

Edgar Filing: USA EDUCATION INC - Form 424B3

USA EDUCATION INC
 Form 424B3
 January 23, 2002

AMENDED PRICING SUPPLEMENT NO. 8 DATED JANUARY 16, 2002
 (TO PROSPECTUS DATED OCTOBER 31, 2001
 AND PROSPECTUS SUPPLEMENT DATED DECEMBER 11, 2001)

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

Principal Amount:	\$40,000,000	Floating Rate Notes:	<input checked="" type="checkbox"/>	Fixed Rate Notes:	<input type="checkbox"/>
Original Issue Date:	January 24, 2002	Closing Date:	January 24, 2002	CUSIP Number:	
Maturity Date:	January 24, 2003	Option to Extend Maturity:	<input checked="" type="checkbox"/> No	Specified Maturity Date:	<input type="checkbox"/> Yes
		If Yes, Final Maturity Date:			

Redeemable at the option of the Company:	<input checked="" type="checkbox"/> No	Redemption Price:	
	<input type="checkbox"/> Yes	Redemption Dates:	
Repayment at the option of the Holder:	<input checked="" type="checkbox"/> No	Repayment Price:	
	<input type="checkbox"/> Yes	Repayment Dates:	

APPLICABLE TO FIXED RATE NOTES ONLY:

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

APPLICABLE TO FLOATING RATE NOTES ONLY:

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Floating Rate Index:

<input type="checkbox"/> CD Rate	Index Maturity: Three Months.
<input type="checkbox"/> Commercial Paper Rate	
<input type="checkbox"/> CMT Rate	Spread : Minus 2 basis points (.0002)
<input type="checkbox"/> Federal Funds Rate	
<input checked="" type="checkbox"/> LIBOR Telerate	Initial Interest Rate: 1.78%.
<input type="checkbox"/> LIBOR Reuters	
<input type="checkbox"/> Prime Rate	Interest Rate Reset Period: Quarterly
<input type="checkbox"/> 91-Day Treasury Bill Rate	

Reset Date(s): Each January 24th, April 24th, July 24th and October 24th during the term of the Notes, beginning April 24, 2002, subject to following business day convention.	Interest Payment Date(s): Each January 24th and October 24th during the term of the Notes, beginning following business day convention.
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Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date.	Interest Period: From and including the Payment Date (or the case of the Interest Payment Date) to but excluding the next Payment Date (or the case of the Interest Payment Date).
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Lock-in Period Start Date: Not Applicable.	Accrual Method: Actual/360.
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Maximum Interest Rate: Not Applicable.	Minimum Interest Rate: Not Applicable.
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Form: Book-entry.

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: 100%.

Agent's Commission: 0.00%.

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Net Proceeds: \$40,000,000.

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

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