Edgar Filing: LINCOLN EDUCATIONAL SERVICES CORP - Form 4

LINCOLN E Form 4 August 02, 20	DUCATIONAL S	SERVIC	ES CORI									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								9PROVAL 3235-0287				
Check this box if no longer subject to Section 16. Form 4 or						NERSHIP OF	Expires: Estimated a burden hou response	irs per				
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940												
(Print or Type R	esponses)											
BURGESS PETER S Symbol LINCOL				. Issuer Name and Ticker or Trading mbol INCOLN EDUCATIONAL ERVICES CORP [LINC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/D				Date of Earliest Transaction Ionth/Day/Year) 1/29/2005					X_Director10% Owner Officer (give titleOther (specify below)Other (specify			
Filed(Mont				Amendment, Date Original (Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	3URY, CT 06033								Person		g	
(City)	(State) ((Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	on Date, if TransactionAcquired (A) or Code Disposed of (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	07/29/2005			Code A	V	Amount 3,069	or (D) A	Price (<u>1)</u>	(Instr. 3 and 4) 5,069	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Addre	255	Relationships							
	Director	10% Owner	Officer	Other					
BURGESS PETER S 88 SHERWOOD DRIVE GLASTONBURY, CT 0603	X 33								
Signatures									
/s/ Peter S. Burgess	08/02/2005								
**Signature of Reporting Person	Date								

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Grant of Restricted Stock valued at \$60,000 on date of grant. These restricted shares vest ratably on the first, second & third year anniversary of grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.