CAREER EDUCATION CORP Form 8-K July 07, 2008

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): July 1, 2008

Career Education Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction

0-23245 (Commission File Number) 36-3932190 (IRS Employer

of Incorporation)

Identification No.)

2895 Greenspoint Parkway, Suite 600, Hoffman Estates, IL 60169
(Address of Principal Executive Offices) (Zip Code)
Registrant s telephone number, including area code (847) 781-3600

N/A

(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On July 7, 2008, Career Education Corporation (the Company) issued a press release announcing the resignation of Todd Steele as the Company's Senior Vice President, International, Business Development & Planning. The effective date of Mr. Steele's resignation is July 1, 2008.

A copy of the press release announcing the foregoing change is attached hereto as Exhibit 99.1, and the information contained therein is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

Number Description of Exhibit

99.1 Press release of Registrant dated July 7, 2008.

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/ Michael J. Graham Michael J. Graham Executive Vice President and Chief Financial Officer

Dated: July 7, 2008

Exhibit Index

Exhibit

Number Description of Exhibit

99.1 Press release of Registrant dated July 7, 2008.