

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CORINTHIAN COLLEGES, INC., et al. ¹

Debtor.

Chapter 11

(Jointly Administered)

Case No. 15-10952-KJC

Re: Docket No. 438

**SUPPLEMENTAL DECLARATION OF SCOTT F. GAUTIER IN SUPPORT OF
APPLICATION OF THE COMMITTEE OF STUDENT CREDITORS FOR AN ORDER
UNDER BANKRUPTCY CODE SECTIONS 328(a) AND 1103(a) AND BANKRUPTCY
RULES 2014(a) AND 2016(b) APPROVING THE EMPLOYMENT AND
RETENTION OF ROBINS KAPLAN LLP AS COUNSEL TO THE COMMITTEE OF
STUDENT CREDITORS NUNC PRO TUNC TO MAY 16, 2015**

I, Scott F. Gautier, declare as follows:

1. I am an attorney duly licensed to practice law in the State of California, and duly admitted to practice before the United States Bankruptcy Court for the Central District of California. I have filed a Pro Hac Vice application to practice before the Delaware Bankruptcy Court and an order has been entered granting same. I am a partner in the law firm of Robins Kaplan LLP (“**Robins Kaplan**”). Each of the facts contained in this declaration is based upon my personal knowledge, and if called as a witness to do so, I could competently testify thereto.

¹ The Debtors in these cases, along with the USBC case numbers, are: Corinthian Schools, Inc. 15-10955 (KJC); Rhodes Colleges, Inc. 15-10957 (KJC); Florida Metropolitan University, Inc., 15-10962 (KJC); Corinthian Property Group, Inc. 15-10966 (KJC); Titan Schools, Inc. 15-10970 (KJC); Career Choices, Inc. 15-10972 (KJC); Sequoia Education, Case No. 15-10974 (KJC); Eton Education, Inc., 15-10961 (KJC); Ashmead Education, Inc., 15-10967(KJC) ; MJB Acquisition Corporation, 15-10971 (KJC); ECAT Acquisition, Inc., Case No. 15-10975 ; (KJC) Pegasus Education, Inc., 15-10953 (KJC); Grand Rapids Education Center, Inc., 15-10956 (KJC); Rhodes Business Group, Inc., Case No. 15-10959 (KJC); Everest College Phoenix, Inc., 15-10960 (KJC); CDI Education USA, Inc. 15-10963 (KJC); SP PE VII-B Heald Holdings Corp., 15-1096 5(KJC); SD III-B Heald Holdings Corp., Case No. 15-10968 (KJC); Heald Capital LLC, Case No. 15-10954 (KJC); Heald Real Estate, LLC, Case No. 15-10958 (KJC); Heald Education, LLC, 15-10964 (KJC); Heald College, LLC, Case No. 15-10969 (KJC); Quickstart Intelligence Corporation, Case No. 15-10973 (KJC); Socle Education, Inc., Case No. 15-10976 (KJC). The Debtors’ corporate headquarters is at 6 Hutton Centre Drive, Suite 400, Santa Ana, California 92707.

2. I make this supplemental declaration in support of the *Application Of The Committee Of Student Creditors For An Order Under Bankruptcy Code Sections 328(a) And 1103(a) And Bankruptcy Rules 2014(a) And 2016(b) Approving The Employment And Retention Of Robins Kaplan LLP As Counsel To The Committee Of Student Creditors Nunc Pro Tunc To May 16, 2015* (the “**Application**”) filed on June 18, 2015 [Docket no. 438].

3. Robins Kaplan has examined its client database to determine whether it had or has any connections with the additional list of parties-in interest set forth on Exhibit A. To the best of my knowledge, after conducting an investigation of potential conflicts of interest arising from Robins Kaplan representation of the Student Committee, Robins Kaplan and the attorneys comprising or employed by it do not hold or represent an interest adverse to the Student Committee or the estates and do not have any connection with any of these parties except as stated on Exhibit B.

4. Robins Kaplan will supplement this disclosure and advise the Bankruptcy Court and the United States Trustee if it becomes aware that any potential conflict has become actual or is likely to become actual.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 13th day of July, 2015.

