

Explanation of Responses:

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

/s/Lucy Weymouth (POA) 01/08/1999

Date

**Signature of Reporting Person
SEC 1474 (7-96)

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

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

Levine, Robert

SLM Holding Corporation

DEC-1998 PAGE: 2 OF 2

