

Edgar Filing: GOODE EARL A - Form 5

GOODE EARL A
 Form 5
 February 14, 2002

1. Name and Address of Reporting Person
 Goode, Earl A.
 11600 Sallie Mae Drive
 Reston, VA 20193
2. Issuer Name and Ticker or Trading Symbol
 USA Education, Inc. (SLM)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owne End Year
			Amount	A/D	Price	
Common Stock						5569

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	4.	5.	6.	7.	8.	
Title of Derivative Security	Deriv- ative Security	tion Date (Month/ Day/Year)	tion Code	Disposed (D) (A) (D)	Number of Derivative Securities Acquired (A) or Disposed (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Amount or Number of Shares	Title of Underlying Securities
Stock Options (Right to buy)	\$81.1	07/25/2001	A	15125	07/25/2002	01/15/2011	15125	Common Stock

Explanation of Responses:

Edgar Filing: GOODE EARL A - Form 5

SIGNATURE OF REPORTING PERSON
/s/Mary F. Eure (POA)

DATE
02/14/2002