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EDUCATION MANAGEMENT CORPORATION

Form 3

October 01, 2009

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement EDUCATION MANAGEMENT CORPORATION À GOLDMAN SACHS GROUP (Month/Day/Year) [EDMC] **INC** 10/01/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 85 BROAD ST (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) __X__ 10% Owner Director Form filed by One Reporting Officer Other Person (give title below) (specify below) NEW YORK, NYÂ 10004 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) See footnotes (1) (2) (3) (4) (5) (6) Common Stock 54,268,701 I 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 required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
		Title	Derivative	Security:	
			Security	Direct (D)	

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Date Expiration Amount or or Indirect Exercisable Date Number of (I) Shares (Instr. 5)

Reporting Owners

Reporting Owner Name / Address		Relationships			
reporting of the state of the state of	Director	10% Owner	Officer	Other	
GOLDMAN SACHS GROUP INC 85 BROAD ST NEW YORK, NY 10004	Â	ÂX	Â	Â	
GOLDMAN SACHS & CO 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GS CAPITAL PARTNERS V FUND LP 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GS CAPITAL PARTNERS V OFFSHORE FUND LP 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GS CAPITAL PARTNERS V GmbH & CO KG 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GS Capital Partners V Institutional L P 85 BROAD ST NEW YORK, NY 10004	Â	ÂX	Â	Â	
GSCP V EDMC HOLDINGS, L.P. 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GOLDMAN SACHS EDMC INVESTORS L P 32 OLD SLIP NEW YORK, NY 10005	Â	ÂX	Â	Â	
GS Private Equity Partners 2000, L.P. 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	
GS Private Equity Partners 2000 Offshore Holdings, L.P. 85 BROAD STREET NEW YORK, NY 10004	Â	ÂX	Â	Â	

Signatures

Yvette Kosic, Attorney-in-fact

**Signature of Reporting Person Date

Yvette Kosic, 10/01/2009

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Attorney-in-fact

**Signature of Reporting Person Date

Yvette Kosic, Attorney-in-fact

**Signature of Reporting Person Date

Yvette Kosic,

Attorney-in-fact 10/01/2009

**Signature of Reporting Person Date

Yvette Kosic, 10/01/2009

Attorney-in-fact

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Attorney-in-fact

**Signature of Reporting Person Date

Yvette Kosic, Attorney-in-fact

**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).
- (1) For text of Footnote 1, see Exhibit 99.a.
- (2) For text of Footnote 2, see Exhibit 99.a.
- (3) For text of Footnote 3, see Exhibit 99.a.
- (4) For text of Footnote 4, see Exhibit 99.a.
- (5) For text of Footnote 5, see Exhibit 99.a.
- (6) For text of Footnote 6, see Exhibit 99.a.

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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