FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESM

## OMB APPROVAL OMB 3235-0104 Expires: December 31, 2014 Estimated average burden hours per response 0.5

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

| 1. Name and Address of Reporting<br>Person <sup>*</sup> |  |  | 2. Date of Event<br>Requiring<br>Statement<br>(Month/Day/Year)<br>06/22/2005 | 3. Issuer Name and Ticker or Trading Symbol<br>LINCOLN EDUCATIONAL SERVICES CORP [LINC] |   |                                |   |  |
|---|--|--|--|---|---|--------------------------------|---|--|
| RAMENTOL DEBORAH M                                      |  | 4. Relationship of Reporting Person(s) to Issuer |  |   | 5. If Amendment, Date of<br>Original Filed (Month/Day/Year) |                                |   |  |
| (Last)<br>200 EXECU                                     | ast) (First) (Middle)<br>00 EXECUTIVE DRIVE, SUITE 340 |  |  | (Check all  | <sup>applicable)</sup><br>Director<br>Officer (give         | 10% Owner<br>Other<br>(specify | 6. Individual or Joint/Group Filing<br>(Check Applicable Line)        |  |
| (Street)<br>WEST<br>ORANGE                              | NJ   | 07052  |  |   | title below)<br>Group VP of Ope                             | below)                         | X Reporting Person<br>Form filed by More than<br>One Reporting Person |  |
| (City)  | (State)  | (Zip)  |  |   |   |                                |   |  |

| Table I - Non-Derivative Securities Beneficially Owned |  |   |  |  |  |  |
|--|--|---|--|--|--|--|
| 1. Title of Security (Instr. 4)                        | 2. Amount of<br>Securities Owned<br>(Instr. 4) | 3.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership (Instr. 5) |  |  |  |

| Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities) |  |                 |  |                                   |                                     |  |   |  |  |  |
|--|--|-----------------|--|-----------------------------------|-------------------------------------|--|---|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4)  | 2. Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) |                 | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security (Instr.<br>4) |                                   | 4.<br>Conversion<br>or<br>Excercise | 5.<br>Ownership<br>Form:<br>Direct (D) | 6. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |  |  |
|  | Date Exercisable   | Expiration Date | Title  | Amount or<br>Number of<br>SharesM | Price of<br>Derivative<br>Security  | or Indirect<br>(I) (Instr.<br>5)       | (Instr. 5)  |  |  |  |
| Employee Stock Options   | (1)  | 01/01/2012      | Common Stock   | 21,700                            | \$ 3.1                              | D                                      |   |  |  |  |
| Employee Stock Options   | 01/01/2006   | 01/01/2012      | Common Stock   | 6,300                             | \$ 3.1                              | D                                      |   |  |  |  |
| Employee Stock Options   | (1)  | 11/03/2013      | Common Stock   | 4,239                             | \$ 14                               | D                                      |   |  |  |  |
| Employee Stock Options   | 11/03/2005   | 11/03/2013      | Common Stock   | 1,413                             | \$ 14                               | D                                      |   |  |  |  |
| Employee Stock Options   | 11/03/2006   | 11/03/2013      | Common Stock   | 2,825                             | \$ 14                               | D                                      |   |  |  |  |
| Employee Stock Options   | 11/03/2007   | 11/03/2013      | Common Stock   | 2,824                             | \$ 14                               | D                                      |   |  |  |  |
| Employee Stock Options   | 11/03/2008   | 11/03/2013      | Common Stock   | 2,824                             | \$ 14                               | D                                      |   |  |  |  |

**Explanation of Responses:** 

1. Currently exercisable

<u>/s/ Deborah M. Ramentol</u> 06/22/2005

\*\* Signature of Reporting Date Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5(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). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. 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 Number.