

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware  
(State)  
Case number (if known): \_\_\_\_\_ Chapter 11

Check if this is an  
amended filing

Official Form 201

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

04/25

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 the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Corvias Campus Living - USG, LLC</u>		
2. All other names debtor used in the last 8 years			
Include any assumed names, trade names, and <i>doing business as</i> names			
3. Debtor's federal Employer Identification Number (EIN)	<u>3 7 - 1 7 7 0 7 3 2</u>		
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business	
	301 Metro Center Blvd. Number Street	Number	Street
	Suite 204	P.O. Box	
	Warwick RI 02886 City State ZIP Code	City	State ZIP Code
	Kent County	Location of principal assets, if different from principal place of business	
5. Debtor's website (URL)			

**6. Type of debtor**

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

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**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(53A))  
 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

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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. § 80b-2(a)(11))

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C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5 3 1 3

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**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 \$3,424,000 (amount subject to adjustment on 4/01/28 and every 3 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 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).  
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.  
 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

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

No  
 Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
 MM / DD / YYYY

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
 MM / DD / YYYY

Debtor	Corvias Campus Living - USG, LLC Name	Case number (if known) _____
<b>10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?</b>		<input checked="" type="checkbox"/> No
		<input type="checkbox"/> Yes. Debtor _____ Relationship _____
		District _____ When _____
		Case number, if known _____
List all cases. If more than 1, attach a separate list.		

<b>11. Why is the case filed in this district?</b>		Check all that apply:
<input checked="" type="checkbox"/> 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.		
<input type="checkbox"/> A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.		

<b>12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?</b>		<input checked="" type="checkbox"/> No
		<input type="checkbox"/> 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 \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

### Statistical and administrative information

<b>13. Debtor's estimation of available funds</b>		Check one:												
		<input type="checkbox"/> Funds will be available for distribution to unsecured creditors.												
		<input checked="" type="checkbox"/> After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.												
<b>14. Estimated number of creditors</b>														
<table border="0"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 25,001-50,000</td> </tr> <tr> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 50,001-100,000</td> </tr> <tr> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> More than 100,000</td> </tr> <tr> <td><input checked="" type="checkbox"/> 200-999</td> <td></td> <td></td> </tr> </table>			<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50-99	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000	<input checked="" type="checkbox"/> 200-999		
<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000												
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 50,001-100,000												
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000												
<input checked="" type="checkbox"/> 200-999														

Debtor	Corvias Campus Living - USG, LLC Name			Case number (if known)
<b>15. Estimated assets</b>		<input type="checkbox"/> \$0-\$50,000 <input type="checkbox"/> \$50,001-\$100,000 <input type="checkbox"/> \$100,001-\$500,000 <input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$1,000,001-\$10 million <input checked="" type="checkbox"/> \$10,000,001-\$50 million <input type="checkbox"/> \$50,000,001-\$100 million <input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> \$500,000,001-\$1 billion <input type="checkbox"/> \$1,000,000,001-\$10 billion <input type="checkbox"/> \$10,000,000,001-\$50 billion <input type="checkbox"/> More than \$50 billion
<b>16. Estimated liabilities</b>		<input type="checkbox"/> \$0-\$50,000 <input type="checkbox"/> \$50,001-\$100,000 <input type="checkbox"/> \$100,001-\$500,000 <input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$1,000,001-\$10 million <input type="checkbox"/> \$10,000,001-\$50 million <input type="checkbox"/> \$50,000,001-\$100 million <input type="checkbox"/> \$100,000,001-\$500 million	<input checked="" type="checkbox"/> \$500,000,001-\$1 billion <input type="checkbox"/> \$1,000,000,001-\$10 billion <input type="checkbox"/> \$10,000,000,001-\$50 billion <input type="checkbox"/> More than \$50 billion
<b>Request for Relief, Declaration, and Signatures</b>				
<p><b>WARNING --</b> 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.</p>				
<b>17. Declaration and signature of authorized representative of debtor</b>		<p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>I have been authorized to file this petition on behalf of the debtor.</p> <p>I have examined the information in this petition and have a reasonable belief that the information is true and correct.</p> <p>I declare under penalty of perjury that the foregoing is true and correct.</p> <p>Executed on <u>06/25/2025</u> MM / DD / YYYY</p> <p><input checked="" type="checkbox"/> /s/ Thelma Edgell Signature of authorized representative of debtor Title <u>President</u></p> <p><u>Thelma Edgell</u> Printed name</p>		
<b>18. Signature of attorney</b>		<input checked="" type="checkbox"/> /s/ Derek C. Abbott Signature of attorney for debtor	Date	<u>06/25/2025</u> MM / DD / YYYY
<p>Derek C. Abbott Printed name</p> <p>Morris Nichols Arsh &amp; Tunnell, LLP Firm name</p> <p>1201 North Market Street #1600 Number Street</p> <p>Wilmington DE 19081 City State ZIP Code</p> <p>(302) 658- 9200 dabbott@morrisnichols.com Contact phone Email address</p> <p>3376 DE Bar number State</p>				

