

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:  
 SOUTHERN DISTRICT OF INDIANA

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Case number (if known) \_\_\_\_\_ Chapter 7

Check if this an amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name ITT Educational Services, Inc.

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2. All other names debtor used in the last 8 years  
 Include any assumed names, trade names and doing business as names

**DBA Center for Professional Development**  
**DBA Breckinridge School of Nursing and Health Sciences**  
**DBA Benchmark Learning**  
**DBA Early Career Academy**  
**DBA Daniel Webster College**

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3. Debtor's federal Employer Identification Number (EIN) 36-2061311

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4. Debtor's address

<p><b>Principal place of business</b></p> <p><u>13000 N. Meridian Street</u>  <u>Carmel, IN 46032-1404</u>                  Number, Street, City, State &amp; ZIP Code</p> <p><u>Hamilton</u>                  County</p>	<p><b>Mailing address, if different from principal place of business</b></p> <p>_____</p> <p>P.O. Box, Number, Street, City, State &amp; ZIP Code</p> <p><b>Location of principal assets, if different from principal place of business</b></p> <p>_____</p> <p>Number, Street, City, State &amp; ZIP Code</p>
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5. Debtor's website (URL) www.itt-tech.edu; www.ittesi.com

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6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership

Other. Specify: \_\_\_\_\_

Debtor ITT Educational Services, Inc.  
Name

Case number (if known) \_\_\_\_\_

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53AB))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.naics.com/search/>.

6115

8. Under which chapter of the Bankruptcy Code is the Debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years after that).
- 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 operation, 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).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- 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.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor <b>See Schedule 1 attached hereto</b>	Relationship to you _____
District _____	When _____ Case number, if known _____

Debtor ITT Educational Services, Inc.  
Name

Case number (if known) \_\_\_\_\_

11. Why is the case filed in this district? Check all that apply:  
 Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.  
 A bankruptcy case concerning debtor's affiliate, general partner, 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?  
 No  
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.  
**Why does the property need immediate attention? (Check all that apply.)**  
 It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
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 or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).  
 Other **Student education records stored at the locations listed on attachment entitled "Leased Properties" which need to be retained and moved to a centralized location.**  
**Where is the property? See "Leased Properties" attachment**  
Number, Street, City, State & ZIP Code \_\_\_\_\_  
**Is the property insured?**  
 No  
 Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

**Statistical and administrative information**

13. Debtor's estimation of available funds Check one:  
 Funds will be available for distribution to unsecured creditors.  
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors  
 1-49  1,000-5,000  25,001-50,000  
 50-99  5001-10,000  50,001-100,000  
 100-199  10,001-25,000  More than 100,000  
 200-999

15. Estimated Assets  
 \$0 - \$50,000  \$1,000,001 - \$10 million  \$500,000,001 - \$1 billion  
 \$50,001 - \$100,000  \$10,000,001 - \$50 million  \$1,000,000,001 - \$10 billion  
 \$100,001 - \$500,000  \$50,000,001 - \$100 million  \$10,000,000,001 - \$50 billion  
 \$500,001 - \$1 million  \$100,000,001 - \$500 million  More than \$50 billion

16. Estimated liabilities  
 \$0 - \$50,000  \$1,000,001 - \$10 million  \$500,000,001 - \$1 billion  
 \$50,001 - \$100,000  \$10,000,001 - \$50 million  \$1,000,000,001 - \$10 billion  
 \$100,001 - \$500,000  \$50,000,001 - \$100 million  \$10,000,000,001 - \$50 billion  
 \$500,001 - \$1 million  \$100,000,001 - \$500 million  More than \$50 billion

Debtor ITT Educational Services, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signature**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

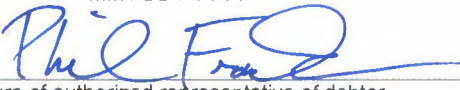
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the 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.