/s/ Scott F. Gautier
Scott F. Gautier

EXHIBIT A

**List of Additional Parties Search
(to include all parties searched by Polsinelli)**

Debtor Affiliates

- Career Canada C.F.P. Limited
- Everest Colleges Canada, Inc.
- National School of Technology
- QIC Acquisition Corporation
- Ward Stone College

Governmental Entities

- Department of Education
- Department of Justice

Letters of Credit

- Plaza West Building, LLC
- Bank of America, N.A. Trade Operations
- Zurich American Insurance Company
- Bank of America, N.A.
- Square 407 Limited Partnership
- Western Surety Company
- U.S. Department of Education
- Elavon, Inc.

Lienholders

- Bank of America, N.A.
- Hewlett-Packard Financial Services

Professionals

- Cooley LLP
- Ernst & Young US LLP
- First Advantage Litigation Consulting
- FTI Consulting, Inc.
- Hilco
- Homer Bonner Jacobs, P.A.
- Irell & Manella LLP
- Kirkland & Ellis
- Latham & Watkins LLP
- Munger, Tolles & Olson LLP
- Payne & Fears LLP
- Weworski and Associates

Significant Vendors

- Action Lead Solutions, Inc.
- Affiliated Computer Services
- Albany County Treasurer
- All Star Directories, Inc.
- Anthem Blue Cross
- Bet Networks
- BirdDog Media, LLC
- Bright House Media Strategies
- Cebra B. Graves
- Comcast Spotlight
- County Of Volusia
- DGSEDULLC
- ExactTarget, Inc.
- First Financial Corporate Leasing, LLC
- First National Capital, LLC
- Google Inc.
- Hewlett-Packard Co, Inc.
- Higher Ed Growth
- Inter Media Advertising
- Intralinks, Inc.
- Irell & Manella LLP
- KDAF-TV
- KICU-TV
- KOFY -TV
- KTLA
- KTVU-TV
- Lim Holdings, Inc, DbA ClassesUSA.com
- McAfee, Inc.
- MSP-Mailing Services Of Pittsburgh
- MTV Networks
- NBCU
- NCS Pearson, Inc
- PCCW Teleservices (US), Inc.
- PCM Sales, Inc.
- PMA Media Group, Inc.
- PS Promotions, Inc.
- Thomson Reuters - West Payment Center
- Time Warner Cable Media Sales
- U.S. Bank Equipment Finance Inc.

- Weworski & Associates, Inc.
- WMOR
- World Web Partners, Inc.
- Yahoo Search Marketing

Additional Unsecured creditors

- Dyntek Services
- Securitas Security Services USA, Inc.
- InterMedia Advertising
- LBA Realty Fund II - WBP III, LLC
- Guardsmark, LLC
- Weworski & Associates, Inc.
- Moraga Enterprises
- Livevox, Inc.
- Hewlett-Packard Co, Inc.
- Printery, Inc. The
- Campus Management Corp.
- Profiles International, Inc.
- PricewaterhouseCooper LLP
- Testout Corporation
- ECMC Solutions Corporation
- Drinker Biddle & Reath LLP
- Atrilogy Solutions Group, Inc.
- NBCU
- PCM Sales, Inc.
- Lead Pro Direct LLC
- Comcast Spotlight
- Jones Lang LaSalle Brokerage, Inc.
- Bureau for Private Postsecondary Education
- Jones Lang LaSalle Americas, Inc.
- NASDAQ Stock Market
- ACI Specialty Benefits
- Pocket Nurse Enterprises, Inc.
- Intralinks, Inc.
- BDA (Bensussen Deutsch & Associates)
- Careerbuilder, LLC
- Cebra B. Graves
- OptimalResume.com, Inc.
- Qualtrics Labs, Inc.
- Plattform Advertising, Inc.