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

In re

CORVIAS CAMPUS LIVING - USG, LLC,

Debtor.

Chapter 11

Case No. 25-(\_\_\_\_) (\_\_\_\_)

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and rule 1007-1 of the Local Rules for the United States Bankruptcy Court for the District of Delaware, the above-captioned debtor and debtor in possession hereby states as follows:

1. Debtor Corvias Campus Living – USG, LLC is a wholly owned subsidiary of non-debtor, Corvias, LLC.

Fill in this information to identify the case:

**Debtor name:** Corvias Campus Living – USG, LLC

**United States Bankruptcy Court for the:** District of Delaware

**Case number (if known):** 25-\_\_\_\_\_

Check if this is an amended filing

## Official Form 204

### Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 Largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 Largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	US Bank National Association 1420 Fifth Avenue Seattle WA 98101	Shipman & Goodwin LLP: Kimberly S. Cohen Tel: 860-251-5804 kcohen@goodwin.com	5.3% Senior Secured Notes Due July 1, 2050	<input type="checkbox"/> C <input checked="" type="checkbox"/> U <input type="checkbox"/> D	\$540,683,187.86	Undetermined	Undetermined
2	Swerling Milton Winnick Public Insurance Adjusters, Inc. 36 Washington St Suite 310 Wellesley Hills MA 02481-1917	Tel: 781-416-1000 Paul@swerling.com	Insurance	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$1,330,230.00
3	Full Circle Restoration & Construction S 4325 River Green Pkwy Duluth GA 30096	Tel: 770-393-7230 uliana.radionov@cottonteam.com	Insurance and CR&R	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$551,476.68
4	Boldyn Networks Higher Ed LLC 1905 A Kramer Lane Austin TX 78758	Tel: 678-644-7185 debra.eubanks@boldyn.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$353,960.34
5	Georgia State University Office of Legal Affairs 75 Piedmont Avenue Suite 100 Atlanta GA 30303	Tel: 404-413-0500 sbrandenburg@gsu.edu	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$330,118.39
6	IPFS Corporation 1055 Broadway Kansas City MO 64105	Tel: 855-891-2585 tammy.lewis@ipfs.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$312,993.03