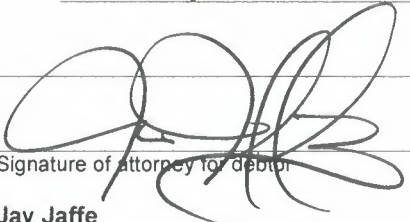
Executed on 09/16/2016  
MM/DD/YYYY

X   
Signature of authorized representative of debtor

Phillip B. Frank  
Printed name

Title Senior Vice President, General Counsel & Secretary

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date 09/16/2016  
MM/DD/YYYY

Jay Jaffe  
Printed name

Faegre Baker Daniels LLP  
Firm name

600 E. 96th Street, Suite 600  
Indianapolis, IN 46240  
Number, Street, City, State & ZIP Code

Contact phone 317-569-9600 Email address jay.jaffe@faegrebd.com

5037-98  
Bar number and State

**SCHEDULE 1**

**LIST OF AFFILIATED DEBTORS**

On the date hereof, each of the affiliated entities listed below filed a voluntary petition for relief under chapter 7 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, in the United States Bankruptcy Court, Southern District of Indiana, Indianapolis Division.

1. ITT Educational Services, Inc.
2. ESI Service Corp.
3. Daniel Webster College, Inc.

## Leased Properties

Address 1	Address 2	Address 3	City	State	Zip
9238 Madison Blvd.	Suite 500		Madison	AL	35758
Office Mall South	3100 Cottage Hill Road	Building #3	Mobile	AL	36606
12200 Westhaven Drive			Little Rock	AR	72211
10800 Financial Centre Parkway	Suites 100 & 500		Little Rock	AR	72211
10220 North 25th Ave.			Phoenix	AZ	85021
1840 North 95th Ave.	Suite 132		Phoenix	AZ	85037
5005 S. Wendler Dr.			Tempe	AZ	85282
1455 West River Road			Tucson	AZ	85704
362 N. Clovis Avenue			Clovis	CA	93612
1140 Galaxy Way	Suite 400		Concord	CA	94520
4160 Temescal Canyon Road	Suite 100		Corona	CA	92883
6101 W. Centinela Ave	Suite 180		Culver City	CA	90230
16916 South Harlan Road			Lathrop	CA	95330
401 Mile of Cars Way			National City	CA	91950
1200 Clay Street	Suite 200		Oakland	CA	94612
4000 West Metropolitan Drive	Suite 100		Orange	CA	92868
Sares Business Center	2051 N. Solar Dr.	Suite 150	Oxnard	CA	93030
10863 Gold Center Drive			Rancho Cordova	CA	95670
12669 Encinitas Avenue			Sylmar	CA	91342
2555 W. 190th Street	Suite 125		Torrance	CA	90504
440 South Melrose Drive	Suite 100		Vista	CA	92081
14001 E. Iliff Avenue	Suites 118 & 320		Aurora	CO	80014
8620 Wolff Court	Suite 100		Westminster	CO	80031
700 W. Hillsboro Blvd.	Building 1, Suite 100		Deerfield Beach	FL	33441
3401 South University Drive			Ft. Lauderdale	FL	33328
13500 Powers Court	Suite 100		Ft. Myers	FL	33912-1605
5901 NW 183rd Street	Suite 100		Hialeah	FL	33015
7011 A.C. Skinner Parkway	Suite 140		Jacksonville	FL	32256
8301 South Park Circle	Suite 100		Orlando	FL	32819
6913 North 9th Avenue			Pensacola	FL	32504
877 Executive Center Drive West	Suite 100		St. Petersburg	FL	33702
2639 North Monroe Street	Building A	Suite 100	Tallahassee	FL	32303
8039 Cooper Creek Blvd.			University Park	FL	34201
1756 N. Congress Avenue			West Palm Beach	FL	33409
485 Oak Place	Suite 800		Atlanta	GA	30349
5905 Stewart Parkway			Douglasville	GA	30135
10700 Abbotts Bridge Road	Suite 190		Duluth	GA	30097
3735 Queen Court SW			Cedar Rapids	IA	52404
1860 NW 118th Street	Suite 110		Clive	IA	50325
3800 N. Wilke Road			Arlington Heights	IL	60004
2828 North Clark Street			Chicago	IL	60657
800 Jorie Boulevard	Suite 100		Oak Brook	IL	60523
2501 Wabash Avenue			Springfield	IL	62704
12208 Hancock Street			Carmel	IN	46032
1289 City Center Drive	Suite 100		Carmel	IN	46032
2525 N. Shadeland Avenue	Suite 103		Indianapolis	IN	46219
6625 Network Way	Suite 360		Indianapolis	IN	46278
8488 Georgia Street			Merrillville	IN	46410
17390 Dugdale Drive			South Bend	IN	46635
7600 West 119th Street	Suite 100		Overland Park	KS	66213

