FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Column   C	Name and Address of Reporting Person*     McAlmont Shaun						2. Issuer Name and Ticker or Trading Symbol LINCOLN EDUCATIONAL SERVICES CORP [ LINC ]										ationship of Reporting F all applicable) Director			10% Owner	
(Street) WEST ORANGE NJ 07052  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)    2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)   3. Transaction Date (Instr. 3) (Month/Day/Year) (Month/Da	C/O LING	O LINCOLN EDUCATIONAL SERVICES CORP.					` , ,									X	,		nt & (	,	
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1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  2. Transaction Code (Instr. 8)  2. Transaction Code (Instr. 8)  2. Transaction Code (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 5)  6. Owner hip Form: Direct (D) (Instr. 3, 4 and 5)  6. Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  6. Derivative Securities Acquired (A) or Disposed	(City)	(Sta	ate) (Z	Ľip)																	
Date (Month/Day/Year)   Date	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Common Stock    Description of Exercise (Instr. 3)   Conversion Security (Instr. 3)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Security (Instr. 4)   Conversion Operivative Security (Instr. 5)   Conversion Operivative Se	Date						Execution Date, (Year) if any			Transaction Disposed Of (D) (Instr. Code (Instr. and 5)						3, 4 Sed Bei Ow		curities neficially ned		n: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  4. Transaction Ocde (Instr. B)  4. Transaction Date (Month/Day/Year)  5. Number of Operivative Securities Acquired (Month/Day/Year)  8. Price of Derivative Securities  9. Number of derivative Securities Noth/Day/Year)  9. Number of Operivative Securities Noth/Day/Year)  9. Number of Operivative Securities Noth/Day/Year)  1. Title of Derivative Securities  9. Number of Operivative Securities  1. Title and Amount of Securities Noth/Day/Year)  1. Title of Derivative Securities  9. Number of Operivative Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Security (Instr. 3)  1. Title and Amount of Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  9. Price of Derivative Security (Instr. 3)  1. Title and Amount of Securities  9. Number of Operivative Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  9. Number of Operivative Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  9. Number of Operivative Securities  1. Title and Amount of Securities  1. Title and Amount o										Code	v	Amount			Price	,  :	Reported Transaction(s)		(11104	4,	(111501. 4)
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  4. Transaction of Expercise (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Operivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5)  1. Title of Date Exercisable and Expiration Date (Month/Day/Year)  5. Number of Operivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5)  1. Title of Date Exercisable and Expiration Date (Month/Day/Year)  9. Number of Operivative Securities (Instr. 5)  10. Ownership Operivative Security (Instr. 3)  11. Title of Date Expiration Date (Month/Day/Year)  12. Title and Amount of Securities (Instr. 5)  13. Transaction Date (Month/Day/Year)  14. Ownership Operivative Security (Instr. 3)  15. Number of Operivative Securities (Instr. 5)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities (Instr. 5)  18. Price of Operivative Securities (Instr. 5)  19. Number of Operivative Securities (Instr. 5)  19. Number of Operivative Securities (Instr. 5)  10. Ownership Operivative Security (Instr. 3)  10. Ownership Operivative Securities (Instr. 5)  10. Ownership Operivative Security (Instr. 3)  11. Title and Amount of Securities Amount of Securities (Instruction Operivative Securities (Instruction Operivative Securities (	Common	2012				P		4,000		A	\$3.73		3 199,156			D					
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Date Expiration of	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execut if any	ion Date,	Transac Code (II 8)	sansaction of ode (Instr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year)			Amount of Securities Underlying Derivative Security (Instr 3 and 4)			of Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership form: Direct (D) or Indirect () (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

Remarks:

/s/ Shaun McAlmont 08/03/2012

\*\* Signature of Reporting Person Date

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

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).