

SLM CORP
Form 8-K
April 09, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

**Current Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **March 22, 2010**

SLM CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

File No. 333-155492
(Commission File Number)

52 2013874
(IRS Employer
Identification Number)

12061 Bluemont Way, Reston, Virginia 20190
(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: **(703) 810-3000**

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

Pursuant to Section 2.02(a) and (c) of the Indenture dated as of October 1, 2000, as subsequently amended and supplemented (the Indenture), between SLM Corporation (the Company), and The Bank of New York Mellon, as successor to J.P. Morgan Chase Bank, National Association, as trustee (the Trustee), on March 22, 2010 the Company delivered to the Trustee an officers certificate (the Officers Certificate) setting forth the terms of the Notes issued pursuant to the Company s Medium Term Notes, Series A program, under the Company s registration statement on Form S-3 (File No. 333-155492) filed with the Securities and Exchange Commission under the Securities Act of 1933, as amended. The Company is filing herewith the Officers Certificate.

Item 9.01 Financial Statements and Exhibits

- (a) Not applicable
- (b) Not applicable
- (c) Not applicable

(d) Exhibits

4.1

Officers Certificate dated as of March 17, 2010

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SLM CORPORATION

| | |
|--------|-----------------------|
| By: | /s/ KENNETH FISCHBACH |
| Name: | Kenneth Fischbach |
| Title: | Senior Vice President |

Date: April 9, 2010

INDEX TO EXHIBITS

(d) Exhibits

4.1 Officers Certificate dated as of March 17, 2010

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