

EDSOUTH INDENTURE NO. 3, LLC

**DISTRIBUTION DATE INFORMATION FORM
November 25, 2013**

This Distribution Date Information Form (the "Information Form") is being provided by Wells Fargo Bank, National Association, as trustee (the "Indenture Trustee") pursuant to Section 4.22 of the Indenture of Trust, dated as of October 1, 2012 (the "Indenture"), between EdSouth Indenture No. 3, LLC (the "Issuer"), Wells Fargo Bank, National Association, as trustee (the "Indenture Trustee") and Wells Fargo Bank, National Association, as eligible lender trustee. All capitalized terms used in this Information Form and not otherwise defined shall have the same meanings as assigned to such terms in the Indenture.

The Issuer has provided a Distribution Date Certificate to the Indenture Trustee. In reliance upon the information and the Issuer's direction contained therein, the Indenture Trustee shall make the following deposits and distributions in the following order or priority, to the Persons or to the account specified below by 3:00 p.m. (Eastern time) on November 25, 2013 (the "Distribution Date"), to the extent of (w) the amount of Available Funds received during the immediately preceding Collection Period in the Collection Fund (or, if necessary, other Available Funds on deposit in the Collection Fund as provided in Section 5.03(b) of the Indenture) (viz., the sum of \$6,140,156.37), (x) the amount transferred from the Debt Service Reserve Fund pursuant to Section 5.05 of the Indenture (viz., the sum of \$11,058.75), (y) the amount transferred from the Acquisition Fund pursuant to Section 5.04 of the Indenture (viz., the sum of \$0.00), and (z) the amount transferred from the Capitalized Interest Fund pursuant to Section 5.02 of the Indenture (viz., the sum of \$0.00).

(i)	Amounts required to be deposited in the Department Reserve Fund;	\$	579,400.38
(ii)	(A) The Trustee Fee to the Indenture Trustee;	\$	-
	(B) Any Trustee Fee to the extent not previously paid in full;	\$	-
(iii)	(A) The Servicing Fees to the Master Servicer for payment due to itself, the Servicers and the Back-up Servicer;	\$	101,621.83
	(B) Of the amount paid to the Master Servicer in clause (A) above, the amount paid by the Master Servicer to the Servicers	\$	-
	(C) Any unpaid Servicing Fees from prior Distribution Dates;	\$	-
(iv)	(A) The Administration Fees to the Administrator;	\$	35,714.73
	(B) Any unpaid Administration Fees from prior Distribution Dates;	\$	-
(v)	(A) The Interest Distribution Amount to the Class A Noteholders;	\$	308,997.13
	(B) The Interest Distribution Amount to the Class B Noteholders;	\$	29,075.76
(vi)	Amounts to be deposited to the Debt Service Reserve Fund necessary to reinstate the balance of the Debt Service Reserve Fund up to the Debt Service Reserve Fund Requirement;	\$	-
(vii)	(A) The Principal Distribution Amount to the Class A Noteholders (until paid in full);	\$	4,441,829.63
	(B) The Principal Distribution Amount to the Class B Noteholders (until paid in full);	\$	-
(viii)	The aggregate amount due for Subordinate Administration Fees, to the Administrator	\$	50,144.19
(ix)	(A) Payment of additional principal on the Class A Notes pursuant to Section 5.03(b)(x) of the Indenture;	\$	593,372.72
	(B) Payment of additional principal on the Class B Notes pursuant to Section 5.03(b)(x) of the Indenture;	\$	-
(x)	Class B Carry-Over Amount and interest thereon	\$	-
(xi)	Release of money to the Issuer pursuant to Section 5.03(b)(xii) of the Indenture;	\$	-
(xii)	Total Distributions	\$	6,140,156.37
(xiii)	The Available Funds from the immediately preceding Collection Period on this Distribution Date.	\$	6,140,156.37
(xiv)	If required, other Available Funds on deposit in the Collection Fund.	\$	-
(xv)	The Parity Ratios as of such Distribution Date. Class A Parity Ratio Class B Parity Ratio		104.18% 101.80%
(xvi)	Debt Service Reserve Fund Requirement for such Distribution Date.	\$	1,014,160.79
(xvii)	Pool Balance for such Distribution Date.	\$	405,664,314.49
(xviii)	LIBOR Rates for the immediately preceding Collection Period and LIBOR Rates for the next succeeding Collection Period.		0.17020% 0.16600%
(xix)	Interest Rate on the Notes for the immediately preceding Collection Period; and Class A Notes Class B Notes		0.90020% 3.67020%
(xx)	Interest Rate on the Notes for the next succeeding Collection Period. Class A Notes Class B Notes		0.89600% 3.66600%
(xxi)	With respect to the calculations of the Interest Distribution Amount and the Class B Carry-Over Amount referenced above:		

Accrued Interest Amounts for the Class B Notes for such Distribution Date	\$	29,075.76
(A) All non-principal amounts accrued on the Financed Student Loans multiplied by a 365/360 day count	\$	1,768,526.12
(B) Amounts not attributable to principal multiplied by a 365/360 day count	\$	874,219.36
(C) Servicing Fees and Administration Fees accrued during Collection Period	\$	137,336.56
(D) Interest Accrual Amount on Class A Notes	\$	308,997.13
(E) Trustee Fees for Collection Period	\$	2,748.67
Class B Interest Cap (Class B Interest Cap = (A) - (B) - (C) - (D) - (E))	\$	445,224.40

Dated this 21st day of November, 2013.

WELLS FARGO BANK, National Association, as the Indenture Trustee

By _____
 Edna Barber
 Vice President