Fill in this information to identify the	ne case:			
United States Bankruptcy Court for the	ne:			
District of				
Case number (If known): 18-115	Chapter 7			Check if this is an
one and the second contract of the second se		A A A A A A A A A A A A A A A A A A A		amended filing
Official Form 201				
Voluntary Petitio	n for Non-In	dividuals Fili	ng for Bankrupto	y 04/16
If more space is needed, attach a se	parate sheet to this form.	On the top of any additiona	al pages, write the debtor's name ar	id the case
number (if known). For more inform	ation, a separate documen	it, instructions for Bankrup	acy rorms for Non-Individuals, is a	vallable.
	Duran Markis Calla	Tuesan Inc		
1. Debtor's name	Brown Mackie Colle	ge – Tucson, Inc.		
All other names debtor used in the last 8 years				
Include any assumed names, trade names, and doing business				
as names				
AAA III AAA II	A LANGE COMPANY AND THE PARTY OF THE PARTY O			
3. Debtor's federal Employer Identification Number (EIN)	86-0264601			
4. Debtor's address	Principal place of business Mailing address, if d		Mailing address, if different fro of business	om principal place
	N. J. Olavai		Number Street	
	Number Street 210 Sixth Avenu	ie, 3 rd Floor	P.O. Box	
	Pittsburgh, PA 1	5222	1 .O. BOX	
	City	State ZIP Code	City Stat	e ZIP Code
			Location of principal assets, if principal place of business	different from
	Allegheny		principal place of business	
	County		Number Street	
			City Stat	e ZIP Code
			Oity Stat	C ZII OUGE
5. Debtor's website (URL)	edmc.com			
6. Type of debtor	☑ Corporation (includin☑ Partnership (excludin		(LLC) and Limited Liability Partnership	(LLP))

Other. Specify:

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Del	otor Brown Mackie College	- Tucson, Inc.	Case number (f known)
7.	Describe debtor's business	☐ Single Asset Re ☐ Railroad (as def ☐ Stockbroker (as ☐ Commodity Bro	siness (as defined in 11 U.S.C. § 101(27A)) cal Estate (as defined in 11 U.S.C. § 101(51B) fined in 11 U.S.C. § 101(44)) defined in 11 U.S.C. § 101(53A)) ker (as defined in 11 U.S.C. § 101(6)) as defined in 11 U.S.C. § 781(3)) ove)
		□ Investment com § 80a-3) □ Investment advi C. NAICS (North A http://www.usco	pply: ity (as described in 26 U.S.C. § 501) ipany, including hedge fund or pooled investm isor (as defined in 15 U.S.C. § 80b-2(a)(11)) imerican Industry Classification System) 4-dig ourts.gov/four-digit-national-association-naics-	git code that best describes debtor. See
8.	Under which chapter of the Bankruptcy Code is the debtor filing?		Debtor's aggregate noncontingent liquidated insiders or affiliates) are less than \$2,566,05 4/01/19 and every 3 years after that). The debtor is a small business debtor as de debtor is a small business debtor, attach the of operations, cash-flow statement, and fede documents do not exist, follow the procedure. A plan is being filed with this petition. Acceptances of the plan were solicited preporteditors, in accordance with 11 U.S.C. § 11. The debtor is required to file periodic reports Securities and Exchange Commission accordance.	fined in 11 U.S.C. § 101(51D). If the emost recent balance sheet, statement eral income tax return or if all of these in 11 U.S.C. § 1116(1)(B). etition from one or more classes of 26(b). s (for example, 10K and 10Q) with the rading to § 13 or 15(d) of the Securities to Voluntary Petition for Non-Individuals Filing orm 201A) with this form.
9.	Were prior bankruptcy cases filed by or against the debtor within the last 8 years? If more than 2 cases, attach a separate list.		When MM / DD / YYY WhenCase number _	
10.	Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? List all cases. If more than 1, attach a separate list.		ee Schedule 1 liber, if known	When

