National American University Holdings, Inc. Form 4 June 10, 2011

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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB APPROVAL			
								Number:	3235-0287		
Check th if no long	ger	r								January 31, 2005	
subject to Section 1 Form 4 o	6. SECURITIES								Estimated a burden hour response	verage	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the l	Public U	tility Hold		bany .	Act of	e Act of 1934, 1935 or Section 0	1		
(Print or Type I	Responses)										
H. & E. Buckingham Limited Symbol				ssuer Name and Ticker or Trading ool onal American University				5. Relationship of Reporting Person(s) to Issuer			
	Holdings, Inc. [NAUH]					(Check all applicable)					
(1			3. Date of Earliest Transaction (Month/Day/Year) 06/09/2011					Director Officer (give title below) Other (specify below)			
				mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
RAPID CIT	TY, SD 57702							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	ecuriti	ies Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution Date, if			3.4. Securities AcquiredTransactior(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
C				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	06/09/2011			Х	179,063	А	\$ 5.5	10,382,316	D		
Common Stock	06/09/2011			S <u>(1)</u>	122,798	D	\$ 8.02	10,259,518	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Purchase Warrant (right to buy)	\$ 5.5	06/09/2011		Х		179,063	11/23/2009	11/22/2011	Common Stock	179,06

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
H. & E. Buckingham Limited Partnership 5311 CARRIAGE HILLS DRIVE RAPID CITY, SD 57702	X					
Signatures						
/s/ Robert D. Buckingham, General Partner	06/10/2011					
**Signature of Reporting Person	1	Date				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

On June 9, 2011, the reporting person exercised warrants to purchase 179,063 shares of the Issuer's common stock for \$5.50 a share. The reporting person paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 122,798 of the warrant shares to pay

(1) The period part the exercise price of a cashess basis, resulting in the issuer's withholding of 122,756 of the warrant shares to pay the exercise price and issuing to the reporting person the remaining 56,264 shares. The Issuer also paid \$1.44 to the reporting person in lieu of a fractional share.

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.