

CAREER EDUCATION CORP  
Form 8-K  
March 22, 2011

**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) March 22, 2011

**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.)

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**231 North Martingale Rd.**

**Schaumburg, IL**  
(Address of Principal Executive Offices)

**60173**  
(Zip Code)

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

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On March 22, 2011, Career Education Corporation (the Company) issued a press release announcing the resignation of George K. Grayeb as the Company's Senior Vice President Health Education Strategic Business Unit effective March 31, 2011.

A copy of the press release announcing the foregoing change is attached hereto as Exhibit 99.1, and the information contained in the press release is incorporated by reference to this Report.

**Item 9.01. Financial Statements and Exhibits.**

- (a) None.
- (b) None.
- (c) None.
- (d) Exhibits.

| Exhibit<br>Number | Description of Exhibits                        |
|-------------------|--|
| 99.1              | Press release of Company dated March 22, 2011. |

**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

/s/ Michael J. Graham  
Michael J. Graham  
Executive Vice President and Chief Financial Officer  
Dated: March 22, 2011

**Exhibit Index**

| <b>Exhibit<br/>Number</b> | <b>Description of Exhibits</b>                 |
|---------------------------|--|
| 99.1                      | Press release of Company dated March 22, 2011. |