

Edgar Filing: WILLIAMS BARRY LAWSON - Form 5

WILLIAMS BARRY LAWSON

Form 5

February 14, 2002

1. Name and Address of Reporting Person  
Williams, Barry L.  
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 Owe End Year
			Amount	A/D	Price	
Common Stock						4527

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

1. Title of Derivative Security	2. Deriv- ative Security	3. tion Date (Month/ Day/Year)	4. tion Code	5. Disposed (D) (A)   (D)	6. Date Exer- cisable (Month/Day/Year)	7. Expira- tion Date	8. Title	9. Amount or Number of Shares	10. Price
Stock Options (Right to buy)	\$81.1	07/25/2001	A	15414	07/25/2002	01/15/2011	Common Stock	15414	\$

Explanation of Responses:

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

DATE  
02/14/2002