Address 1	Address 2	Address 3	City	State	Zip
8111 E. 32nd Street North	Suite 103		Wichita	KS	67226
3020 Old Todd's Road	Suite 100		Lexington	KY	40509
4420 Dixie Highway	Suite 230		Louisville	KY	40216
14111 Airline Highway	Suite 101		Baton Rouge	LA	70817
140 James Drive East			St. Rose	LA	70087
333 Providence Highway			Norwood	MA	2116
200 Ballardvale Street	Suite 200		Wilmington	MA	01887
7030 Dorsey Road	Suite 100		Hanover	MD	21076
3 Easter Court	Suites E-G		Owings Mills	MD	21117
11301 Red Run Blvd.			Owings Mills	MD	21117
1905 S. Haggerty Road			Canton	MI	48188
22500 Metropolitan Parkway	Suite L100		Clinton Township	MI	48035
19855 West Outer Drive	Suite L10W		Dearborn	MI	48124
3518 Plainfield Avenue NE			Grand Rapids	MI	49525
26700 Lahser Rd., Suite 100			Southfield	MI	48033
6120 Earle Brown Drive	Suite 100		Brooklyn Center	MN	55430
7905 Golden Triangle Dr.	Suite 100		Eden Prairie	MN	55344-7220
2042 Wooddale Drive	Suite 250		Woodbury	MN	55125
1930 Meyer Drury Drive			Arnold	MO	63010
3216 South National Avenue			Springfield	MO	65807
382 Galleria Parkway	Suite 100		Madison	MS	39110
10926 David Taylor Drive	Suite 100		Charlotte North	NC	28269
4135 Southstream Blvd.	Suite 100		Charlotte South	NC	28217
3518 Westgate Drive	Suite 150		Durham	NC	27707
4025 Stirrup Creek Drive	Suites 160 & 200		Durham	NC	27703
4050 Piedmont Parkway	Suite 110		High Point	NC	27265
1120 North 103rd Plaza	Suite 200		Omaha	NE	68114
2 Greentree Centre	Suite 100		Marlton	NJ	08053
5100 Masthead Street			Albuquerque	NM	87109
2300 Corporate Circle	Suite 150		Henderson	NV	89074
3825 W. Cheyenne Avenue	Suite 600		North Las Vegas	NV	89032
13 Airline Drive			Albany	NY	12205
2295 Millersport Highway			Getzville	NY	14068
3428 W. Market Street			Akron	OH	44333
4717 Hilton Corporate Drive			Columbus	OH	43232
3781 Park Mill Run	Suite 1		Hilliard	OH	40326
4750 Wesley Avenue			Norwood	OH	45212
14955 Sprague Road			Strongsville	OH	44136
24865 Emery Road			Warrensville Heights	OH	44128
7116 Office Park Drive			West Chester	OH	45069
50 Penn Place	1900 Northwest Expressway	Suite 305	Oklahoma City	OK	73118
4500 S. 129th East Avenue	Suite 125		Tulsa	OK	74134
9500 NE Cascades Parkway			Portland	OR	97220
4825 Commercial Street SE			Salem	OR	97302
1000 Meade Street	Suite 210		Dunmore	PA	18512
449 Eisenhower Blvd	Suite 100		Harrisburg	PA	17111
311 Veterans Highway			Levittown	PA	19056
105 South 7th Street	Suite 100		Philadelphia	PA	19106
5460 Campbells Run Road			Pittsburgh	PA	15205

## Leased Properties

Address 1	Address 2	Address 3	City	State	Zip
220 W. Germantown Pike	Suite 100		Plymouth Meeting	PA	19462
590 Pittsburg Mills Circle	Suite 100		Tarentum	PA	15084
1628 Browning Road	Suite 180		Columbia	SC	29210
Six Independence Pointe			Greenville	SC	29615
9654 N. Kings Highway	Suite 101		Myrtle Beach	SC	29572
2431 Aviation Avenue			North Charleston	SC	29406
5600 Brainerd Road	Suite G-1		Chattanooga	TN	37411
4721 Lake Park Drive	Suite 100		Johnson City	TN	37615
9123 Executive Park Drive			Knoxville	TN	37923
551 Ryan Plaza Drive			Arlington	TX	76011
6330 Highway 290 East			Austin	TX	78723
921 West Belt Line Road	Suite 181		DeSoto	TX	75115
2950 South Gessner			Houston	TX	77063
2895 NE Loop 410			San Antonio	TX	78218
3700 S. Jack Kultgen Expy	Suite 100		Waco	TX	76706
920 West Levoy Drive			Murray	UT	84123
14420 Albemarle Point Place	Suite 100		Chantilly	VA	20151
5425 Robin Hood Road	Suite 100		Norfolk	VA	23515
300 Gateway Centre Parkway			Richmond	VA	23235
2159 Apperson Drive			Salem	VA	24153
7300 Boston Boulevard			Springfield	VA	22153
1615 75th Street			Everett	WA	98203
Gateway Corporate Center	12720 Gateway Dr.	Suite 100	Seattle	WA	98168
W177 N9886 Rivercrest Drive			Germantown	WI	53022
2450 Rimrock Road	Suite 100		Madison	WI	53713
6817 W. Morgan Ave			Milwaukee	WI	53220
5183 US Route 60	Building 1	Suite 40	Huntington	WV	25705



