## |F O R M 4|

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

STATEMENT	OF	CHANGES	IN	BENEFICIAL	OWNERSHIP

[ ] Check this box if no longer Subject to Section 16.

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.I	Ssuer Name	and Ticker	r or Tradin	g Symbol	6.Relationship   Issuer (Chec		eporting Person to		
  Hunt Ronald   		-	g Person	nc. Person   Year						
			Sec. No.	4.Statemen   Year 	t for Month,					
   (Street) 	   						7. Individual or Joint/Group Filing   (Check Applicable Line)			
Reston VA 20	0193			 		   Form filed				
i i	(Zip)					red, Disposed of				
1.Title of Security	2.Transac-   tion Date  (Mon/Day/Yr)	3.Trans.   Code  (Instr.8)	4.Security   Disposed   (Instr.	y Acquired d of (D) 3, 4 & 5)	(A) or	5.Amount of Securities Beneficially Owned at End of	6.  Own.  Form	7.Nature of Indirect    Beneficial     Ownership     (Instr. 4)		
 		  Code  V		nt   (D)	Price	Month (Instr. 3 & 4)				
		'	' 	1		1	1	 		
Common Stock	   01/25/2001 	M     M	   20000	 )   A	\$43.0000			   		
Common Stock	   01/25/2001 	M     M	i	i				 		
I .	01/25/2001	i i	76400 	)   D	\$62.0000					
Common Stock   	01/25/2001   		24:   		\$62.0625		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 4(b)(v).

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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  2.Conver- 3.  4.Tran-  5.N		16.Date   17.	Title and Amount	8.Price of   9.Number	110   111 Naturo
1-1 1-1 1-1	NUMBEL OI			0.FIICE OI 9.Number	IU.   III.Nature
Derivative sion or  Trans  saction  I	Derivative	Exercisable  0	of Underlying	Derivative  of	Own.  of
Security  Exercise  Date   Code   S	Securities	and   S	Securities	Security  Derivative	Form Indirect
(Instr. 3) Price of  (Mon/ (Instr.8)  A	Acquired (A) or	Expiration	(Instr. 3 & 4)	(Instr. 5) Securities	of  Beneficial
Deriva-   Day/    I	Disposed of (D)	Date		Benefi-	Deri Ownership
	(Instr. 3, 4 & 5)	(Month/Day/		cially	Sec. (Instr. 4)
Security		Year)		Owned at	Dir.
				End of	(D)
			Amount or	Month	or
		Date  Exp.	Title  Number of	(Instr. 4)	Ind.
Code  V	(A)   (D)	Exbl. Date	Shares		(I)
	1 1		1 1		
Stock Opti  \$30.8571 01/25  M	3500	01/23 01/23 Cor	mmon Sto  3500	\$30.8571   0	D

on (Righ   t to buy)   		 		İ	i i		1997 				  -  -	 	 	 
Stock Opti   on (Righ   t to buy)	\$39.3393	01/25	M	   		70000		08/13	Common Sto   ck					
		1		1	1		(01)		1					
Stock Opti   on (Righ   t to buy)	\$43.0000	01/13	A	V 	20000  			01/13	Common Sto   ck	20000			     	
							(02)		1 1					
Stock Opti   on (Righ   t to buy)	\$43.0000	01/25	M	 	 	20000		01/13	Common Sto				D 	
Lobuy)		i i		İ		i	(02)		i i			 	 	
		 		l I	 				 		 	 	 	 
j j		 		 						 		 	 	 
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Explanation of Responses:

- (01) The options become exercisable in increments of one-third upon the Company's common stock having a closing price on the New York Stock Exchange of \$42.86, \$57.15 and \$71.43, respectively, for five trading days, they also become exercis able on the eighth anniversary of their grant (Augus
- t 13, 2005) subject to the reporting person's continued service with the Company.

  (02) These options become exercisible upon the Company's common stock having a closing price on the New York Stock

  Exchange of \$51.60, for five days, they also become exercisible on the fifth ann iversary of the grant (January 13, 2005).

*Intentional misstatements or omissions of facts constitute Federal	/s/Mary F. Eure (POA)	02/09/2001
Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).		
	**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

Hunt, Ronald F. USA Education, Inc. JAN-2001 PAGE: 2 OF 2