

ITT EDUCATIONAL SERVICES INC
 Form 4
 August 02, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 Person *
 CHAMPAGNE RENE R

2. Issuer Name and Ticker or Trading Symbol
 ITT EDUCATIONAL SERVICES INC [ESI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 13000 NORTH MERIDIAN STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/01/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman and CEO

CARMEL,, IN 46032

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
			Code	V	Amount or Price (A) or (D) (3)				
Common Stock	08/01/2006		M ⁽¹⁾		22,500 (2)	A	\$ 6.75 (3)	123,688 (4)	D
Common Stock	08/01/2006		S ⁽¹⁾		200 (2)	D	\$ 66.71 (3)	123,488 (4)	D
Common Stock	08/01/2006		S ⁽¹⁾		1,900 (2)	D	\$ 66.72 (3)	121,588 (4)	D
Common Stock	08/01/2006		S ⁽¹⁾		200 (2)	D	\$ 66.73	121,388 (4)	D

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					<u>(3)</u>		
Common Stock	08/01/2006	<u>S(1)</u>	100 <u>(2)</u>	D	\$ <u>(3)</u> 66.74	121,288 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	5,800 <u>(2)</u>	D	\$ <u>(3)</u> 66.75	115,488 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	3,200 <u>(2)</u>	D	\$ <u>(3)</u> 66.76	112,288 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	2,800 <u>(2)</u>	D	\$ <u>(3)</u> 66.77	109,488 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	1,600 <u>(2)</u>	D	\$ <u>(3)</u> 66.78	107,888 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	700 <u>(2)</u>	D	\$ <u>(3)</u> 66.79	107,188 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	4,700 <u>(2)</u>	D	\$ <u>(3)</u> 66.8	102,488 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	200 <u>(2)</u>	D	\$ <u>(3)</u> 66.81	102,288 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	100 <u>(2)</u>	D	\$ <u>(3)</u> 66.82	102,188 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	200 <u>(2)</u>	D	\$ <u>(3)</u> 66.85	101,988 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	400 <u>(2)</u>	D	\$ <u>(3)</u> 66.87	101,588 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	100 <u>(2)</u>	D	\$ <u>(3)</u> 66.88	101,488 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	100 <u>(2)</u>	D	\$ <u>(3)</u> 66.9	101,388 <u>(4)</u>	D
Common Stock	08/01/2006	<u>S(1)</u>	200 <u>(2)</u>	D	\$ <u>(3)</u> 66.93	101,188 <u>(4)</u>	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(5) The option vested in three equal installments on January 7, 2001, 2002 and 2003.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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