

Edgar Filing: USA EDUCATION INC - Form 424B3

USA EDUCATION INC
 Form 424B3
 January 09, 2002

PRICING SUPPLEMENT NO. 5 DATED JANUARY 7, 2002
 (TO PROSPECTUS DATED OCTOBER 31, 2001
 AND PROSPECTUS SUPPLEMENT DATED DECEMBER 11, 2001)

FILED UNDER RULE 424(b) (3)
 FILE NO. 333-63164

\$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:	<input checked="" type="checkbox"/>	Fixed Rate Notes:	<input type="checkbox"/>
Original Issue Date:	January 10, 2002	Closing Date:	January 10, 2002	CUSIP Number:	
Maturity Date:	July 25, 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:

Floating Rate Index:

CD Rate Index Maturity: Three Months, ex Interest Period Maturity shall be

Commercial Paper Rate

CMT Rate Spread : 8 basis points (.08%).

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 Federal Funds Rate

 LIBOR Telerate Initial Interest Rate: 1.9125

 LIBOR Reuters

 Prime Rate Interest Rate Reset Period: Quart

 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 January 25, 2002, subject to following business day convention. Interest Payment Date(s): Each January 25th and October 25th during the term of the Notes, beginning January 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 Issue Date, in respect of each Interest Accrual Period, excluding the Maturity Date (or Maturity Date if the last Interest Payment Date is the Maturity 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: 0.03072%.
 Net Proceeds: \$24,992,320.
 Agent: ABN AMRO Incorporated.

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