

Edgar Filing: USA EDUCATION INC - Form 424B3

USA EDUCATION INC
 Form 424B3
 January 23, 2002

AMENDED PRICING SUPPLEMENT NO. 8 DATED JANUARY 16, 2002
 (TO PROSPECTUS DATED OCTOBER 31, 2001
 AND PROSPECTUS SUPPLEMENT DATED DECEMBER 11, 2001)

\$3,000,000,000
 USA EDUCATION, INC.
 Medium Term Notes, Series A
 Due 9 Months or Longer From the Date of Issue

Principal Amount: \$40,000,000	Floating Rate Notes: <input checked="" type="checkbox"/> Fixed Rate Notes: <input type="checkbox"/>
Original Issue Date: January 24, 2002	Closing Date: January 24, 2002
Maturity Date: January 24, 2003	Option to Extend Maturity: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
	If Yes, Final Maturity Date:

Redeemable at the option of the Company: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Redemption Price:
Repayment at the option of the Holder: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Redemption Dates:
	Repayment Price:
	Repayment Dates:

APPLICABLE TO FIXED RATE NOTES ONLY:

Interest Rate:	Interest Payment Date(s):
Interest Accrual Method:	

APPLICABLE TO FLOATING RATE NOTES ONLY:

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Floating Rate Index:

<input type="checkbox"/> CD Rate	Index Maturity: Three Months.
<input type="checkbox"/> Commercial Paper Rate	
<input type="checkbox"/> CMT Rate	Spread : Minus 2 basis points (.0002)
<input type="checkbox"/> Federal Funds Rate	
<input checked="" type="checkbox"/> LIBOR Telerate	Initial Interest Rate: 1.78%.
<input type="checkbox"/> LIBOR Reuters	
<input type="checkbox"/> Prime Rate	Interest Rate Reset Period: Quarterly
<input type="checkbox"/> 91-Day Treasury Bill Rate	

Reset Date(s): Each January 24th, April 24th, July 24th and October 24th during the term of the Notes, beginning April 24, 2002, subject to following business day convention.	Interest Payment Date(s): Each January 24th and October 24th during the term of the Notes, beginning following business day convention.
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Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date.	Interest Period: From and including the Payment Date (or the date of the Interest Payment in the case of the first Interest Payment) to but excluding the date of the next Payment Date (or the date of the next Interest Payment in the case of the first Interest Payment).
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Lock-in Period Start Date: Not Applicable.	Accrual Method: Actual/360.
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Maximum Interest Rate: Not Applicable.	Minimum Interest Rate: Not Applicable.
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Form: Book-entry.

Denominations: \$1,000 minimum and integral multiples of \$1,000 in excess thereof.

Trustee: JPMorgan Chase Bank, formerly known as The Chase Manhattan Bank.

Issue Price: 100%.

Agent's Commission: 0.00%.

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Net Proceeds: \$40,000,000.

Agent: J.P. Morgan Securities, Inc. is acting as underwriter for this issuance.

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