

Edgar Filing: USA EDUCATION INC - Form 4

USA EDUCATION INC
 Form 4
 March 12, 2001

F O R M 4

U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check this box if
 no longer Subject
 to Section 16.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship to Issuer	
Shapiro Steven L.			USA Education, Inc.			
			of Reporting Person Year		--- (give)	
					X Director	

(Last)	(First)	(MI)	3. IRS or Soc. Sec. No.	4. Statement for Month/	Officer	
			of Reporting Person	Year	--- (give)	
11600 Sallie Mae Drive			(Voluntary)	February 2001		
(Street)						
Reston	VA	20193			5. If Amendment, Date of Original (Month/Year)	
					7. Indicate Change (Check one)	
					X For New Entry	
					--- For Update	
					--- For Re-entry	
(City)	(State)	(Zip)				

TABLE I - Non-Derivative Securities Acquired, Disposed of, or Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Mon/Day/Yr)	3. Transaction Code (Instr. 8)	4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)	5. Amount/Price (Instr. 3)
			Amount (A) or Price (D)	Owned at Month End (Instr. 3)
Common Stock	02/01/2001	M	35000 A \$39.3393	
Common Stock	02/01/2001	S	28000 D \$65.2500	23500

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Reminder: Report on a separate line for each class securities owned directly or indirectly.
 *If the form is filed by more than one reporting person, see Instruction 4(b) (v).

FORM 4 (continued)

TABLE II - Derivative Securities Acquired, Disposed of, Beneficially
 (e.g., puts, calls, warrants, options, convertible security)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Mon/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price or Amount of Underlying Securities (Instr. 3 & 4)
			Code	(A)	(D)	Exbl. Date	Title	Amount or Number of Shares
Stock Option (Right to buy)	\$39.3393	02/01/2001	M		35000	08/13/2007 (01)	Common Stock	35000

