

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
Maturity Date: January 24, 2003	Option to Extend Maturity: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
	If Yes, Final Maturity Date:

Redeemable at the option of the Company: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Redemption Price:
Repayment at the option of the Holder: <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Redemption Dates:
	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 (.
<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: Quart
<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 24 and October 24th Notes, beginning following busin
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Interest Determination Date: 2 London and New York Business Days prior to the related Reset Date.	Interest Period: From and includ Payment Date (o the case of the Period) to but Interest Paymen the case of th Period).
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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 App
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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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