

**Offering Circular Supplement
(To Offering Circular
Dated December 31, 2007)**

Freddie Mac Giant and Other Pass-Through Certificates

The Offering Circular, as amended by the Offering Circular Supplements dated July 18, 2008 and March 11, 2009, is being amended as follows, effective immediately:

Under “Additional Information,” the following paragraphs replace the first two paragraphs in their entirety:

Our common stock is registered with the U.S. Securities and Exchange Commission (the “**SEC**”) under the Securities Exchange Act of 1934 (the “**Exchange Act**”). As a result, we file annual, quarterly and current reports, proxy statements and other information with the SEC.

As described below, we incorporate certain documents by reference in this Offering Circular, which means that we are disclosing information to you by referring you to those documents rather than by providing you with separate copies. We incorporate by reference in this Offering Circular (1) our Annual Report on Form 10-K for the year ended December 31, 2009, filed with the SEC on February 24, 2010; (2) all other reports we have filed with the SEC pursuant to Section 13(a) of the Exchange Act since December 31, 2009, excluding any information “furnished” to the SEC on Form 8-K; and (3) all documents that we file with the SEC pursuant to Section 13(a), 13(c) or 14 of the Exchange Act after the date of this Offering Circular and prior to the completion of the offering of the related Pass-Through Certificates, excluding any information we “furnish” to the SEC on Form 8-K. These documents are collectively referred to as the “**Incorporated Documents**” and are considered part of this Offering Circular. You should read this Offering Circular and any applicable Offering Circular Supplement, in conjunction with the Incorporated Documents. Information that we incorporate by reference will automatically update information in this Offering Circular. Therefore, you should rely only on the most current information provided or incorporated by reference in this Offering Circular and any applicable Offering Circular Supplement.

Unless defined in this Supplement, capitalized terms used in this Supplement have the meanings given to them in the Offering Circular.

Offering Circular Supplement dated March 11, 2010