Edgar Filing: CAREER EDUCATION CORP - Form 4

CAREER EDU Form 4 May 24, 2005	UCATION C	ORP										
FORM	FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
	Washington, D.C. 20549							OMB Number:	3235-0287			
if no longer subject to Section 16. Form 4 or Form 5 obligations may contin	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction See Instruction Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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 Re	sponses)											
1. Name and Add GRUVER JA	2. Issuer Name and Ticker or Trading Symbol CAREER EDUCATION CORP [CECO]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
			3. Date of Earliest Transaction(Month/Day/Year)05/20/2005					Director 10% Owner Officer (give title Other (specify below) below) Below) Group Pres., College & Univ.				
(Street) 4. If Amend Filed(Month				dment, Date Original h/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 				
HOFFMAN E	ESTATES, IL	, 60195						Person	viore man One Ke	eporting		
(City)	(State)	(Zip)	Table	I - Non-De	rivative S	ecurit	ties Ac	quired, Disposed o	f, or Beneficial	llv Owned		
Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any	emed	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) o of (D	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Common Stock								10,193 <u>(1)</u>	D			

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

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

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

		5	0								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code Securities		6. Date Exerce Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Stock Option (right to buy)	\$ 34.7	05/20/2005		А	30,000	(2)	05/19/2015	Common Stock	30,000		
Reporting Owners											
	Reporting Ov	vner Name / Address	s Direc	tor 10%	Rel	ationships r	Other				

Group Pres., College & Univ.

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GRUVER JACOB P 2895 GREENSPOINT PARKWAY, SUITE 600 HOFFMAN ESTATES, IL 60195

Signatures

/s/ Jacob P. 05/23/2005 Gruver

**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) All of which were purchased under the Company's Employee Stock Purchase Plan.
- (2) Exercisable as to 7,500 of the underlying shares of Common Stock on each of May 20, 2006, 2007, 2008 and 2009.

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.