

Edgar Filing: DIEFENDERFER WILLIAM M III - Form 4

DIEFENDERFER WILLIAM M III

Form 4

February 06, 2002

1. Name and Address of Reporting Person
Schoellkopf, Wolfgang
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
1/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(X) Director () 10% Owner
() Officer (give title below) () Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) 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 Owe End Mont		
			Code	V	Amount		A/D	Price
Common Stock	01/30/2002	M			70000	A	\$39.3393	
Common Stock	01/30/2002	S			-50200	D	\$87.9089	23640

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

1.	2.	3.	4.	5.	6.	7.	8.	
Title of Derivative Security	Price of Deriv- ative Security	Transac- tion Date (Month/ Day/Year)	Transac- tion Code	Acquired (A) Disposed (D)	Number of Derivative Securities (A) (D)	Date Exercisable (Month/Day/Year)	Expiration Date	Title and Amount of Underlying Securities
								Amount or Number
Stock Option	\$39.3393	01/30/2002	M		70000			