

CAREER EDUCATION CORP
Form 8-K
June 06, 2003

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): **June 6, 2003**

Career Education Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of incorporation)

0-23245
(Commission
File Number)

36-3932190
(IRS Employer
Identification No.)

2895 Greenspoint Parkway, Suite 600, Hoffman Estates, IL
(Address of Principal Executive Offices)

60195
(Zip Code)

Registrant's telephone number, including area code **(847) 781-3600**

Item 5. Other Events and Regulation FD Disclosure.

As previously announced, on March 26, 2003, Career Education Corporation (the "**Registrant**") signed an Agreement and Plan of Merger whereby the Registrant, upon satisfaction or waiver of various closing conditions, will acquire all of the outstanding shares of Whitman Education Group, Inc. ("**Whitman**") and cash out all of the outstanding vested and unvested options to purchase shares of Whitman common stock.

On June 6, 2003, Whitman issued a press release, a copy of which is attached hereto as Exhibit 99.1 and hereby incorporated by reference.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c)
Exhibits

99.1

Press Release of Whitman Education Group, Inc. dated June 6, 2003

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CAREER EDUCATION CORPORATION

By: /s/ PATRICK K. PESCH

Patrick K. Pesch
*Executive Vice President, Chief Financial Officer,
Treasurer and Secretary*

Dated: June 6, 2003

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Exhibit Index

Exhibit Number	Description of Exhibits
99.1	Press Release of Whitman Education Group, Inc. dated June 6, 2003.

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