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
7	Sis & Associates, LLC., Magic Maid 110 High Garden Terrace Newnan GA 30263	Tel: 770-780-2185 sisj4060@yahoo.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$292,162.25
8	HD Supply Facilities Maintenance PO Box 509058 San Diego CA 92150-9058	Tel: 800-798-8888 fmeft@hdsupply.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$88,168.30
9	Caldwell & Gregory LLC 129 Broad St Rd Manakin Sabot VA 23103	Tel: 804-784-6100 ar@caldwellandgregory.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$65,425.00
10	City Of Atlanta Department of Watershed Management PO Box 105275 Atlanta GA 30348-5275	Tel: 404-546-0311	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$57,963.38
11	Jani-King of Augusta 621 NW Frontage Rd Ste 105 Augusta GA 30907	Tel: 706-790-5977 accounting@janikingofaugusta.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$55,785.00
12	I-Shine Cleaning Services LLC 5355 Watkins Road Valdosta GA 31601	Tel: 229-412-1487 ashley.smith5355@yahoo.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$46,965.00
13	University Of North Georgia 82 College Cir Dahlonega GA 30597	Elene Garrison, General Counsel elene.garrison@ung.edu	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$43,851.43
14	A2A Energy International, LLC 3620 Harlem Rd., Suite 12 Buffalo NY 14215-2042	Tel: 718-854-2135 ar@a2aenergy.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$41,500.00
15	Capital City Mechanical Services, Inc 4955 Avalon Ridge Pkwy Ste 100 Norcross GA 30071	Tel: 770-449-0200 accounting@ccmech.com	Operating Expenses and CR&R	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$34,833.60
16	Lillie's Professional Cleaning Service 3062 Damascus Road Augusta GA 30909	Tel: 706-339-6423 info@lilliesprocleaning.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$34,775.00

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
17	EEC Environmental, Inc One City Blvd West Ste 1800 Orange CA 92868	Tel: 714-667-2300 AR@eecenvironmental.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$30,000.00
18	Co-Operative Co. dba Roofman 194 Andrews Subdivision Lavonia GA 30553	Tel: 678-615-2065 cooperative.company@gmail.com	Operating Expenses and CR&R	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$29,037.83
19	Amazon Capital Services, Inc PO Box 81207 Seattle WA 98108-1207	Tel: 617-922-7396 ar-businessinvoicing@amazon.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$28,167.18
20	SCANA Energy Marketing, LLC PO Box 105046 Atlanta GA 30348	Tel: 614-659-5083 accountsreceivable@igs.com	Operating Expenses	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$24,285.14

**EXHIBIT A**

**Written Consent**

**JOINT WRITTEN CONSENT OF  
MANAGING MEMBER AND INDEPENDENT MANAGER  
CORVIAS CAMPUS LIVING – USG, LLC**

**June 25, 2025**

The undersigned, being the managing member and the independent managers (each a “Governing Body” and collectively, the “Governing Bodies”) of Corvias Campus Living – USG, LLC, a Delaware limited liability company (the “Company”), hereby takes the following actions and adopts, approves, consents to the following resolutions by written consent pursuant to and in accordance with (a) the Company’s Amended and Restated Operating Agreement dated as of May 13, 2015 (the “Operating Agreement”) and (b) the Delaware Limited Liability Company Act.

**WHEREAS**, the Company has retained Morris, Nichols, Arnsht & Tunnell LLP (“Morris Nichols”) as restructuring counsel to the Company, CohnReznick Advisory LLC (“CohnReznick”) as financial advisor to the Company, and Holland & Knight LLP (“Holland & Knight”) as special counsel to the Company;

**WHEREAS**, each Governing Body has duly considered presentations by the financial and legal advisors of the Company regarding the Company’s assets, liabilities, liquidity situation, and prospects and the impact of the foregoing on the Company’s business, operations and prospects;

**WHEREAS**, each Governing Body has had the opportunity to consult with the financial and legal advisors of the Company, duly consider the Company’s alternatives available, including, without limitation, continuing the status quo, litigation under applicable non-bankruptcy law, and a restructuring under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (as amended, the “Bankruptcy Code”), and review the preparation materials provided by the financial and legal advisors;

**WHEREAS**, each Governing Body, the Company, and its advisors have for an extended period of time engaged or attempted to engage in good faith negotiations with the Board of Regents of the University System of Georgia (the “BOR”) and an ad hoc group of holders of the Company’s Senior Secured Notes to restructure the Company’s lease arrangements with the BOR and the Senior Secured Notes with the Noteholders in an attempt to avoid a chapter 11 filing;

**WHEREAS**, the restructuring negotiations have not led to an agreement among the parties; and

**WHEREAS**, after due consideration, each Governing Body has determined that it is advisable and in the best interests of the Company, creditors, members, and other interested parties that the Company commence a case under Chapter 11 of Bankruptcy Code (the “Chapter 11 Case”), and the Governing Bodies have determined that they should do so promptly to ensure that the debtor in possession has time to reorganize the affairs of the Company.

