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

## INITIAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number 3235-0104

Expires: September 30,1998

Estimated ave. burden

hours per response....0.5

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.Date of Event   Requiring Statement   (Month/Day/Year) 	4.Issuer Name and Ticker or Trading Symbol						
(Last) (First) (MI   (Hirst) (MI   11600 Sallie Mae Drive	-   )  07/31/2000 		5.Relationship of Reporting Person to Issuer (Check all Applicable)		6.If Amendment, Date of     Original (Mon/Day/Year)  			
1	  3.IRS or Soc. Sec. No.	X Dire		10% Owner	i 			
   (Street) 	-  of Reporting Person   (Voluntary)     	İ		Other	7.Individual or Joint/   Group Filing     (Check Applicable Line)    X Form filed by One     Reporting Person     Form filed by More     than Reporting Person			
(City) (State) (Zip) 	TABLE I - Non-Deri	vative S	ecurities Benefi	icially Owned				
  1.Title of Security (Instr. 4) 	2.Amount of Securitie   Beneficially Owned   (Instr. 4) 	es	3.Ownership   Form:   Direct (D)   or Indirect   (I)(Instr.5)	4.Nature of Indi   Ownership (Ins   				
   Common Stock 	50,000	I	   D 	 				

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 5(b)(v).

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FORM 3 (continued)

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

1.Title of Derivative Security (Instr. 4)	2.Date Exerci   Expiration     (Month/Day/`   	Date	3.Title and Amount   Derivative Secur   	, ,	4.Conversion or   Exercise Price   of Derivative   Security   	5.  6  Own.    Form    of    Deri.    Sec.    Dir.    (D)	.Nature of   Indirect   Beneficial   Ownership   (Instr. 5)	-
	Date  Exercisable	Expiration  Date	   Title	Amount or Number  of Shares		Ind.    (I)	į	
		-						

Stock Option     (01)	06/14/2010	Common Stock	700,000	\$38.0000	D	1
(Right to buy) (01)					ļ	!
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Explanation of Responses:

(01) The options become exercisible in increments of one-third; One-third become exercisible one year from the grant date; o ne-third upon the Company's common stock having a closing price on the New York Stock Exchange of \$45.60 and \$54.72 , respectively, for five trading days, they also become exercisible on the fifthanniversary of their grant (June 14, 200 5) subject to terms regarding the reporting person's continued service with the Company.

'*Intentional missta	atements c	or	omissio	ons of	facts	consti	tute Federal	L
Criminal Violation	ns. See 1	18	U.S.C.	1001	and 15	U.S.C.	78ff(a).	

/s/Mary F. Eure (POA) 08/09/2000

\*\*Signature of Reporting Person Date

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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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.

Lintzenich, James C.

USA Education, Inc.

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