Fill in this information to identify the		
United States Bankruptcy Court for the		
Case number (If known): \\S - 1\) 5	Helawale State)  Chapter 7  Chapter 7	☐ Check if this is an amended filing
Official Form 201		
Voluntary Petition	n for Non-Individuals Fil	ing for Bankruptcy 04/16
	parate sheet to this form. On the top of any addition tion, a separate document, <i>Instructions for Bankru</i>	
ı. Debtor's name	The Art Institute of San Antonio, Inc.	· · · · · · · · · · · · · · · · · · ·
z. All other names debtor used in the last 8 years		
Include any assumed names, trade names, and doing business as names		•
s. Debtor's federal Employer Identification Number (EIN)	26-4104394	
s. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	Number Street 210 Sixth Avenue, 3 <sup>rd</sup> Floor	Number Street P.O. Box
	Pittsburgh, PA 15222	
	City State ZIP Code	City State ZIP Code  Location of principal assets, if different from principal place of business
	Allegheny	Number Street
		City State ZIP Code
5. Debtor's website (URL)	edmc.com	
6. Type of debtor	☑ Corporation (including Limited Liability Company ☐ Partnership (excluding LLP)	/ (LLC) and Limited Liability Partnership (LLP))

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De	btor The Art Institute of Sa	n Antonio,	nc. Case number (if known)
7.	Describe debtor's business	B. Check a  Tax-exe  \$80a-3  C. NAICS	Care Business (as defined in 11 U.S.C. § 101(27A)) sset Real Estate (as defined in 11 U.S.C. § 101(51B)) (as defined in 11 U.S.C. § 101(44)) oker (as defined in 11 U.S.C. § 101(53A)) dity Broker (as defined in 11 U.S.C. § 101(6)) Bank (as defined in 11 U.S.C. § 781(3)) If the above  If that apply:  Impt entity (as described in 26 U.S.C. § 501) ent company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C.
8.	Under which chapter of the Bankruptcy Code is the debtor filing?	Check one  Chapter Chapter Chapter	<ul> <li>11. Check all that apply:</li> <li>Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).</li> <li>The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).</li> <li>A plan is being filed with this petition.</li> <li>Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</li> <li>The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.</li> <li>The debtor is a shell company as defined in the Securities Exchange Act of 1934Rule 12b-2.</li> </ul>
9.	Were prior bankruptcy cases filed by or against the debtor within the last 8 years?  If more than 2 cases, attach a	No  ☐ Yes. D	MM / DD / YYYY
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,	□ No	ebtor: See Schedule 1 Relationship District  WhenCase number MM / DD / YYYY  District  When MM / DD / YYYY
	attach a separate list.		ase number, if known

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Debtor The Art Institute of San	Antonio, Inc.	Case number (if know	0)
11. Why is the case filed in <i>this</i> district?	immediately preceding the c		oal assets in this district for 180 days t of such 180 days than in any other district. or partnership is pending in this district
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?	<ul> <li>☑ No</li> <li>☑ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed</li> <li>Why does the property need immediate attention? (Check all that apply.)</li> <li>☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or sa What is the hazard?</li> <li>☐ It needs to be physically secured or protected from the weather.</li> <li>☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).</li> <li>☐ Other</li> </ul>		
	Where is the property	Number Street  City	State ZIP Code
	Is the property insure  No Yes. Insurance agen  Contact name  Phone	cy	
Statistical and administ	rative information		
13. Debtor's estimation of available funds	Check one:	listribution to unsecured creditors. Denses are paid, no funds will be avail	lable för distribution to unsecured creditors.
14. Estimated number of creditors	<ul><li>X 1-49</li><li>D 50-99</li><li>D 100-199</li><li>D 200-999</li></ul>	☐ 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		□ \$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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Debtor	tor The Art Institute of San Antonio, Inc.  Case number (if known)			DET (if known)	
16. Estimate	ed 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		
R	equest for Relief, Dec	aration, and Signatures			
WARNING		us crime. Making a false stater t for up to 20 years, or both. 18		ruptcy case can result in fines up to id 3571.	
	<ul> <li>Declaration and signature of authorized representative of debtor</li> <li>The debtor requests relief in accordance with the chapter of title 11, United States Code, specific petition.</li> </ul>				
		■ I have been authorized to	file this petition on behalf of the	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 / YYYY			
		* DMY		Frank Jalufka	
		Signature of authorized repres  Title <u>President</u>	entative of debtor F	rinted name	
18. Signatu	re of attorney	Signature of attorney for debto		Date (128)) (MM /DD /YYYY	
		Printed name Pepper Hamilton LL	Me Hzer		
	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 David B. Stratton #9 Evelyn J. Meltzer #4		Email address DE DE	
		Bar number		State	