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION**

In re: ) Chapter 7  
 )  
 ITT EDUCATIONAL SERVICES, INC., ) Case No. 16-  
 )  
 Debtor. )

**CORPORATE OWNERSHIP STATEMENT**

ITT Educational Services, Inc. (“Debtor”), by counsel, submits the following corporate ownership statement pursuant to Fed. R. Bankr. P. 1007(a)(1):

Debtor is a publicly held company [NYSE:ESI]. As of August 31, 2016, and based solely on information in reports filed under Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, by the beneficial owners listed below, the following are corporations, other than a governmental unit, that purport to own 10% or more of any class of Debtor’s equity interests:

<b>Beneficial Owner</b>	<b>Approximate Percentage of Shares Held</b>
Warburg Pincus Asset Management, Inc.	12.4%
Nantahala Capital Management, LLC	10.8%

Debtor is not aware of any other corporation that directly or indirectly owns 10% or more of any class of its equity interests.

Respectfully submitted,

/s/ Jay Jaffe \_\_\_\_\_

*Counsel for Debtor*

Jay Jaffe (#5037-98)  
 Kayla D. Britton (#29177-06)  
 Dustin R. DeNeal (#27535-49)  
 Faegre Baker Daniels LLP  
 600 East 96th Street, Suite 600  
 Indianapolis, IN 46240  
 Telephone: (317) 569-9600  
 Facsimile: (317) 569-4800  
 jay.jaffe@faegrebd.com  
 kayla.britton@faegrebd.com  
 dustin.deneal@faegrebd.com

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF INDIANA  
INDIANAPOLIS DIVISION

In re: ) Chapter 7  
)  
ITT EDUCATIONAL SERVICES, INC., ) Case No. 16-  
)  
Debtor. )

**FAEGRE BAKER DANIELS LLP'S DISCLOSURE OF COMPENSATION UNDER  
11 U.S.C. § 329 AND BANKRUPTCY RULE 2016(b)**

I certify that I am one of the attorneys for the above-captioned debtor (“Debtor”) and a partner in the firm of Faegre Baker Daniels LLP (“FBD”), and that compensation paid or agreed to be paid to FBD for services rendered or to be rendered on behalf of Debtor in or in connection with this case, such payment or agreement having been made after one year before the date of filing of the petition, is as follows:

1. Debtor provided FBD with retainers prior to the filing of this case, for restructuring services and bankruptcy preparation. Pursuant to the FBD engagement letter, the retainer remaining in the amount of \$87,001.28 at the time of the decision to pursue a chapter 7 filing constitutes a flat fee for services rendered and expenses incurred by FBD in contemplation of or in connection with this case and cases filed or that may be filed by Debtor subsidiaries, including, without limitation, pre-filing preparation and planning, case filing, post-filing preparation of schedules and a statement of financial affairs, preparation for and attendance at a Section 341 meeting, and case transition to a chapter 7 trustee.<sup>1</sup>

2. The source of compensation paid and agreed to be paid to FBD is the retainer described above.

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<sup>1</sup> Debtor paid FBD additional amounts in the year preceding the filing of this case on account of fees incurred and expenses advanced by FBD in connection with its representation of Debtor in corporate, restructuring and other matters. Those amounts will be disclosed as necessary in the Statement of Financial Affairs filed in this case.

3. FBD has not agreed to share this compensation with any other person.

Respectfully submitted,

FAEGRE BAKER DANIELS LLP

/s/ Jay Jaffe

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*Counsel for Debtor*

Jay Jaffe (#5037-98)  
Kayla D. Britton (#29177-06)  
Dustin R. DeNeal (#27535-49)  
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