**NOW, THEREFORE, IT IS:**

**Commencement and Prosecution of Chapter 11 Case**

**RESOLVED**, that in the business judgment of the Company, it is desirable and in the best interests of the Company (including considering its creditors and other parties in interest) that the Company shall be, and hereby is, authorized to file or cause to be filed a voluntary petition (the “Petition”) for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) and any other petition for relief or recognition or other order that may be desirable under applicable law; and it is further

**RESOLVED**, that any member, manager, officer, or director of the Company, or any other duly appointed officer or other person acting at the direction of the foregoing persons of the Company or with the requisite authority (each, a “Designated Person” collectively, the “Designated Persons”), acting alone or with one or more other Designated Persons be, and they hereby are, authorized, empowered, and directed to execute and file on behalf of the Company the Petition and any schedules, statements, lists, motions, chapter 11 plan, and other papers or documents, and to take any and all actions that they deem necessary, proper, or convenient to obtain relief under chapter 11 of the Bankruptcy Code, including any action necessary to maintain the ordinary course operation of the Company’s business; and it is further

**RESOLVED**, that all acts lawfully done or actions lawfully taken by any Designated Person to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code, or in connection with the ordinary course operations of the Company during the Chapter 11 Case, or any matter related thereto, in connection with the Company’s ordinary course operations be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company as fully as if such actions had been presented to the Board for its prior approval; and it is further

**RESOLVED**, that all acts and deeds previously performed by any of the Designated Persons or members, managers, officers, or directors of the Company before the adoption of the foregoing recitals and resolutions that are within the authority conferred by the foregoing recitals and resolutions, are hereby ratified, confirmed, and approved in all respects as the authorized acts and deeds of the Company; and it is further

**Retention of Professionals**

**RESOLVED**, that the law firm of Morris Nichols be, and hereby is, authorized, directed, and empowered to represent the Company as its general bankruptcy counsel on the terms set forth in its engagement letter with the Company, which is hereby ratified and approved, and to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights, including, without limitation, the preparation of and filing of the Petition and related forms, motions, objections, pleadings, schedules, lists, statements and all other papers or documents as may be appropriate or necessary; and in connection therewith, each Designated Person, acting alone or in any combination, has been and is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate

retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and to cause to be filed an appropriate application for authority to retain the services of Morris Nichols; and it is further

**RESOLVED**, that the firm of Holland & Knight be, and hereby is, authorized, directed, and empowered to represent the Company as its special counsel on the terms set forth in its engagement letter with the Company, which is hereby ratified and approved, and to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including, without limitation, advising the Company with respect to disputes or issues related to the Amended and Restated Master Concession Agreement for the Leasing and Development of Student Housing; and in connection therewith, each Designated Person, acting alone or in any combination, has been and is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and to cause to be filed an appropriate application for authority to retain the services of Holland & Knight; and it is further

**RESOLVED**, that the firm of Donlin, Recano & Company, LLC ("Donlin") be, and hereby is, engaged to act as notice, claims and administrative agent and to provide other related services to the Company in the Chapter 11 Case; and in connection therewith, each Designated Person, acting alone or in any combination, has been and is, authorized, directed and empowered, on behalf of and in the name of the Company, to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and to cause to be filed an appropriate application for authority to retain the services of Donlin; and it is further