# Schedule 1

18-11496         Argosy Education Group, Inc.         36-2855674           18-11497         Argosy University of California LLC         27-1651273           18-11498         Brown Mackie College - Tucson, Inc.         86-026-460           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 Virginia, Inc.         26-1569263           18-11513         South Univ	Case Number	Debtor	FEIN
18-11496         Argosy Education Group, Inc.         36-2855674           18-11497         Argosy University of California LLC         27-1651273           18-11498         Brown Mackie College - Tucson, Inc.         86-026-460           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 Virginia, Inc.         26-1569263           18-11513         South Univ	18-11494	Education Management II LLC	47-2042661
18-11497         Argosy University of California LLC         27-1651273           18-11498         Brown Mackie College - Tucson, Inc.         86-026-460           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 Virginia, Inc.         26-1569263           18-11512         South University Research II LLC         47-2323744           18-11513         South	18-11495	American Education Centers, Inc.	23-2726160
18-11498         Brown Mackie College - Tucson, Inc.         86-026-460           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           18-11510         South University of Michigan, LLC         27-3966655           18-11510         South University of North Carolina LLC         26-1569113           18-11512         South University of Virginia, Inc.         26-1569263           18-11513         South University Research II LLC         47-2323744           18-11514         South University Esearch II LLC         58-1147090           18-11515         Stautzenbe	18-11496	Argosy Education Group, Inc.	36-2855674
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           18-11510         South University of Michigan, LLC         27-396655           18-11510         South University of North Carolina LLC         26-1569113           18-11511         South University of Virginia, Inc.         26-1569113           18-11512         South University Research II LLC         47-2323744           18-11513         South University, LLC         58-1147090           18-11515         Stautzenberger College Education Corporation         23-2914675           18-11516         TAIC-San Die	18-11497	Argosy University of California LLC	27-1651273
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 Virginia, Inc.         26-1569113           18-11512         South University Research II LLC         47-2323744           18-11513         South University, LLC         58-1147090           18-11514         South University, LLC         58-1147090           18-11515         Stautzenberger College Education Corporation         23-2914675           18-11516         TAIC-San Franci	18-11498	Brown Mackie College - Tucson, Inc.	86-026-4601
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 Research II LLC         47-2323744           18-11513         South University, LLC         58-1147090           18-11514         South University, LLC         58-1147090           18-11515         Stautzenberger College Education Corporation         23-2914675           18-11516         TAIC-San Diego, Inc.         95-3789487           18-11517         TAIC-San Francisco, Inc.	18-11499	Education Finance III LLC	47-2192533
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         45-094944           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.         95-3789487           18-11517         TAIC-San Francisco, Inc.         95-3789487           18-11518         The Art Institutes International	18-11500	Education Management Corporation	25-1119571
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.         95-3789487           18-11517         TAIC-San Francisco, Inc.         95-3789487           18-11518         The Art Institutes International Minnesota, Inc.         25-1796999           18-11519         The Art	18-11501	Education Management Holdings II LLC	47-2042529
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.         95-3789487           18-11518         The Art Institutes International Minnesota, Inc.         25-1796999           18-11519         The Art Institute of Atlanta, LLC         58-0671597	18-11502	Education Management LLC	20-4506022
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	18-11503	Higher Education Services II LLC	47-2203436
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	18-11504	Miami International University of Art & Design, Inc.	58-2641065
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	18-11505	South Education – Texas LLC	27-2192573
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	18-11506	South University of Alabama, Inc.	63-0314610
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	18-11507	South University of Carolina, Inc.	58-2338201
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	18-11508	South University of Florida, Inc.	75-3009226
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	18-11509	South University of Michigan, LLC	27-3966655
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	18-11510	South University of North Carolina LLC	26-1569113
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	18-11511	South University of Ohio LLC	45-0949944
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	18-11512	South University of Virginia, Inc.	26-1569263
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	18-11513	South University Research II LLC	47-2323744
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	18-11514	South University, LLC	58-1147090
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	18-11515	Stautzenberger College Education Corporation	23-2914675
18-11518 The Art Institutes International Minnesota, Inc. 25-1796999 18-11519 The Art Institute of Atlanta, LLC 58-0671597	18-11516	TAIC-San Diego, Inc.	95-3791894
18-11519 The Art Institute of Atlanta, LLC 58-0671597	18-11517	TAIC-San Francisco, Inc.	95-3789487
	18-11518	The Art Institutes International Minnesota, Inc.	25-1796999
18-11520 The Art Institute of Austin. Inc. 26-1173626	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	18-11521	The Art Institute of California-Hollywood, Inc.	22-3863289
18-11522 The Art Institute of California-Inland Empire, Inc. 20-2316775	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 1, 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
EDUCATION MANAGEMENT II LLC, et al.	) ) )	Case No. 18-
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:<sup>1</sup>

