- 1. Name and Address of Reporting Person Daley, Charles L. 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

2/2002

- 2/2002
 5. If Amendment, Date of Original (Month/Day/Year)
 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner
 () Officer (give title below) () Other (specify below)
 7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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- | | ans- | • | | µuired (A) | 5. | Amount of | 6. | | | Nature | 1 |
| | action | ac | ction | or Di | sposed of | · (D) | | Securities | | ship | | of In- | |
| | Date | Co | ode | 1 | | | 1 | Beneficially | 1 | Form: | l | direct | 1 |
| | 1 | | | 1 | | | 1 | Owned at | 1 | Direct | | Bene- | 1 |
| | (Month/ | İ | | İ | | | İ | End of | ĺ | (D) or | İ | ficial | Ĺ |
| | Day/ | + | + | -+ | + | -+ | + | Month | İ | Indirect | İ | Owner- | İ |
| İ | Year) | Code | V | Amount | A/D | Price | | | ĺ | (I) | Ì | ship | İ |
| + | + | + | + | + | + | -+ | -+ | | + | | + | | + |
| Common Stock | 02/11/2002 | . M | | 20000 | Α | \$60.5000 | | | D | | | | |
| Common Stock | 02/11/2002 | S | | -3028 | D | \$92.0900 | | | D | | | | |
| Common Stock | 02/11/2002 | F | | -13167 | D | \$91.9000 | 391 | L55 | D | | | | |

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

| 1. 1. | -+ 2. | + 3. | + 4. | + 5. | + 6. | | + 7. | | + 8. | + 9. Number | 10. Owner- | ++ 11. |
|------------|---------------|--------------|--------------|-----------------|-----------------|-----------|--------------|-----------|-------------------|---------------------|------------------|------------------|
| į | į | į | į | į | į | | į | | į | of | ship | į į |
| ļ | ļ | | ļ | | | | | | ļ | Deriv- | Form of | !!! |
| ! | ! | | ! | | | | of Unde | nd Amount | ! ! | ative Secur- | Deriv- ative | Nature |
| - | l Conver- | I I | <u> </u> | l Number of | I I | | Securit | , , | ! ! | lities | • | lof l |
| i | Ision or | i | i | Derivative | Date Exerc | isable | + | + | ! + | | lity: | IIn- |
| İ | Exercise | i | İ | Securities | and Expira | tion Date | 1 | Amount | I | cially | . , | direct |
| İ | Price of | Transac- | Transac- | Acquired(A) | (Month/Day | /Year) | İ | or | İ | Owned | (D) or | Bene- |
| Title of | | • | • | Disposed(D) | | | + | Number | Price of | at End | In- | ficial |
| Derivative | | 1 (| | + | | 1 1 | <u> </u> | | Derivative | | direct | Owner- |
| Security | Security | Day/Year) | Code V | (A) (D) | cisable | tion Date | Title | Shares | Security | Month | (I) | ship |

Stock Options \$60.5 02/11/2002 M 20000 01/15/2011 Common 20000 \$60.5000 0 D (Right to buy) Stock

Explanation of Responses:

These options become exercisable upon the Company's common stock having a closing price on the New York Stock Exchange of \$72.60, for five trading days, they also become exercisable on the fifth anniversary of the grant (January 15, 2006).

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

DATE 03/06/2002