Debtholders

- Arkansas Department of Higher Education
- Colorado Dept. of Higher Education Division of Private Occupied Schools

- Commonwealth of Kentucky
- Commonwealth of Massachusetts
- Commonwealth of Massachusetts, Division of Professional Licensure
- Commonwealth of Pennsylvania
- Commonwealth of Pennsylvania Dept. of Education
- Commonwealth of Massachusetts
- County of Middlesex
- District of Columbia
- Illinois Board of Higher Education
- Kentucky Commission on Proprietary Education
- Nebraska Department of Education
- Ohio Board of Career Colleges & Schools
- State of Alabama
- State of Alabama, Dept. of Postsecondary Education
- State of Arkansas
- State of Colorado
- State of Delaware
- State of Georgia
- State of Hawaii
 - State of Illinois
 - State of Iowa
 - State of Kansas
 - State of Kansas- Board of Regents
 - State of Louisiana
 - State of Louisiana Board of Regents Proprietary School
 - State of Maine
 - State of Maine- Department of Education
 - State of Maryland
 - State of Michigan
 - State of Minnesota
 - State of Mississippi
 - State of Missouri
 - State of Nebraska
 - State of Nevada
 - State of Nevada Commission on Postsecondary Education
 - State of Nevada Dept. of Education
 - State of New Jersey
 - State of New Mexico
 - State of Oklahoma
 - State of Oregon, Higher Education Coordinating Commission, Private Career Schools Unit
 - State of South Carolina
 - State of Tennessee
 - State of Virginia

- State of Washington
- State of West Virginia
- State of Wisconsin
- Wisconsin Educational Approval Board

United States Trustee or Court Personnel

- Andrew R. Vara

EXHIBIT B

EXHIBIT 1 - GAUTIER SUPPLEMENTAL DECLARATION
ROBINS KAPLAN LLP DISCLOSURES

Name Searched/ Name Provided by Debtor(s)	Category of Party in Interest to Debtor	Comments and Status
Bank of America, N.A.	Secured Creditor	RK has in the past represented this entity, and certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Zurich American Insurance Company	Letters of Credit; Insurers	RK regularly and currently represents this entity, and certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases. The Student Committee is not expected to take any positions that would be adverse to this entity. Should any adversarial matters arise, the Student Committee will utilize the services of local bankruptcy counsel Polsinelli LLP and, if necessary Public Counsel LLP or such other conflicts counsel as may be required.
Western Surety Company	Letters of Credit	RK has in the past represented this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Elavon, Inc.	Letters of Credit	RK regularly and currently represents certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases. The Student Committee is not expected to take any positions that would be adverse to this entity. Should any adversarial matters arise, the Student Committee will utilize the services of local bankruptcy counsel Polsinelli LLP and, if necessary Public Counsel LLP or such other conflicts counsel as may be required.
Hewlett-Packard Financial Services	Lienholders	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Ernst & Young US LLP	Professionals	RK has in the past represented this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
FTI Consulting, Inc.	Professionals	RK has in the past represented or employed this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.

Name Searched/ Name Provided by Debtor(s)	Category of Party in Interest to Debtor	Comments and Status
BET Networks	Significant Vendors	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Comcast Spotlight	Significant Vendors	RK currently represents and in the past has represented affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases. The Student Committee is not expected to take any positions that would be adverse to this entity. Should any adversarial matters arise, the Student Committee will utilize the services of local bankruptcy counsel Polsinelli LLP and, if necessary Public Counsel LLP or such other conflicts counsel as may be required.
McAfee, Inc.	Significant Vendors	RK has in the past represented this entity, and certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Thomson Reuters – West Payment Center	Significant Vendors	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Time Warner Cable Media Sales	Significant Vendors	RK has in the past represented a former affiliate of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
LBA Realty Fund II –WBP III, LLC	Additional Unsecured Creditors	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
ECMC Solutions Corporation	Additional Unsecured Creditors	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
Jones Lang LaSalle Brokerage, Inc. and Jones Lang LaSalle Americas, Inc.	Additional Unsecured Creditors	RK has in the past represented certain affiliates of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.

Commonwealth of Massachusetts	Additional Unsecured Creditors	RK has in the past represented this entity, and certain departments of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
District of Columbia	Additional Unsecured Creditors	RK has in the past represented this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
State of Colorado	Additional Unsecured Creditors	RK has in the past represented this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
State of Georgia	Additional Unsecured Creditors	RK has in the past represented this entity, and certain departments of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
State of Virginia	Additional Unsecured Creditors	RK has in the past represented this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.
State of Wisconsin	Additional Unsecured Creditors	RK has in the past represented this entity, and certain departments of this entity in matters wholly unrelated to the Debtors' Chapter 11 cases.