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Del	otor Brown Mackie College	- Tueson, Inc.	Case number (if kno	wn)
11.	Why is the case filed in this district?	immediately preceding the		ipal assets in this district for 180 days rt of such 180 days than in any other district. r, or partnership is pending in this district
12.	Does the debtor own or have cossession of any real property or personal property that needs immediate attention. Attach with the destination of the property need immediate attention? (Check all that application) Why does the property need immediate attention? (Check all that application) It poses or is alleged to pose a threat of imminent and identifiable in What is the hazard? It needs to be physically secured or protected from the weather. It includes perishable goods or assets that could quickly deteriorate attention (for example, livestock, seasonal goods, meat, dairy, products or other options).		identifiable hazard to public health or safety. weather. y deteriorate or lose value without t, dairy, produce, or securities-related	
		Is the property insur No Yes. Insurance age Contact name	Number Street City red? ncy	State ZIP Code
	Statistical and administ	trative information		
13	Debtor's estimation of available funds		distribution to unsecured creditors. penses are paid, no funds will be ava	ilable for distribution to unsecured creditors.
14	. Estimated number of creditors		☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 10,001-25,000	☐ 25,001-50,000 ☐ 50,001-100,000 ☐ More than 100,000
15	. Estimated assets	\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million	□ \$1,000,001-\$10 million □ \$10,000,001-\$50 million □ \$50,000,001-\$100 million □ \$100,000,001-\$500 million	\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion More than \$50 billion

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	Brown Mackie College – Tucson, Inc.		Case number (if known)		
16. Estimated liabilities		\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million	\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million		
Re	equest for Relief, Dec	aration, and Signatures			
WARNING I		us crime. Making a false staten t for up to 20 years, or both. 18		rruptcy case can result in fines up to nd 3571.	
	7. Declaration and signature of authorized representative of debtor The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in the petition.				
		I have been authorized to	file this petition on behalf of th	e debtor.	
		I have examined the information in this petition and have a reasonable belief that the information is true and correct.			
		I declare under penalty of perjury that the foregoing is true and correct. Executed on MM / DD / YYYYY			
		* JWK		Frank Jalufka	
		Signature of authorized representation	entative of debtor	Printed name	
		Title <u>President</u>			
18. Signatur	e of attorney	Signature of attorney for debto		Date <u>6/24/18</u> MM /DD /YYYY	
		Printed name Pepper Hamilton LL	. Mettre		
		Firm name 1313 Market St, Hercules Plaza Ste 5100, PO Box 1709			
		Number Street Wilmington	,	DE 19899-1709	
		City 302-777-6500		State ZIP Code strattond@pepperlaw.com meltzere@pepperlaw.com	
		Contact phone		Email address	
		David B. Stratton #9 Evelyn J. Meltzer #4		DE DE	
		Bar number		State	

Schedule 1

Case Number	Debtor	FEIN
18-11494	Education Management II LLC	47-2042661
18-11495	American Education Centers, Inc.	23-2726160
18-11496	Argosy Education Group, Inc.	36-2855674
18-11497	Argosy University of California LLC	27-1651273
18-11498	Brown Mackie College - Tucson, Inc.	86-026-4601
18-11499	Education Finance III LLC	47-2192533
18-11500	Education Management Corporation	25-1119571
18-11501	Education Management Holdings II LLC	47-2042529
18-11502	Education Management LLC	20-4506022
18-11503	Higher Education Services II LLC	47-2203436
18-11504	Miami International University of Art & Design, Inc.	58-2641065
18-11505	South Education – Texas LLC	27-2192573
18-11506	South University of Alabama, Inc.	63-0314610
18-11507	South University of Carolina, Inc.	58-2338201
18-11508	South University of Florida, Inc.	75-3009226
18-11509	South University of Michigan, LLC	27-3966655
18-11510	South University of North Carolina LLC	26-1569113
18-11511	South University of Ohio LLC	45-0949944
18-11512	South University of Virginia, Inc.	26-1569263
18-11513	South University Research II LLC	47-2323744
18-11514	South University, LLC	58-1147090
18-11515	Stautzenberger College Education Corporation	23-2914675
18-11516	TAIC-San Diego, Inc.	95-3791894
18-11517	TAIC-San Francisco, Inc.	95-3789487
18-11518	The Art Institutes International Minnesota, Inc.	25-1796999
18-11519	The Art Institute of Atlanta, LLC	58-0671597
18-11520	The Art Institute of Austin, Inc.	26-1173626
18-11521	The Art Institute of California-Hollywood, Inc.	22-3863289
18-11522	The Art Institute of California-Inland Empire, Inc.	20-2316775

