

CHINA EDUCATION ALLIANCE INC.  
Form 8-K  
February 23, 2009

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): February 12, 2009

CHINA EDUCATION ALLIANCE, INC.  
(Exact name of registrant as specified in its charter)

|  |  |  |
|--|--|--|
| North Carolina<br>(State or other jurisdiction<br>of<br>incorporation) | 000-52092<br>(Commission<br>File Number) | 56-2012361<br>(IRS Employer<br>Identification No.) |
|--|--|--|

|   |                      |
|---|----------------------|
| 58 Heng Shan Road, Kun Lun Shopping<br>Mall<br>Harbin, People's Republic of China<br>(Address of principal executive offices) | 150090<br>(Zip Code) |
|---|----------------------|

Registrant's telephone number, including area code: 86-451-8233-5794

Copies to:  
Benjamin Tan, Esq.  
Sichenzia Ross Friedman Ference LLP  
61 Broadway, 32 Floor  
New York, New York 10006  
Phone: (212) 930-9700  
Fax: (212) 930-9725

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item  
8.01. Other  
Events

The Company has terminated The Ruth Group as its investor relations agency with effect from February 12, 2009.

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHINA EDUCATION ALLIANCE, INC.

Dated: February 23, 2009

By: /s/ Susan Liu  
Name: Susan Liu  
Title: Chief Financial Officer