

\$3,000,000,000  
USA EDUCATION, INC.  
Medium Term Notes, Series A  
Due 9 Months or Longer From the Date of Issue

Principal Amount: \$25,000,000 Floating Rate Notes: ☒ Fixed Rate Notes: ☐  
Original Issue Date: February 15, 2002 Closing Date: February 15, 2002 CUSIP Number: 90390M AM2  
Maturity Date: April 26, 2004 Option to Extend Maturity: ☒ No Specified Currency: U.S. Dollars  
☐ Yes  
If Yes, Final Maturity Date:

Redeemable at the option of the Company: ☒ No Redemption Price: Not Applicable.  
☐ Yes Redemption Dates: Not Applicable.  
Repayment at the option of the Holder: ☒ No Repayment Price: Not Applicable.  
☐ Yes Repayment Dates: Not Applicable.

APPLICABLE TO FIXED RATE NOTES ONLY:

Interest Rate: Interest Payment Date(s):  
Interest Accrual Method:

APPLICABLE TO FLOATING RATE NOTES ONLY:

Floating Rate Index:  
☐ CD Rate Index Maturity: Three Months.  
☐ Commercial Paper Rate  
☐ CMT Rate Spread: Plus 16 basis points (.16%).  
☐ Federal Funds Rate  
☒ LIBOR Telerate Initial Interest Rate: 2.06%.  
☐ LIBOR Reuters  
☐ Prime Rate Interest Rate Reset Period: Quarterly.  
☐ 91-Day Treasury Bill Rate

Reset Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, beginning April 25, 2002, subject to following business day convention. Interest Payment Date(s): Each January 25th, April 25th, July 25th and October 25th during the term of the Notes, beginning April 25, 2002, subject to following business day convention.

Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date. Interest Period: From and including the previous Interest Payment Date (or Original Issue Date, in the case of the first Interest Accrual Period) to but excluding the current Interest Payment Date (or Maturity Date, in the case of the last Interest Accrual Period).



Accrual Method: Actual/360.

Minimum Interest Rate: Not Applicable

Denominations: \$1,000 minimum and integral multiples of \$1,000 in excess thereof.

Trustee: JPMorgan Chase Bank, formerly known as The Chase Manhattan Bank.

Issue Price: 99.9784%.

Agent's Commission: 0.0216%.

Net Proceeds: \$24,994,600.

Agent: J.P. Morgan Securities Inc. is acting as underwriter for this issuance.

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