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18-11523	The Art Institute of California - Los Angeles, Inc.	25-1364215
18-11524	The Art Institute of California-Orange County, Inc.	52-2136608
18-11525	The Art Institute of California-Sacramento, Inc.	20-5076212
18-11526	The Art Institute of Charleston, Inc.	20-5076048
18-11527	The Art Institute of Charlotte, LLC	56-1024912
18-11528	The Art Institute of Colorado, Inc.	84-0703062
18-11529	The Art Institute of Dallas, Inc.	75-1589012
18-11530	The Art Institute of Fort Lauderdale, Inc.	59-1500255
18-11531	The Art Institute of Houston, Inc.	75-1589015
18-11532	The Art Institute of Indianapolis, LLC	25-1586913
18-11533	The Art Institute of Las Vegas, Inc.	88-0256362
18-11534	The Art Institute of Michigan, Inc.	20-5218614
18-11535	The Art Institute of Philadelphia LLC	26-4467396
18-11536	The Art Institute of Pittsburgh LLC	26-4467441
18-11537	The Art Institute of Portland, Inc.	52-2082215
18-11538	The Art Institute of Raleigh-Durham, Inc.	26-1388031
18-11539	The Art Institute of St. Louis, Inc.	80-0449555
18-11540	The Art Institute of San Antonio, Inc.	26-4104394
18-11541	The Art Institute of Seattle, Inc.	52-1209614
18-11542	The Art Institute of Tampa, Inc.	01-0746822
18-11543	The Art Institute of Tennessee-Nashville, Inc.	20-1705359
18-11544	The Art Institute of Virginia Beach LLC	26-2242784
18-11545	The Art Institute of Washington, Inc.	52-1117043
18-11546	The Art Institutes International II LLC	47-2179270
18-11547	The Illinois Institute of Art at Schaumburg, Inc.	36-4043502
18-11548	The Illinois Institute of Art, Inc.	36-4043500
18-11549	The Institute of Post-Secondary Education, Inc.	25-1360283
18-11550	The New England Institute of Art, LLC	04-2987798
18-11551	The University of Sarasota, Inc.	59-3335558
18-11552	Western State University of Southern California	95-2313875

CERTIFICATE OF SECRETARY OF BOARD OF DIRECTORS OF EDUCATION MANAGEMENT CORPORATION

June <u>1</u>, 2018

The undersigned, in his capacity as duly appointed Secretary of Education Management Corporation, certifies as follows:

- 1. On June 4, 2018, the members of the board of directors, members of the board of managers, individual managers, sole managers, sole trustees and sole members (collectively, the "Boards"), as applicable, of Education Management Corporation and all subsidiaries of Education Management Corporation (each, a "Company" and collectively, the "Companies") held a duly noticed meeting (the "Meeting") pursuant to each of such Company's bylaws, limited liability company agreement, or other governing document, as applicable, and the applicable laws of the jurisdiction in which such Company is organized.
- 2. As part of that meeting, the Boards duly adopted the following resolutions by the unanimous vote of the members of the Boards at the meeting:

RESOLVED, that the previous resolutions of the Company and certain Subsidiaries authorizing the filing of Chapter 7 Cases by the Company and certain Subsidiaries are hereby re-affirmed, affirmed, re-adopted and adopted in all respects by the Company and all Subsidiaries. The Authorized Officers are authorized and empowered, with the advice of the Company's professionals and advisors, to (i) execute, verify, and file with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") at such time as they shall determine all petitions, schedules, lists, and other papers or documents, and to take any and all actions which they deem necessary or proper, to commence and prosecute the Chapter 7 Cases for the Company and such Subsidiaries as such Authorized Officer or Authorized Officers deem advisable.