- 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**.<sup>2</sup>
- 2. Education Management Corporation owns 100% of the equity interests of Education Management Holdings LLC and Education Management Holdings II LLC.

<sup>&</sup>lt;sup>1</sup> Debtors are bolded throughout.

<sup>&</sup>lt;sup>2</sup> 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 LLC<sup>3</sup>);
  - 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.

<sup>&</sup>lt;sup>3</sup> 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, LLC<sup>4</sup> and The Art Institute of Dallas, Inc.<sup>5</sup>);
- 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.:

<sup>&</sup>lt;sup>4</sup> The Art Institute of Charlotte, LLC owns 100% of the equity interests of The Art Institute of Raleigh-Durham, Inc.

<sup>&</sup>lt;sup>5</sup> 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

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and

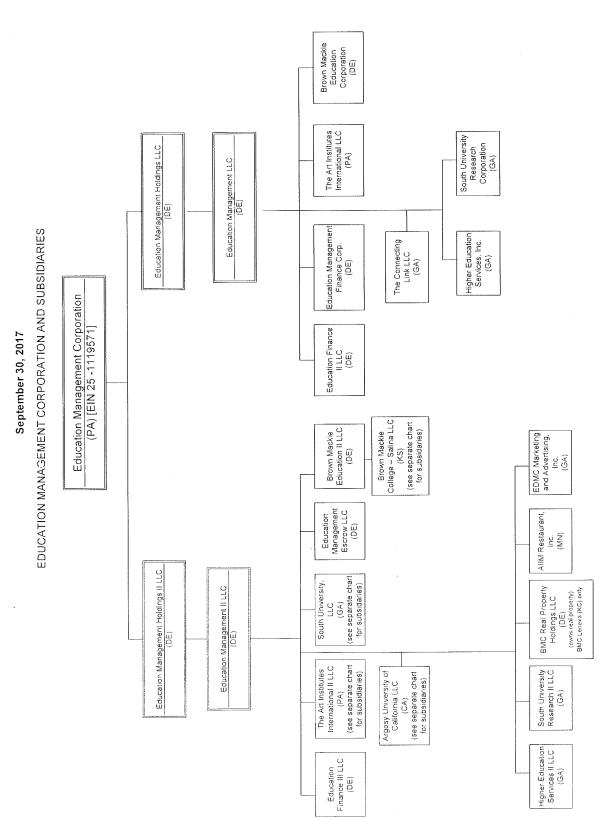
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Dustin.DeNeal@FaegreBD.com
Kayla.Britton@FaegreBD.com

Counsel for Debtors

# EXHIBIT A

[Organizational Chart]



Gliegal/EDMC September 30, 2017

The Illinois Institute of Art at Schaumburg, Inc. The Illinois Institute of Art-Tinley Park LLC (IL) The Art Institute of Washington - Dulles LLC (VA) The Art Institute of Ohlo - Cincinnati, Inc. The Art Institute of Houston, Inc. (TX) AiH Restaurant, Inc. (TX) The Illinois institute of Art, inc. The Act institute of Philadelphia LLC The Art Institute of Michigan, Inc. THE ART INSTITUTES INTERNATIONAL II LLC AND SUBSIDIARIES The Art institute of Fort Lauderdale, inc. (FC) The Art Institute of New York City, Inc. (N The Art Institute of Dalfas, Inc. (TX) The Art Institute of Pittsburgh LLC (PA) Miami International University of Art & Design, Inc. The Art Institute of Austin, Inc. (TX) The Art institutes International Minnesota, Inc. (See Separate Chart for Subsidiares) (MN) (FL) The Art Institutes International II LLC The Art Institute of York -- Pennsylvania LLC (PA) The Art Institute of Rateigh-Durham, Inc. (NC) The Art Institute of Charlotte, LLC (NC) (PA) The Art Institute of Washington, Inc. AIT Restaurant, Inc. (FL) The Art institute of Tampa, Inc. (DC) The institute of Post-Secondary Education, inc. (See Separate Chart for subsidiaries) The Art Institute of Colorado, Inc. (00) (AZ) The Art Institute of Virginia Beach LLC The Art Institute of Atfanta, LLC The Art Institute of Jacksonville, Inc. (VA; (GA) Ĵ. The Art Institute of Seattle, Inc. (WA) The Art Institute of Portland, Inc.

