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SYLVAN LEARNING SYSTEMS INC Form 8-K February 19, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 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): February 19, 2004

Sylvan Learning Systems, Inc. (Exact Name of Registrant as Specified in Charter)

Maryland0-2284452-1492296(State or Other Jurisdiction of
Incorporation)(Commission File Number)(IRS Employer
Identification No.)

1001 Fleet Street, Baltimore, Maryland21202(Address of Principal Executive Offices)(ZIP Code)

Registrant's telephone number, including area code: (410) 843-8000

Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit Description

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99.01 Press Release issued February 19, 2004.

Item 12. Disclosure of Results of Operations and Financial Condition

On February 19, 2004 the Company issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2003. A copy of the release is furnished as Exhibit 99.01 to this Current Report on Form 8-K. The Registrant has posted this Current Report on Form 8-K on its internet website at www.sylvan.net.

The information in this Form 8-K and the Exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Exchange Act of 1933, except as shall be expressly set forth by specific reference in such filing.

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.

SYLVAN LEARNING SYSTEMS, INC.

/s/Sean R. Creamer

Name: Sean R. Creamer Title: Senior Vice President and Chief Financial Officer

Date: February 19, 2004

Exhibit Index

Exhibit Description

99.01 Press Release issued February 19, 2004.