|F O R M 4|

[] Check this box if

to Section 16.

no longer Subject

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL |-----| |OMB Number 3235-0287| |Expires: September 30,1998| |Estimated ave. burden |hours per response....0.5|

1.Name and Address of Reporting Person*			2.Is	suer	Name	and Ticker	r or Tr	ading		6.Relationship of Reporting Person to Issuer (Check all Applicable)						
Overend 	Mark		SIM Holding Corporation of Reporting Person Year 						 (give title Director	 (give title below)(Specify below) Director 10% Owner						
						Sec. No.			for Month,	/ X Officer	X Officer Other (give title below) (Specify below)					
			(Voluntary)				ĺ		y 2000	 Senior Vi	Senior Vice President & Chief Financial Officer					
(Street)											7. Individual or Joint/Group Filing (Check Applicable Line)					
 Reston 	VA 20193			 						 Form filed	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
 (City) 	(State)	(Zip)		TABI	.Е I -	- Non-Deriv	vative :	Securi	ities Acqui	red, Disposed of	or Be	neficially Owned				
(Instr. 3)		tion Da	ate	3.Trans. 4.Security Code Disposed (Instr.8) (Instr.		d of (D) 3, 4 & 5)				Own.						
 		 		 Code		 Amour	nt	(A) (D)	 Price		or	i i				
 Common Stock 	I		- 1	 			l		 \$.0000	19061.2	D	 				
 Phantom Stock Units 		01/27/20	000 	A	v	 2179 	9	 A	\$.0000	3909.7549 (01)		 				
 Common Stock 		 	 	 				 	\$.0000	4892.94		 By 401k Plan				
ı 		- 	 	 		 		 	 		 	 				
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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 $4\left(b\right)\left(v\right)$.

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FORM 4 (continued) TABLE II - Derivative Securities Acquired, Disposed of, Beneficially Owned (e.g., puts, calls, warrants, options, convertible security)

											-				
1.Title of	•	•		an- ction	5.Number Derivat		6.Dat		7.Title an		8.Price of	•		11.Nature	
Security	•				Securit				Securiti	4 2	Security				
	•						and								1
(Instr. 3)	Price of	(Mon/	(Inst	r.8)	Acquire	d (A) or	Expir	ation	(Instr.	3 & 4)	(Instr. 5)	Securities	of	Beneficial	.
	Deriva-	Day/			Dispose	d of (D)	Date					Benefi-	Deri	Ownership	
1	tive	Year)	1		(Instr.	3, 4 & 5)	(Mont	h/Day/	I		1	cially	Sec.	(Instr. 4)	1
i	Security	İ	ĺ		ĺ		Ye	ar)	İ		İ	Owned at	Dir.	1	İ
İ	1	İ	İ		İ						·i	End of	(D)		İ
i	i	i	i		I		i	1	i	Amount or	i	Month	lor	İ	i
i	i	i	i				- Date	Exp.	Title	Number of	i	(Instr. 4)	Ind.	İ	i
i	i	i	I Code I		(A)	(D)		Date		Shares	i	1	(I)	i	i
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Explanation of Responses:

(01) Includes shares acquired under the Officer Deferred Compensation Plan. Units are settled in the Company's common stock.
(02) Includes shares acquired under the 401k Plan.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/Mary F. Eure (POA) 02/15/2000 02/15/2000 **Signature of Reporting Person

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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Date

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMD Number

Overend, Mark SLM Holding Corporation JAN-2000 PAGE: 2 OF 2