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EDUCATIONAL DEVELOPMENT CORP

Form 8-K May 25, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): May 25, 2004

EDUCATIONAL DEVELOPMENT CORPORATION (Exact name of registrant as specified in its charter)

Commission file number: 0-4957

Delaware (State or other jurisdiction of incorporation or organization)

73-0750007 (I.R.S. Employer Identification No.)

10302 East 55th Place, Tulsa, Oklahoma 74146-6515 (Address of principal executive offices and Zip Code)

(918) 622-4522

(Registrant's telephone number, including area code)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) EXHIBITS

99.1 Press release dated as of May 25, 2004

ITEM 9. REGULATION FD DISCLOSURE

In accordance with General Instruction B.2. of Form 8-K, the following information and the exhibits referenced therein shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it or they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

On May 25, 2004, Educational Development Corporation, announced via press release, forecasts record 1st quarter. A copy of the press release is attached hereto.

SIGNATURES

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, thereunto duly authorized.

Educational Development Corporation

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By: /s/ Randall W. White

Randall W. White

President and Chief Executive Officer

Date: May 25, 2004

EXHIBIT INDEX

EXHIBIT

NUMBER DESCRIPTION

*99.1 Press release dated as of May 25, 2004

^{*}Filed herewith.