.		
buy)		(1)	11/16/09	Common Stock	40,210	1	\$71.50		D		
Employee Steels Ontion (right to	1					1 :					
Employee Stock Option (right to		(0)	4/40/40	0 01 1	40.000		000 50		5		
buy)		(2)	1/18/10	Common Stock	48,086	1	\$62.50		D		
	1					1 ;					
Employee Stock Option (right to									_		
buy)		(3)	11/21/10	Common Stock	39,960	1	\$77.095		D		
	1					1 :					
Employee Stock Option (right to											
buy)		(4)	11/20/11	Common Stock	44,735	1	\$80.95		D		
	•					1 5					
Employee Stock Option (right to											
buy)		(5)	1/21/13	Common Stock	50,397	1	\$69.43		D		

	/s/ Adolfo Marzol	March 31, 2003
Explanation of Responses:	** Signature of Reporting Person	Date
See footnotes on Schedule 1 attached hereto and incorporated herein by this reference.		

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal ViolationsSee 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficientsee Instruction 6 for procedure.

## Schedule 1

## Adolfo Marzol

Form 3 (continued) Explanation of responses:

- (1) 30,157 options are currently exercisable; the balance vests on November 16, 2003.
- Vesting of the options is contingent upon the achievement of an aggressive earnings per share ("EPS") goal established in January 2000. If EPS equals or exceeds \$6.46 per share by December 31, 2003, the options will become exercisable in January 2004. If the EPS goal is not met, then the options instead will vest and become exercisable in 25 percent annual increments beginning in January 2005. However, if the EPS goal is not met, the Board of Directors has retained the discretion to reduce or eliminate future compensation awards to offset this vesting.
- (3) 19,980 options are currently exercisable; and 9,990 options vest on November 21, 2003 and November 21, 2004.
- (4) 11,183 options are currently exercisable; and 11,184 options vest on November 20, 2003, November 20, 2004, and November 20, 2005.
- The options vest in four annual installments as follows: 12,599 options vest on January 21, 2004, January 21, 2005, and January 21, 2006; and 12,600 options vest on January 21, 2007.

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## LIMITED SIGNATORY POWER

By this Limited Signatory Power the undersigned authorizes and designates each of Ann Kappler and Scott Lesmes to execute and file on behalf of the undersigned all Forms 3, 4 and 5 (including any exhibits, attachments and amendments thereto) that the undersigned may be required to file with the Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Fannie Mae. The authority of Ann Kappler and Scott Lesmes under this Limited Signatory Power shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of Fannie Mae, unless earlier revoked in writing. The undersigned acknowledges that Ann Kappler and Scott Lesmes are not assuming, nor is Fannie Mae assuming, any of the undersigned's responsibilities to file Forms 3, 4 and 5 or otherwise comply with any related laws or regulations.

/s/ Adolfo Marzol

Date: March 31, 2003