September 30, 2017

All LLC and Subs September 30, 2017

The Art Institute of Charleston, Inc. (SC)

The Art Institute of Tennessee - Nashville, Inc.

The Art institute of San Antonio, Inc.

The New England Institute of Art, LLC

(OR)

(X

AiD Restaurant, Inc. (TX)

The Art Institute of Fort Worth, Inc. (TX)

í (NE

AiTN Restaurant, Inc.

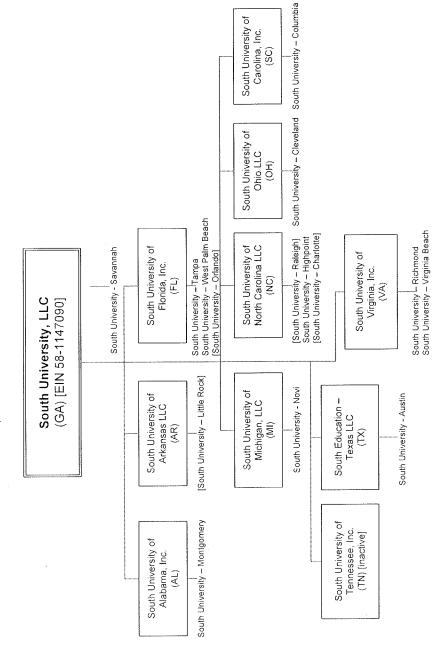
(N.E.)

Argosy University Campuses Argosy Education Group, Inc. Argosy University of California LLC and Subsidiaries  $\exists$ Western State University of Southern California (CA) The University of Sarasota, Inc. (FL) Argosy University of California LLC The Art Institute of California – Hollywood, Inc. (CA) (CA) TAIC - San Diego, Inc. The Art Institute of California - Inland Restaurant, Inc. (CA) Empire, Inc. (CA) AiCA-IE (CA) The Art Institute of Silicon Valley, Inc. (CA) California -The Art Institute of California – Los Angeles, The Art Institute of California – Orange County, Inc. TAIC - San Francisco, California – Sacramento, Inc. (CA) The Art Institute of (CA) Inc. (CA) Inc. (CA)

G:Legal/AU CA September 30, 2017

# SOUTH UNIVERSITY, LLC AND SUBSIDIARIES

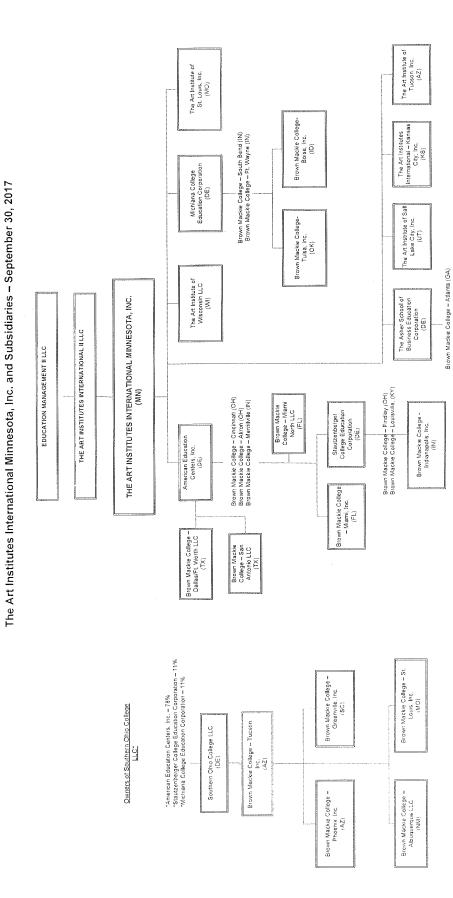
September 30, 2017



September 30, 2017

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) Brown Mackie College – Birmingham LLC (AL) Brown Mackie College - Birmingham (AL)

G:Legal\BMC\_HLC\_September 30, 2017



K LegalAIIM and Subsidiaries September 30, 2017

The Institute of Post-Secondary Education, Inc. (d/b/a The Art Institute of Phoenix) and Subsidiaries – September 30, 2017

