Wilkins Harry T Form 4 January 27, 2010

#### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

OMB APPROVAL
--------------

**OMB** 3235-0287 Number:

January 31, Expires: 2005 Estimated average

10% Owner

burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \* Wilkins Harry T

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Director

**AMERICAN PUBLIC** 

**EDUCATION INC [APEI]** 

(Check all applicable)

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

\_X\_\_ Officer (give title Other (specify below)

111 W. CONGRESS STREET

01/25/2010 4. If Amendment, Date Original

EVP, Chief Financial Officer 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CHARLES TOWN, WV 25414

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Sec	urities Ac	cquired, Dispose	d of, or Benef	icially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.01	01/25/2010		S(1)	500	D	\$ 37.09	42,111.5	I	By Wilkins Asset Management, Inc. (2)
Common Stock, par value \$.01							103,465	D	
Common Stock, par value \$.01							300	I	By son (3)

#### Edgar Filing: Wilkins Harry T - Form 4

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	sable and	7. Title a	ınd	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Da	te	Amount	of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underlyi	ng	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	s	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									mount	
						Date	Expiration	or		
						Exercisable	Date		umber	
								of		
				Code V	$^{\prime}$ (A) (D)			St	nares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wilkins Harry T 111 W. CONGRESS STREET CHARLES TOWN, WV 25414

EVP, Chief Financial Officer

### **Signatures**

/s/ Harry T. 01/27/2010 Wilkins

\*\*Signature of Date

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 March 19, 2009.
- The reporting person disclaims beneficial ownership, except to the extent of his pecuniary benefit, of the securities owned by Wilkins (2) Asset Management, Inc., and this report shall not be deemed an admission that the reporting person is the beneficial owner of the
- securities for purposes of Section 16 or for any other purpose.

  The reporting person disclaims beneficial ownership of the shares held by his son, and this report should not be deemed an admission that

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

the reporting person is the beneficial owner of his son's shares for purposes of Section 16 or for any other purpose.

Reporting Owners 2

# Edgar Filing: Wilkins Harry T - Form 4

a currently valid OMB number.	