## Edgar Filing: Gibbons Peter W - Form 4

Gibbons Pete Form 4	er W										
January 05, 2	2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							PPROVAL 3235-0287				
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						Expires: Estimated burden hou response	Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5			
(Print or Type R	Responses)										
Gibbons Peter W Symbo AME			Symbol	2. Issuer Name <b>and</b> Ticker or Trading ymbol MERICAN PUBLIC				5. Relationship of Reporting Person(s) to Issuer			
				EDUCATION INC [APEI]					(Check all applicable)		
111 W. CONGRESS STREET(Month/I 01/01/2(Street)4. If Ame			3. Date of Earliest Transaction (Month/Day/Year) 01/01/2009					Director       10% Owner         X Officer (give title       Other (specify below)         below)       below)         SVP, Chief Adminstrative Offic			
				Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHARLES '	TOWN, WV 254	14						Form filed by Person			
(City)	(State)	(Zip)	Table	e I - Non-I	Derivativ	Secur	ities Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if		on Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				SecuritiesIBeneficially(iOwnedIFollowing(iReportedTransaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
C				Code V	Amou	t (D)	Price	(Instr. 3 and 4)			
Common Stock, par value \$.01	01/01/2009			А	950 <u>(1</u> (2)	) A	\$0	32,418	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)

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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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 5 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 37.19	01/01/2009		A	4,625	<u>(1)</u>	01/01/2016	Common Stock	4,625	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Gibbons Peter W 111 W. CONGRESS STREET CHARLES TOWN, WV 25414			SVP, Chief Adminstrative Offic			
Signatures						
/s/ Lisa G. Kessler, Attorney-in-Fact		01/05/2009				

\*\*Signature of Reporting Person

## **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 1, 2010.
- (2) Restricted Stock Award pursuant to the American Public Education, Inc. 2007 Omnibus Incentive Plan.

Date

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.

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