FURTHER RESOLVED, that in addition to the specific authorizations conferred upon the Authorized Officers by these resolutions, each of the Authorized Officers (and their designees and delegates) be, and they are, authorized and empowered, in the name of and on behalf of the Company and Subsidiaries, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents, and

pay such filing fees, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

FURTHER RESOLVED, that all actions taken by the officers of the Company and Subsidiaries prior to the date hereof in connection with the liquidation of the Company or any matters related thereto, or by virtue of these resolutions, are in all respects ratified, confirmed, and approved.

IN WITNESS WHEREOF, the undersigned has executed this Secretary Certificate as of the date first set forth above.

Name: Donn Patton
Title: Secretary

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 7
)	G N 10
EDUCATION MANACEMENT II I C at al)	Case No. 18-
EDUCATION MANAGEMENT II LLC, et al.)	
)	
Debtors.)	
)	

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1

Education Management II, LLC and fifty-eight of its affiliates (collectively, "Debtors") filed petitions for relief under chapter 7 of title 11 of the United States Code. Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, Debtors attach hereto as <u>Exhibit A</u> an organizational chart reflecting all of their ownership interests, with Debtors highlighted in yellow. Debtors further respectfully represent as follows:¹

- 1. To the best of Debtors' knowledge and belief, no person or entity directly owns 10% or more of the equity interests of **Education Management Corporation**.²
- 2. Education Management Corporation owns 100% of the equity interests of Education Management Holdings LLC and Education Management Holdings II LLC.

¹ Debtors are bolded throughout.

² The most recent report available to Debtors lists CEDE & Co. as the nominal holder of 36.3% of the outstanding equity interests in Education Management Corporation. Debtors have been unable to determine the actual beneficial owners of the equity interests nominally held by CEDE & Co.

- 3. Education Management Holdings LLC owns 100% of the membership interests of Education Management LLC, which in turn owns 100% of the equity interests in the following entities:
 - a. Education Finance II LLC;
 - b. Education Management Finance Corp.;
 - c. The Art Institutes International LLC;
 - d. Brown Mackie Education Corporation; and
 - e. Higher Education Services, Inc.
- 4. Education Management Holdings II LLC owns 100% of the equity interests of Education Management II LLC which in turn owns 100% of the equity interests in the following entities:
 - a. Education Finance III LLC;
 - b. The Art Institutes International II LLC;
 - c. South University, LLC;
 - d. Education Management Escrow LLC;
 - e. Brown Mackie Education II LLC (which owns 100% of the equity interests of Brown Mackie College Salina LLC³);
 - f. Argosy University of California LLC;
 - g. Higher Education Services II LLC;
 - h. South University Research II LLC; and
 - i. BMC Real Property Holdings LLC.

³ Brown Mackie College – Salina LLC owns 100% of the equity interests of: (i) Brown Mackie College – Birmingham LLC; (ii) Brown Mackie College – Kansas City LLC; and (iii) Brown Mackie College – Oklahoma City LLC.

- 5. **South University, LLC** owns 100% of the membership interests of the following entities:
 - a. South University of Alabama, Inc.;
 - b. South University of Arkansas LLC;
 - c. South University of Florida, Inc.;
 - d. South University of Michigan, LLC;
 - e. South University of North Carolina LLC;
 - f. South University of Ohio LLC;
 - g. South University of Carolina, Inc.;
 - h. South University of Tennessee, Inc.;
 - i. South Education Texas LLC; and
 - j. South University of Virginia, Inc.
- 6. The Art Institutes International II LLC owns 100% of the equity interests of the following entities:
 - a. The Art Institute of Atlanta, LLC (which owns 100% of the equity interests of The Art Institute of Virginia Beach LLC);
 - b. The Art Institute of Washington, Inc.;
 - c. The Art Institute of York Pennsylvania LLC;
 - d. The Art Institute of Pittsburgh LLC;
 - e. The Art Institute of Philadelphia LLC;
 - f. The Art Institute of Washington Dulles LLC;

