#### Edgar Filing: AMERICAN PUBLIC EDUCATION INC - Form 4/A

AMERICAN PUBLIC EDUCATION INC

Form 4/A September 04, 2008

September 04	4, 2008									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						OMB APPROVAL				
Washington, D.C. 20549					COMMISSION	OMB Number:	3235-0287			
Check thi if no long subject to Section 1 Form 4 ou Form 5 obligation may conti <i>See</i> Instru 1(b).	6. Filed purs Section 17(a	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</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							January 31 Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type R	Responses)									
Leuba Mark L. Symb AME			. Issuer Name an mbol MERICAN PI DUCATION I	JBLIC		ng	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/			Date of Earliest 7 Ionth/Day/Year) 8/22/2008	Fransaction			Director 10% Owner X Officer (give title Other (specify below) below) SVP, Chief Information Officer			
Filed(Mon			If Amendment, I ed(Month/Day/Ye 8/22/2008	-	ıl		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>			
(City)	(State) (	Zip)	Table I - Non-	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Code	4. Securi ion(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, par value \$.01	08/22/2008		Code V S	Amount 9,000 (1)		Price \$ 45.27	(Instr. 3 and 4) 20,498	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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno 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 / Address	Relationships							
, g , i , i , i , i , i , i , i , i , i	Director	10% Owner	Officer	Other				
Leuba Mark L.			SVP, Chief					
111 W. CONGRESS STREET			Information					
CHARLES TOWN, WV 25414			Officer					
Signatures								

/s/ Lisa G. Kessler, Attorney-in-Fact

09/04/2008

Date

## \*\*Signature of Reporting Person

## **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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on August 22, 2008, which is intended to comply with Rule 10b5-1.
- (2) The report is being amended to correct a clerical error in the original report that reported the transaction as an acquisition instead of a disposition in Box 4.

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.