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

1. Name and Address of Reporting Person [®] Abrams Edward B				2. Issuer Name and Ticker or Trading Symbol <u>LINCOLN EDUCATIONAL SERVICES</u> <u>CORP</u> [LINC]								ionship of Reporting Person(s) to Issuer all applicable)				
											Dire		10% 0			
(Last)	(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)							X Offic belo	er (give title w)	Other below	(specify)		
200 EXECUTIVE DRIVE, SUITE 340				10/30/2007							Pre	President, Lincoln Ed Group				
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
WEST	WEST		7050									X Form	n filed by One	Reporting Per	son	
ORANG	E NJ	0	07052										Form filed by More than One Reporting Person			
(City)	(Sta	ate) (2	Zip)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
		Tabl	e I - No	on-Deriva	ative S	Securities Acq	uired, [Disp	osed of, o	or Bene	eficia	lly Own	ed			
1. Title of S	Security (Inst		2	2. Transact Date (Month/Day	tion	2A. Deemed Execution Date,	3. Transact Code (In	tion	4. Securitie Disposed C and 5)	s Acquire	ed (A) d	or 5. Am Secur Benet Owne	ount of ities icially d	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
1. Title of S	Security (Inst		2	2. Transact Date	tion	2A. Deemed Execution Date, if any	3. Transact Code (In	tion	4. Securitie Disposed C	s Acquire	ed (A) d	or 5. Am Secur Benet Owne Follo Repo Trans	ount of ities icially d wing	Form: Direct (D) or	of Indirect Beneficial	
1. Title of S			2	2. Transact Date	tion y/Year)	2A. Deemed Execution Date, if any	3. Transact Code (In 8)	tion istr.	4. Securitie Disposed C and 5)	s Acquire of (D) (Ins (A) or	əd (A) o tr. 3, 4	or 5. Am Secur Benei Owne Follo Repo Trans (Instr	ount of ities icially d wing rted action(s)	Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership	
		r. 3)	ble II -	2. Transact Date (Month/Day 10/30/2 Derivativ	tion y/Year) 007 ve Sec	2A. Deemed Execution Date, if any	3. Transact Code (In 8) Code A red, Dis	tion istr. V	4. Securitie Disposed C and 5) Amount 25,000 Sed of, or	s Acquiro of (D) (Ins (A) or (D) A Benefi	ed (A) of tr. 3, 4 Price \$0 ⁽⁾ cially	Dr 5. Am Secur Benei Owne Follo Repo Trans (Instr	ount of ities icially d wing rted action(s) 3 and 4) 25,000	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership	

- 1					4 I												
	Derivative	Conversion	Date	Execution Date,	Transaction of Code (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Derivative Securities Acquired (A) or Disposed		Expiration D	Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Securities Security Beneficial (Instr. 5) Owned Following Reported	derivative	Ownership	of Indirect	L	
	Security	or Exercise	(Month/Day/Year)	if any					(Month/Day/				Beneficially Owned Following	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	L	
	(Instr. 3)	Price of	· · ·	(Month/Day/Year)					l, ,								
	(Derivative		· · · · · , · · · ,												I	
		Security															
		occurry														L	
													Transaction(s)	-,		L	
													(Instr. 4)			I	
									(11150. 4)					1			
														I			
												Amount					I
												or					I
												Number					I
																	L
									Date	Expiration		of					L
					Code	V	(A)	(D)	Exercisable	Date	Title	Shares					I

Explanation of Responses:

1. Grant of Restricted Stock. These restricted shares vest ratably on the first through fifth anniversary of grant date.

/s/ Edward B. Abrams

<u>10/31/2007</u> Date

** Signature of Reporting 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 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).

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.