- g. The Art Institute of Colorado, Inc. (which owns 100% of the equity interests of The Institute of Post-Secondary Education Inc.);
- h. The Art Institute of Austin, Inc.;
- i. The Art Institute of Fort Lauderdale, Inc.;
- j. The Art Institutes International Minnesota, Inc.;
- k. The Art Institutes of New York City, Inc.;
- 1. The Art Institute of Portland, Inc.;
- m. The Art Institute of Seattle, Inc.;
- n. The Art Institute of Jacksonville, Inc.;
- o. The Art Institute of Tampa, Inc.;
- p. Miami International University of Art & Design, Inc. (which owns 100% of the equity interests of The Art Institute of Charlotte, LLC⁴ and The Art Institute of Dallas, Inc.⁵);
- q. The Illinois Institute of Art, Inc. (which owns 100% of the equity interests of: (i) The Art Institute of Michigan, Inc.; (ii) The Art Institute of Ohio Cincinnati, Inc.; and (iii) The Illinois Institute of Art at Schaumburg, Inc.);
- r. The Illinois Institute of Art Tinley Park LLC;
- s. The New England Institute of Art, LLC;
- t. The Art Institute of San Antonio, Inc.;

⁴ The Art Institute of Charlotte, LLC owns 100% of the equity interests of **The Art Institute of Raleigh-Durham**, **Inc.**

⁵ The Art Institute of Dallas, Inc. owns 100% of the equity interests of The Art Institute of Fort Worth, Inc.

- u. The Art Institute of Tennessee Nashville, Inc.; and
- v. The Art Institute of Charleston, Inc.
- 7. The Art Institutes International Minnesota, Inc. owns 100% of the equity interests of the following entities:
 - a. American Education Centers, Inc.;
 - b. The Art Institute of Wisconsin, LLC;
 - c. Michiana College Education Corporation (which owns 11% of the equity interests of Southern Ohio College LLC and 100% of the ownership interests of Brown Mackie College Tulsa, Inc. and Brown Mackie College Boise, Inc.);
 - d. The Art Institute of St. Louis, Inc.;
 - e. The Asher School of Business Education Corporation;
 - f. The Art Institute of Salt Lake City, Inc.;
 - g. The Art Institutes International Kansas City, Inc.; and
 - h. The Art Institute of Tucson, Inc.
- 8. **American Education Centers, Inc.** owns 78% of the equity interests of Southern Ohio College LLC and 100% of the equity interests of the following entities:
 - a. Brown Mackie College Dallas/Ft. Worth LLC;
 - b. Brown Mackie College San Antonio LLC;
 - c. Brown Mackie College Miami North LLC;
 - d. Brown Mackie College Miami, Inc.; and
 - e. Stautzenberger College Education Corporation (which owns
 11% of the equity interests of Southern Ohio College LLC and

- 100% of the ownership interests of Brown Mackie College Indianapolis, Inc.).
- 9. Southern Ohio College LLC owns 100% of the equity interests of **Brown**Mackie College Tucson, Inc., which owns 100% of the ownership interests of the following entities:
 - a. Brown Mackie College Phoenix, Inc.;
 - b. Brown Mackie College Greenville, Inc.;
 - c. Brown Mackie College Alburquerque LLC; and
 - d. Brown Mackie College St. Louis, Inc.
- 10. **Argosy University of California LLC** owns 100% of the equity interests of the following entities:
 - a. TAIC San Francisco, Inc. (which owns 100% of the equity interests of: (i) The Art Institute of California Sacramento, Inc.; (ii) The Art Institute of California Orange County, Inc.; and (iii) The Art Institute of California Los Angeles, Inc.);
 - b. The Art Institute of California Silicon Valley, Inc.;
 - c. TAIC San Diego, Inc. (which owns 100% of the equity interests of The Art Institute of California Inland Empire, Inc.);
 - d. The Art Institute of California Hollywood, Inc.; and
 - e. Argosy Education Group, Inc. (which owns 100% of the equity interests of Western State University of Southern California and The University of Sarasota, Inc.).

