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NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

A Touchstone Energy[®] Cooperative 

2201 Cooperative Way · Herndon, Virginia 20171-3025

www.nrucfc.org

703-709-6700

August 22, 2002

Mr. Jonathon G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street
Washington, D.C. 20549

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OFFICE OF THE SECRETARY

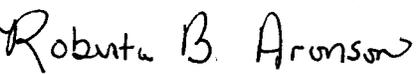
AUG 22 2002

Re: National Rural Utilities Cooperative Finance Corporation ("CFC")

Ladies and Gentlemen:

Pursuant to the requirements of Commission Order No. 4-460 of the Securities and Exchange Commission under the Securities Act of 1934, as amended, we enclose herewith (i) the Sworn Statement of the Principal Executive Officer of CFC, Sheldon C. Petersen and (ii) the Sworn Statement of the Principal Financial Officer of CFC, Steven L. Lilly.

Any questions or comments with respect to this filing should be addressed to the undersigned at (703) 709-6714. Kindly stamp a copy of this letter as an acknowledgment of your receipt, and return it to our messenger.

Very truly yours,

Roberta B. Aronson
Deputy General Counsel

RBA/lis
Enclosures

**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Steven L. Lilly, state and attest that:

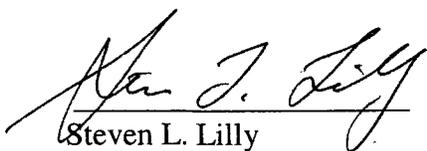
(1) To the best of my knowledge, based upon a review of the covered reports of the National Rural Utilities Cooperative Finance Corporation ("CFC"), and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report.

(2) I have reviewed the contents of this statement with CFC's audit committee.

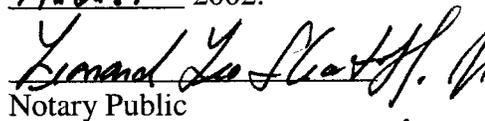
(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Form 10K of CFC for its fiscal year ended May 31, 2002, filed August 21, 2002;
- all reports on Form 10-Q and all reports on Form 8-K of CFC filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.



Steven L. Lilly
Chief Financial Officer
August 21, 2002

Subscribed and sworn to
before me this 21st day of
August 2002.



Notary Public

My Commission Expires: April 30, 2005

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