

EDUCATION MANAGEMENT CORPORATION

Form 3

October 01, 2009

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

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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â GOLDMAN SACHS GROUP INC			(Month/Day/Year)	EDUCATION MANAGEMENT CORPORATION [EDMC]	
(Last)	(First)	(Middle)	10/01/2009		
85 BROAD ST			4. Relationship of Reporting Person(s) to Issuer		
(Street)			(Check all applicable)		
NEW YORK, Â NY Â 10004			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)		
			6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	54,268,701	I	See footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u> <u>(6)</u>

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

SEC 1473 (7-02)

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 (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

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

Signatures

Yvette Kotic,
Attorney-in-fact 10/01/2009

__Signature of Reporting Person Date

Yvette Kotic, 10/01/2009

Attorney-in-fact

**Signature of Reporting Person	Date
Yvette Koscic, Attorney-in-fact	10/01/2009
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Yvette Koscic, Attorney-in-fact	10/01/2009
**Signature of Reporting Person	Date
Yvette Koscic, Attorney-in-fact	10/01/2009
**Signature of Reporting Person	Date
Yvette Koscic, Attorney-in-fact	10/01/2009

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.