Wilmington, Delaware

/s/ Evelyn J. Meltzer

PEPPER HAMILTON LLP

David B. Stratton (DE 960) Evelyn J. Meltzer (DE 4581) Hercules Plaza, Suite 5100 1313 Market Street P.O. Box 1709 Wilmington, Delaware 19899-1709

Telephone: (302) 777-6500 Email: strattond@pepperlaw.com

meltzere@pepperlaw.com

and

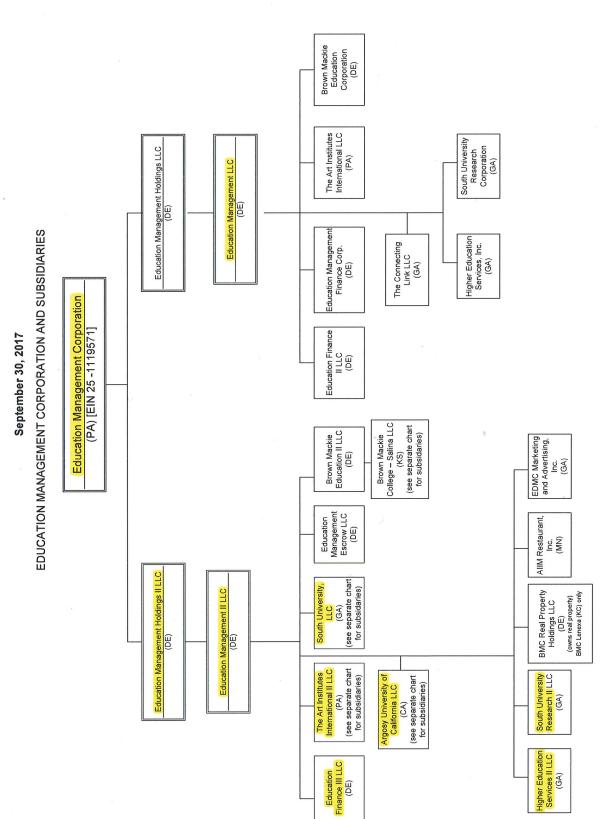
FAEGRE BAKER DANIELS LLP

Jay Jaffe
Dustin R. DeNeal
Kayla D. Britton
600 E. 96th Street, Suite 600
Indianapolis, Indiana 46240
Telephone: (317) 569-9600
Email: Jay.Jaffe@FaegreBD.com
Dustin.DeNeal@FaegreBD.com
Kayla.Britton@FaegreBD.com

