

ITT EDUCATIONAL SERVICES INC
Form 8-K
September 26, 2005

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): **September 26, 2005**

ITT EDUCATIONAL SERVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

1-13144
(Commission
File Number)

36-2061311
(IRS Employer
Identification No.)

13000 North Meridian Street

Carmel, Indiana 46032-1404
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(317) 706-9200**

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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 (see General Instruction A.2. below):

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 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

The following information is furnished pursuant to Sub-items (b) and (c) of Item 5.02:

Effective September 26, 2005, Daniel M. Fitzpatrick the Senior Vice President and Chief Financial Officer and the Principal Financial Officer of the Registrant, assumed the responsibilities of the Principal Accounting Officer of the Registrant from Julie A. Shedd, the Vice President, Controller and Treasurer of the Registrant. Ms. Shedd remains employed as the Vice President, Controller and Treasurer of the Registrant.

Mr. Fitzpatrick, age 46, has served as Senior Vice President, Chief Financial Officer of the Registrant since June 6, 2005. From July 1998 through May 2005, he served as Senior Vice President and Controller of Education Management Corporation, a provider of postsecondary education.

SIGNATURE

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.

Date: September 26, 2005

ITT Educational Services, Inc.

By: /s/ Clark D. Elwood
Name: Clark D. Elwood
Title: Senior Vice President,
General Counsel and Secretary