FORM 4

☐ **Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).**

(Print or Type Responses)

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

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STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
HOWARD J. TIMOTHY (Last) (First) (Middle)	FEDERAL NATIONAL MORTGAGE ASSOCIATION (FANNIE MAE) FNM	x Director ___ 10% Owner
3900 WISCONSIN AVENUE, NW	3. Date of Earliest Transaction (Month/Day/Year) 06/23/2004	x Officer (give title below) ___ Other (specify below) Vice Chairman & CFO
(Street) WASHINGTON DC 20016	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable) x Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
(City) (State) (Zip)	**Table I -- Non-Derivative Securities Beneficially Owned**	

1. Title of Security (Instr. 3)	2. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Owner-ship (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/23/2004		M		3500.0000	A	$18.6250	27800.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.62	27700.0000	D	
Common Stock	06/23/2004		S		300.0000	D	$70.61	27400.0000	D	
Common Stock	06/23/2004		S		400.0000	D	$70.67	27000.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$70.60	26800.0000	D	
Common Stock	06/23/2004		S		300.0000	D	$70.75	26500.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$70.76	26300.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$70.74	26100.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.73	26000.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.77	25900.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.78	25800.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$71.30	25600.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.80	25500.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$71.05	25400.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$71.00	25300.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$70.83	25200.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$70.90	25000.0000	D	

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Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Owner-ship (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/23/2004		S		200.0000	D	$70.94	24800.0000	D	
Common Stock	06/23/2004		S		200.0000	D	$70.97	24600.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$71.17	24500.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$71.15	24400.0000	D	
Common Stock	06/23/2004		S		100.0000	D	$71.16	24300.0000	D	
Common Stock								191771.0000	I	Timothy Howard Revocable Trust
Common Stock								24000.0000	I	Debra Howard Revocable Trust

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

* If the form is filed by more than one reporting person, *see* Instructions 4(b)(v).

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Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	$18.6250	06/23/2004		M			3500.0000	11/15/1995	11/15/2004	Common Stock	3500.0000	$0.00	47300.0000	D	

Remarks: See attached remarks page.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
see 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

/s/ J. Timothy Howard
** Signature of Reporting Person

06/24/2004
Date

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Remarks: All of the foregoing transactions were effected by the Reporting Person's broker pursuant to a written 10b5-1 trading plan established on February 27, 2004.