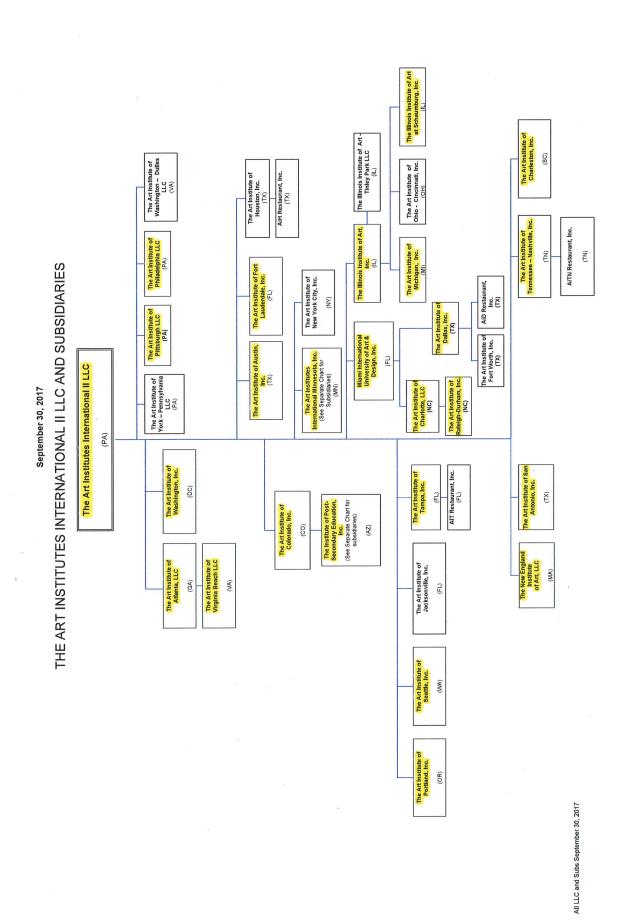
Counsel for Debtors

EXHIBIT A

[Organizational Chart]



G\legal\EDMC September 30, 2017



Argosy University of California LLC and Subsidiaries

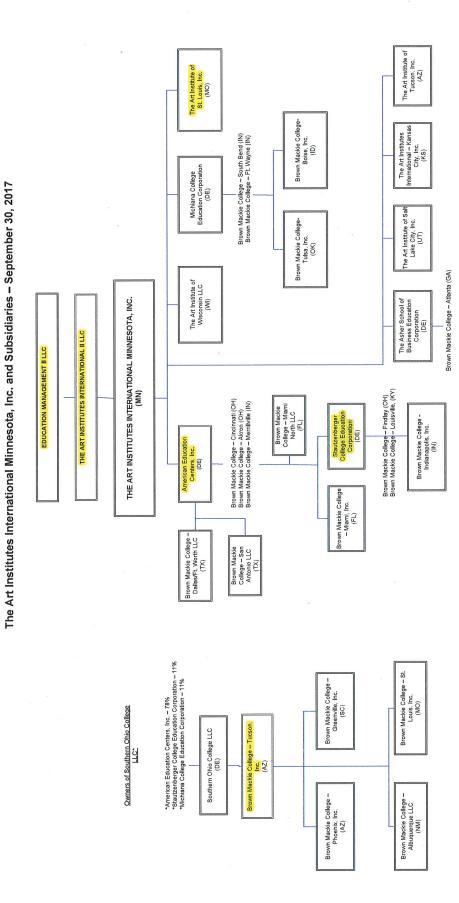
G:Legal/AU CA September 30, 2017

SOUTH UNIVERSITY, LLC AND SUBSIDIARIES September 30, 2017

South University - Cleveland South University - Columbia South University of Carolina, Inc. (SC) South University of Ohio LLC (OH) South University – Tampa South University – West Palm Beach [South University – Orlando] South University L Richmond South University – Virginia Beach [South University – Raleigh] South University – Highpoint [South University – Charlotte] South University of North Carolina LLC (NC) South University - Savannah South University of South University of Florida, Inc. Virginia, Inc. (FL) S South University, LLC (GA) [EIN 58-1147090] [South University - Little Rock] South University of Michigan, LLC (MI) South University - Novi South University of South Education – Texas LLC (TX) South University - Austin Arkansas LLC (AR) South University of Tennessee, Inc. (TN) [inactive] South University - Montgomery South University of Alabama, Inc. (AL)

Brown Mackie College - Oklahoma City (OK) Brown Mackie College – Oklahoma City LLC (OK) **HLC Brown Mackie College Schools** Brown Mackie College – Kansas City LLC (KS) Brown Mackie College - Kansas City (KS) Education Management Holdings II LLC (DE) Brown Mackie College – Salina LLC (KS) Education Management Corporation (PA) Brown Mackie Education II LLC (DE) Brown Mackie College – Salina (KS) Education Management II LLC (DE) September 30, 2017 Brown Mackie College - Birmingham (AL) Brown Mackie College – Birmingham LLC (AL)

G:Legal/BMC_HLC September 30, 2017



K:Legal/AllM and Subsidiaries September 30, 2017