

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

Form 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): March 30, 2006

Lincoln Educational Services Corporation
(Exact Name of Registrant as Specified in Charter)

New Jersey (State or other jurisdiction of incorporation)	000-51371 (Commission File Number)	57-1150621 (I.R.S. Employer Identification No.)
200 Executive Drive, Suite 340 West Orange, New Jersey 07052 (Address of principal executive offices)		07052 (Zip Code)

Registrant's telephone number, including area code: (973) 736-9340

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

On March 30, 2006, Lincoln Educational Services Corporation, a New Jersey corporation (the "Company"), issued a press release announcing a definitive stock purchase agreement (the "Purchase Agreement") to acquire New England Institute of Technology at Palm Beach, Inc., a Florida corporation ("NET"), for approximately \$35.3 million in cash plus the assumption of a \$7.2 million mortgage. The Purchase Agreement was entered into among Lincoln Technical Institute, Inc., a New Jersey corporation and a wholly owned subsidiary of the Company, and Richard I. Gouse, Andrew T. Gouse (individually

and as Trustee of the Carolyn Beth Gouse Irrevocable Trust), Seth A. Kurn and Steven L. Meltzer, all shareholders of NET. The transaction, which is currently expected to close in the second quarter of 2006, is subject to certain regulatory approvals, as well as other customary conditions to closing. A copy of the press release is furnished herewith as Exhibit 99.1 and attached hereto.

Item 9.01. Financial Statements and Exhibits

(c) Exhibit
99.1 Press release of Lincoln Educational Services Corporation dated March 30, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LINCOLN EDUCATIONAL SERVICES CORPORATION

Date: April 4, 2006

By: /s/ Cesar Ribeiro

Name: Cesar Ribeiro
Title: Vice President, Chief Financial Officer and Treasurer

EXHIBIT INDEX

Exhibit No. -----	Description of Document -----
99.1	Press release of Lincoln Educational Services Corporation dated March 30, 2006

FOR IMMEDIATE RELEASE

LINCOLN EDUCATIONAL SERVICES TO ACQUIRE NEW ENGLAND INSTITUTE OF
TECHNOLOGY AT PALM BEACH

Acquisition of Established, 25-year-old Institution Provides Lincoln with
Entry into One of Nation's Fastest Growing Counties

Lincoln College of Technology Brand Introduced with Acquisition

WEST ORANGE, N.J., March 30, 2006 - Lincoln Educational Services Corporation (NASDAQ: LINC) ("Lincoln") today announced that it has signed a definitive agreement to acquire New England Institute of Technology at Palm Beach, Inc. ("NET") for approximately \$35.3 million in cash plus the assumption of a \$7.2 million mortgage. With this acquisition, Lincoln is obtaining premier real estate assets consisting of four buildings totaling 115,000 square feet on 14.5 acres. Pending regulatory approvals, the Company expects to complete the transaction in the second quarter of 2006 when the institution will be re-branded as Lincoln College of Technology. The acquisition is expected to be earnings neutral because of amortization of identified intangibles in 2006.

Founded in 1982, NET is the oldest and largest proprietary career college in Palm Beach County, Florida, one of the nation's fastest growing markets. NET currently serves over 1,200 students through two divisions, New England Tech and the Florida Culinary Institute. NET's two campuses are located in West Palm Beach and Mangonia Park. NET's program curriculum includes bachelor's degree, associate's degree, diploma programs, and continuing education certificates in Culinary Arts, Automotive Technology, Skilled Trades, Health Sciences, Business and IT, and Cosmetology. In 2005, NET generated revenues of approximately \$19 million. The institution's job placement rate exceeds 85%, and more than 25% of NET's enrollment is generated by student referrals.

"With this acquisition, we are both extending our geographic footprint into Florida, and bringing to one of the nation's fastest-growing regions our program offerings, which complement those currently offered by NET," commented David Carney, Chairman and CEO. "We have an opportunity to consolidate facilities in West Palm Beach and expand the technical facility into a destination school. We look forward to working with NET's experienced management team to further build on the college's very strong reputation as we bring Lincoln's marketing, operating and management resources into the fold."

NET is the first school to be re-branded Lincoln College of Technology. As Lincoln expands its national footprint, the Company is embarking on a brand rationalization initiative to increase recognition of its schools by leveraging the strength of the Lincoln name. The company anticipates that this process will be completed by the end of 2007.

Stifel, Nicolaus & Company, Inc., acted as financial advisor to the seller in connection with this transaction.

About Lincoln Educational Services Corporation

Lincoln is a leading and diversified for-profit provider of career-oriented post-secondary education. It offers recent high school graduates and working adults degree and diploma programs in five principal areas of study: automotive technology, skilled trades, business and information technology and health sciences (which includes programs for medical administrative assistants, medical assistants, pharmacy technicians) and Spa and Culinary services. Lincoln has provided the workforce with skilled technicians since its inception in 1946. Lincoln currently operates 35 campuses in 16 states under eight brands: Lincoln Technical Institute, The Cittone Institute, CEI, Denver Automotive and Diesel College, Nashville Auto-Diesel College, Southwestern College, New England Technical Institute and Euphoria Institute of Beauty Arts and Sciences. Lincoln had a combined enrollment of approximately 17,600 students as of December 31, 2005.

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