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CHINA EDUCATION ALLIANCE INC.

Form 3

November 20, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting Person 2. Date of Event 3. Issuer Name and Ticker or Trading Symbol Requiring Statement CHINA EDUCATION ALLIANCE INC. [CEUA.OB] **CHUNQING WANG** (Month/Day/Year) 12/13/2004 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O CHINA EDUCATION (Check all applicable) ALLIANCE, INC., Â 58 HENG SHAN ROAD, KUN LUN 10% Owner _X__ Director SHOPPING MALL _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Chief Financial Officer Filing(Check Applicable Line) _X_ Form filed by One Reporting Person HARBIN, Form filed by More than One HEILONGJIANG. F4Â 150090 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â $1,000^{(1)}$ Common Stock, \$0.001 par value per share D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership Operivative Security

Expiration Date Securities Underlying Operivative Security

Derivative Security

3. Title and Amount of Securities Underlying Operivative Security

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1. Title of Derivative Security

Securities Underlying Operivative Security

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Derivative (Instr. 4) Price of Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CHUNQING WANG

C/O CHINA EDUCATION ALLIANCE, INC.
58 HENG SHAN ROAD, KUN LUN SHOPPING MALL

HARBIN, HEILONGJIANG, F4Â 150090

Signatures

/s/ Chunqing
Wang

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

China Education Alliance, Inc. (the "Company"), Zhong He Li Da Education Technology, Inc., a corporation organized and existing under the laws of the People's Republic of China ("ZHLD") and Duane Bennett. The Reporting Person is filing this initial Form 3 on November 20, 2007, and it reflects the Reporting Person's shareholdings as of such date. There has been no other reportable change in beneficial ownership of the Reporting Person since December 13, 2004. The numbers herein have been adjusted to reflect a 1-for-3 reverse stock split which was effective as of October 12, 2007.

An initial Form 3 was required to be filed within 10 calendar days of December 13, 2004, the closing of the Plan of Exchange between

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Remarks:

The filing of this Form 3 by the Reporting Person shall not be deemed an admission that such Â Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, the beneficial own covered by this statement.

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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