Edgar Filing: Gilbert Carol S - Form 4

Gilbert Carol Form 4	S									
January 05, 2	2011									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							-	9PROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT 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					Expires:January 31, 2005Estimated average burden hours per response0.5					
(Print or Type R	Responses)									
Gilbert Carol S Symbols AMI			2. Issuer Name and Ticker or Trading Symbol AMERICAN PUBLIC EDUCATION INC [APEI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person										
CHARLES 7	TOWN, WV 254	14					Form filed by Person			
(City)	(State) (Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (D 4 and (A) or)) 5)	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			Code V		(D)	Price				
Stock, par value \$.01	01/03/2011		А	$\frac{1,500}{(1)}$	А	\$0	50,131	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)

Edgar Filing: Gilbert Carol S - Form 4

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)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8 1 22 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 37.52	01/03/2011		А	6,750	<u>(1)</u>	01/03/2018	Common Stock	6,750	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Gilbert Carol S 111 W. CONGRESS STREET CHARLES TOWN, WV 25414			EVP, Programs and Marketing				
Signatures							
/s/ Harry T. Wilkins, Attorney-in-Fact	01/05	5/2011					
**Signature of Reporting Person	D	ate					
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) Award vests in three equal annual installments beginning on January 3, 2012.

(2) Restricted Stock Award pursuant to the American Public Education, Inc. 2007 Omnibus Incentive Plan.

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.

8 I S