

Edgar Filing: MUNITZ BARRY A - Form 5

MUNITZ BARRY A
 Form 5
 February 14, 2002

1. Name and Address of Reporting Person
 Munitz, Barry 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 Owe End Year
			Amount	A/D	Price	

Common Stock

44399

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

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.
Derivative Security	Derivative Security	Transaction Date (Month/Day/Year)	Transaction Code	Acquired (A) Disposed (D)	Number of Derivative Securities	Date Exercisable and Expiration Date (Month/Day/Year)	Date Exer- Expira- tion Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$62.83	01/31/2001	A		22096	01/31/2002	08/13/2007	Common Stock	22096 \$
Stock Options (Right to buy)	\$62.875	01/25/2001	A		13801	01/25/2002	01/13/2010	Common Stock	13801 \$
Stock Options (Right to buy)	\$71.4	04/25/2001	A		19825	04/25/2002	08/13/2007	Common Stock	19825 \$

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Stock Options	\$77.8	07/24/2001	A	15816	07/24/2002	01/15/2011	Common	15816	\$
(Right to buy)							Stock		

Explanation of Responses:

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

DATE
02/14/2002