

Fill in this information to identify the case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF TEXAS

Case number (if known): _____ Chapter 11

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

1. Debtor's name UTSA Apartments 12, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 0 0 - 0 0 0 0 0 0 0 0

4. Debtor's address

<p>Principal place of business</p> <p><u>3814 Channel Place</u> Number Street</p> <hr/> <p><u>Newport Beach CA 92663</u> City State ZIP Code</p> <p><u>Orange</u> County</p>	<p>Mailing address, if different from principal place of business</p> <p><u>3814 Channel Place</u> Number Street</p> <hr/> <p>P.O. Box _____</p> <hr/> <p><u>Newport Beach CA 92663</u> City State ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p><u>The Reserve</u> Number Street</p> <p><u>13903 Babcock Rd.</u></p> <hr/> <p><u>San Antonio TX 78249</u> City State ZIP Code</p>
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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: _____

Debtor UTSA Apartments 12, LLC

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(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

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))

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

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 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).
 - 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. District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

Debtor UTSA Apartments 12, LLC Case number (if known) _____

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

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

No

Yes. Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

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 _____

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

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 for distribution to unsecured creditors.

Debtor UTSA Apartments 12, LLC Case number (if known) _____

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

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

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

Part X: Request for Relief, Declaration, and Signatures

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 12/02/2015
MM / DD / YYYY

X /s/ John H. Coogan John H. Coogan
Signature of authorized representative of debtor Printed name

Title Member

18. Signature of attorney

X /s/ Allen M. DeBard Date 12/02/2015
Signature of Attorney for Debtor MM / DD / YYYY

Allen M. DeBard
Printed name

Langley & Banack, Inc.
Firm Name

745 E Mulberry Ave.
Number Street
STE 900

San Antonio TX 78212-3166
City State ZIP Code

Contact phone (210) 736-6600 Email address adebard@langleybanack.com

24065132
Bar number State

Fill in this information to identify the case:

Debtor name UTSA Apartments 12, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF TEXAS

Case number _____
(if known)

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 claims 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
<p>If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.</p>						

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE: **UTSA Apartments 12, LLC**

CASE NO

CHAPTER **11**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 12/2/2015

Signature /s/ John H. Coogan
John H. Coogan
Member

Date _____

Signature _____

FST Reserve, LLC
Attn: Michael Tonti
4949 Westgrove Dr, Ste 100
Dallas, Texas 75248

IRS
Internal Revenue Service
Special Procedures
Philadelphia, PA 19255

The Woodlark Companies
80 SW 8th St, Suite 2500
Miami, FL 33130

US Attorney
601 NW Loop 410, Suite 600
San Antonio, TX 78216

US Trustee
PO Box 1539
San Antonio, Texas 78295

Woodlark UTSA Apartments, LLC
c/o Brett Feinstein
407 Lincoln Rd, Suite 2A
Miami Beach, FL 33139

Woodlark UTSA Apartments, LLC
c/o Kelly G. Prather
2009 N. Durham Drive
Houston, Texas 77008