**RESOLVED**, that CohnReznick be, and hereby is, engaged to provide financial advisory services, including, among other things, to assist the Company in evaluating its business, financial prospects, liquidity, strategic alternatives, developing a business plan, budgeting, developing financial data for evaluation by each Governing Body, creditors, prospective transaction counterparties, or other third parties, in the case, as requested by any Governing Body or by management of the Company, evaluating the Company's capital structure, responding to issues related to the Company's financial liquidity, and assist in any additional financing, sale, reorganization, liquidation, business combination, or other similar disposition of the Company's assets and negotiations regarding same; and in connection therewith, each Designated Person, acting alone or in any combination, has been and is, authorized, directed and empowered, on behalf of and in the name of the Company to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Case, and to cause to be filed an appropriate application for authority to retain the services of CohnReznick; and it is further

**RESOLVED**, that each of the Designated Persons be, and hereby is, authorized, empowered, and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, each of the Designated Persons, with power of delegation, is hereby authorized, empowered, and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary, proper, or convenient; and it is further

## **General Resolutions**

**RESOLVED**, that the Designated Persons be, and hereby are, authorized, directed, and empowered, on behalf of and in the name of the Company, to perform the obligations of the Company under the Bankruptcy Code, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices, and documents to be executed and delivered in such form, as the Designated Person performing or executing the same shall approve, and the performance or execution thereof by the Designated Person shall be conclusive evidence of the approval thereof by the Designated Person and by the Company; and it is further

**RESOLVED**, that each of the Designated Persons be, and hereby is, with the power of delegation, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each of the Designated Persons deem necessary, proper, or desirable in connection with the Company's Chapter 11 Case, with a view to the successful prosecution of such case; and it is further

**RESOLVED**, that each Governing Body of the Company has received sufficient notice of the actions and transactions relating to the matters contemplated by any of the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waive any right to have received such notices; and it is further

**RESOLVED**, that facsimile, photostatic, or other electronic copies of signatures to this Joint Written Consent in Lieu of a Meeting of the Governing Bodies shall be deemed to be originals and may be relied on to the same extent as the originals.

This Joint Written Consent of Managing Member and Independent Manager of Corvias Campus Living – USG, LLC may be executed in counterparts, each of which shall be deemed to be an original and all of which, when taken together, shall constitute one and the same Joint Written Consent in Lieu of a Meeting of the Governing Bodies. This Joint Written Consent in Lieu of a Meeting of the Governing Bodies may be executed and delivered via electronic mail (including pdf or any electronic signature complying with the U.S. federal ESIGN Act of 2000, e.g., [www.docusign.com](http://www.docusign.com)) or other transmission method (including an email which states "I consent") and any counterpart so delivered shall be deemed to have been duly and validly delivered and be valid and effective for all purposes.

**IN WITNESS WHEREOF**, the undersigned has executed this Joint Written Consent in Lieu of a Meeting of the Governing Bodies as of the date first written above.

**MANAGING MEMBER:**

CORVIAS, LLC

By: /s/ William E. Culton Jr.

Name: William E. Culton, Jr.

Title: Secretary

**INDEPENDENT MANAGER OF  
CORVIAS CAMPUS LIVING – USG, LLC**

By: /s/ Steven P. Zimmer

Name: Steven P. Zimmer, solely with respect to the first resolution

Title: Independent Manager

**INDEPENDENT MANAGER OF  
CORVIAS CAMPUS LIVING – USG, LLC**

By: /s/ Stephen S. Gray

Name: Stephen S. Gray

Title: Independent Manager

Fill in this information to identify the case and this filing:

Debtor Name Corvias Campus Living - USG, LLC  
United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)  
Case number (If known): \_\_\_\_\_

## Official Form 202

### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud 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.**

#### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule \_\_\_\_\_
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement

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

Executed on 06/25/2025  
MM / DD / YYYY

 /s/ Thelma Edgell

Signature of individual signing on behalf of debtor

Thelma Edgell

Printed name

President

Position or relationship to debtor