

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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FILER

**NATIONAL RURAL UTILITIES COOPERATIVE FINANCE  
CORP /DC/**

CIK: **70502** | IRS No.: **520891669** | State of Incorporation: **DC** | Fiscal Year End: **0531**  
Type: **424B3** | Act: **33** | File No.: **333-155631** | Film No.: **09546010**  
SIC: **6159** Miscellaneous business credit institution

Mailing Address  
WOODLAND PARK  
2201 COOPERATIVE WAY  
HERNDON VA 20171-3025

Business Address  
WOODLAND PARK  
2201 COOPERATIVE WAY  
HERNDON VA 20171-3025  
7037096700

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup> Coupon Date	1 <sup>st</sup> Coupon Amount	Survivor's Option	Product Ranking	Moody's Rating	S & P Rating	Fitch Rating
63743FKE5	[ ]	100.000%	0.425%	[ ]	FIXED	3.900%	SEMI-ANNUAL	08/15/2010	08/15/2009	\$20.58	YES	Senior Unsecured Notes	A2	A	A

Redemption Information: **Non-Callable.**

<p>National Rural Utilities Cooperative Finance Corp</p>	<p>Offering Dates: January 26, 2009 through February 02, 2009                      Trade Date: Monday, February 02, 2009 @12:00 PM ET                      Settle Date: Thursday, February 05, 2009                      Minimum Denomination/Increments: \$1,000.00/\$1,000.00                      Initial trades settle flat and clear SDFS: DTC Book Entry only                      DTC number: 0235 via RBC Dain Rauscher Inc.</p> <p>Agents: Banc of America Securities LLC, Incapital, LLC , Charles Schwab &amp; Co., Inc., Comerica Securities, Edward D. Jones &amp; Co., L.P., J.J.B. Hilliard, W.L. Lyons, Inc., Merrill Lynch &amp; Co., Morgan Stanley, UBS Securities LLC</p> <p>If the maturity date or an interest payment date for any note is not a Business Day (as term is defined in Prospectus), principal, premium, if any, and interest for that note is paid on the next Business Day, and no interest will accrue from, and after, the maturity date or interest payment date.</p> <p><i>InterNotes® is a registered trademark of Incapital Holdings LLC. All rights reserved</i></p>	<p><a href="#">National Rural Utilities Cooperative Finance Corporation</a>  <a href="#">InterNotes</a>  <a href="#">Prospectus Dated 24-Nov-08 and Prospectus Supplement Dated: 26-Nov-08</a></p>