

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: Fixed Rate Notes:

Original Issue Date: January 24, 2002 Closing Date: January 24, 2002 CUSIP Number: _____

Maturity Date: January 24, 2003 Option to Extend Maturity: No Yes
If Yes, Final Maturity Date: _____

Redeemable at the option of the Company: No Yes Redemption Price: _____
Redemption Dates: _____

Repayment at the option of the Holder: No Yes Repayment Price: _____
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.

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).

Lock-in Period Start Date: Not Applicable.

Accrual Method: Actual/360.

Maximum Interest Rate: Not Applicable.

Minimum Interest Rate: Not Applicable.

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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