

WHITMAN EDUCATION GROUP INC

Form 4

February 20, 2003

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**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**

- ☐ Check this box if no longer  
subject to Section 16.  
Form 4 or Form 5  
obligations may continue.  
See Instruction 1(b)

<b>1. Name and Address of Reporting Person* (Last, First, Middle)</b>  Fernandez, Fernando L. <hr/>  4400 Biscayne Boulevard <hr/> <div style="text-align: center;">(Street)</div> Miami, FL 33137 <hr/> <div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  Whitman Education Group, Inc. (WIX) <hr/>  <b>4. Statement for (Month/Day/Year)</b>  02-19-2003 <hr/>  <b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b>  <div style="display: flex; justify-content: space-between;"> <div> <input type="radio"/> Director           <input type="radio"/> 10% Owner         </div> <div> <input checked="" type="radio"/> Officer (give title below)         </div> <div> <input type="radio"/> Other (specify below)         </div> </div> Chief Financial Officer, VP - Finance, Secretary and Treasurer <hr/>	<b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b>  <hr/>  <b>5. If Amendment, Date of Original (Month/Day/Year)</b>  <hr/>  <b>7. Individual or Joint/Group Filing (Check Applicable Line)</b>  <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="radio"/> Form filed by One Reporting Person         </div> <div> <input type="radio"/> Form filed by More than One Reporting Person         </div> </div>
---	---	---

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

\* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

---

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

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2a. Deemed Execution Date, if any. <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
---	--	---	--	---	--	--	---

				(A) or (D)	Price				
		Code	V	Amount					
Common Stock, no par value	02-19-2003		M	10,000	A \$4.00	21,000	D		
						4,904	I		By 401 (k) Plan

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

1. Title of Derivative Security <i>(Instr. 3)</i>	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	3a. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>
--	--	--	--	--	--

Code	V	(A)	(D)
------	---	-----	-----

Stock Option (Right to Buy)	\$4.0000	02-19-2003		M	10,000
-----------------------------	----------	------------	--	---	--------

Page 3

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued**  
**(e.g., puts, calls, warrants, options, convertible securities)**

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
---	--	---	---	---	---

Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
02-22-1994	02-22-2003	Common Stock	10,000	N/A	0	D

**Explanation of Responses:**

/s/ Fernando L. Fernandez

February 20, 2003

\*\*Signature of Reporting Person

Date

Edgar Filing: WHITMAN EDUCATION GROUP INC - Form 4

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Page 4