FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MCCORMACK JUNE M						2. Issuer Name and Ticker or Trading Symbol SLM CORP [ SLM ]									all applic Directo	10% Owner			ner	
(Last) 12061 B	(F LUEMONT	irst)		3. Date of Earliest Transaction (Month/Day/Year) 01/27/2005								X	below)	(give title recutive Vice Pres		below)	респу			
(Street)  RESTON VA 20190  (City) (State) (Zip)					-	4. If Amendment, Date of Original Filed (Month/Day/Year)								ine) X	Form filed by One Reporting Person  Form filed by More than One Reporting Person					
		Tab	le I - No	n-Deri	vativ	e Se	curities	s Ac	quired,	Dis	posed o	f, or Be	neficia	ally	Owned					
Date						2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and Securitie Benefici		es ally Following	Form (D) o	n: Direct r Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price	T		ion(s)			(Instr. 4)		
Common Stock 01/27/						2005		A		5,000	(1) A	\$	0	221,098			D			
Common Stock 01/27/						5			A		3,165 A		\$50	.75	224,263			D		
		7	Гable II -									or Bene ble secu			wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transa Code (l 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Ex Expiration (Month/Da	Date	of Securiti		es Security		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title	Amoun or Numbe of Shares	r						
Stock Option (Right to	\$50.75	01/27/2005			A		30,000		(2)	o	01/27/2015	Common Stock	30,00	0	\$0	30,00	0	D		

## **Explanation of Responses:**

- 1. These shares of Restricted Stock vest upon the later of the achievement of specific performance targets and a specified date.
- 2. These options become exercisable upon the Company's common stock having a closing price on the New York Stock Exchange of \$60.90, for five trading days, they also become exercisable on the eighth anniversary of the grant (January 27, 2013), but no sooner than one year from the grant date.

## Remarks:

By: Mary F. Eure (POA)

01/27/2005

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.